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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 , 20

Name of foundation  
**B J KILLIAN FOUNDATION 1049000444**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**STOCK YARDS BANK & TRUST P.O. BOX 34290**

City or town, state, and ZIP code  
**LOUISVILLE, KY 40232-4290**

**A Employer identification number**  
 31-1077598

**B Telephone number (see instructions)**  
 (502) 625-1076

**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

**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, col. (c), line 16) ▶ \$ **4,102,591.**

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

SCANNED MAY 31 2012

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input 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	97,733.	98,158.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	561,793.			
b	Gross sales price for all assets on line 6a	2,948,850.			
7	Capital gain net income (from Part IV, line 2)		561,793.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	659,526.	659,951.		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 1	2,456.	NONE	NONE	2,456.
c	Other professional fees (attach schedule) STMT 2	19,252.	19,252.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	1,790.			770.
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 4	233.	22.		211.
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	23,731.	19,274.	NONE	3,437.
25	Contributions, gifts, grants paid	175,700.			175,700.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	199,431.	19,274.	NONE	179,137.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	460,095.			
b	Net investment income (if negative, enter -0-)		640,677.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .	265,238.	159,894.	159,894.
	2 Savings and temporary cash investments . . . . .			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) . . . . .	172,641.	1,681,275.	1,721,886.
	b Investments - corporate stock (attach schedule) . . . . .	1,623,029.	1,146,187.	1,239,746.
	c Investments - corporate bonds (attach schedule) . . . . .	1,419,453.	973,542.	981,065.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . .	44,563.			
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) . . . . .	3,524,924.	3,960,898.	4,102,591.	
Liabilities	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ )			
	23 Total liabilities (add lines 17 through 22) . . . . .			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 . . . . .	3,524,924.	3,960,898.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
30 Total net assets or fund balances (see instructions) . . . . .	3,524,924.	3,960,898.		
31 Total liabilities and net assets/fund balances (see instructions) . . . . .	3,524,924.	3,960,898.		

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	3,524,924.
2	Enter amount from Part I, line 27a . . . . .	2	460,095.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9 . . . . .	3	1,569.
4	Add lines 1, 2, and 3 . . . . .	4	3,986,588.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10 . . . . .	5	25,690.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	3,960,898.

**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 PUBLICLY TRADED SECURITIES</b>						
<b>b</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> 2,923,579.		2,387,057.	536,522.			
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
<b>a</b>			536,522.			
<b>b</b>						
<b>c</b>						
<b>d</b>						
<b>e</b>						
<b>2 Capital gain net income or (net capital loss)</b>				<b>2</b>	561,793.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>				<b>3</b>		
{ 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 (col. (b) divided by col. (c))
2010	192,042.	4,050,020.	0.047418
2009	187,990.	3,858,871.	0.048716
2008	195,481.	4,334,693.	0.045097
2007	183,674.	3,982,060.	0.046125
2006	178,421.	3,540,977.	0.050388
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.237744
<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>			<b>3</b> 0.047549
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 4,210,038.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 200,183.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 6,407.
<b>7 Add lines 5 and 6</b>			<b>7</b> 206,590.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 179,137.

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Values include 12,745, NONE, 310, and 13,055.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, 'Yes', and 'No'. Questions cover political campaign influence, tax on political expenditures, and substantial contributors. 'No' column contains 'X' marks for various items.

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address $\blacktriangleright$ NONE		X	
14	The books are in care of $\blacktriangleright$ SEE STATEMENT 11 Telephone no. $\blacktriangleright$ Located at $\blacktriangleright$ ZIP + 4 $\blacktriangleright$			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here $\blacktriangleright$ and enter the amount of tax-exempt interest received or accrued during the year $\blacktriangleright$ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country $\blacktriangleright$		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 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here $\blacktriangleright$ <input type="checkbox"/>	1b	
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 $\blacktriangleright$		
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.) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. $\blacktriangleright$		
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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <input type="checkbox"/>	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))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
SEE STATEMENT 12		-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
SEE STATEMENT 14		NONE	NONE	NONE

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

**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		NONE
-----		
-----		
-----		
-----		
-----		
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 THE FOUNDATION CARRIES OUT ITS CHARITABLE PURPOSES SOLELY BY MAKING GIFTS TO TAX-EXEMPT ORGANIZATIONS. IT DOES NOT CONDUCT OR DIRECT CHARITABLE ACTIVITIES OR INVESTMENTS.	
2 THE FOUNDATION DOES NOT ACCEPT OR CONSIDER GRANT APPLICATIONS.	
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 NONE (SEE PART IX-A)	
2 -----	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

**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>	3,723,115.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	551,035.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,274,150.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,274,150.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	64,112.
<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>	4,210,038.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	210,502.

**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>	210,502.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	12,814.
<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>	12,814.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	197,688.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	197,688.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<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>	197,688.

**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>	179,137.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<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>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<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>	179,137.
<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 (see instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	179,137.

**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 . . . . .				197,688.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .			200,764.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 . . . . .	NONE			
b From 2007 . . . . .	NONE			
c From 2008 . . . . .	NONE			
d From 2009 . . . . .	NONE			
e From 2010 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4. ▶ \$ <u>179,137.</u>				
a Applied to 2010, but not more than line 2a . . . . .			179,137.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2011 distributable amount . . . . .				NONE
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			21,627.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				197,688.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9.				
a Excess from 2007 . . . . .	NONE			
b Excess from 2008 . . . . .	NONE			
c Excess from 2009 . . . . .	NONE			
d Excess from 2010 . . . . .	NONE			
e Excess from 2011 . . . . .	NONE			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling
1b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
2b 85% of line 2a
2c Qualifying distributions from Part XII, line 4 for each year listed
2d Amounts included in line 2c not used directly for active conduct of exempt activities
2e 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
3a "Assets" alternative test - enter
(1) Value of all assets
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)
3b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
3c "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).)
NANCY F WILSON, TRUSTEE
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.
N/A
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [X] 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:
b The form in which applications should be submitted and information and materials they should include:
c Any submission deadlines:
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a Paid during the year</b></p> <p>SEE STATEMENT 26</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				175,700.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only section containing fields for Print/Type preparer's name (CHARLOTTE F HARRIS), Preparer's signature (Charlotte F Harris), Date (05/02/2012), Firm's name (THOMSON REUTERS TAX & ACCOUNTING), Firm's address (9711 FARRAR COURT, STE 110 RICHMOND, VA 23236), Firm's EIN (75-1297386), and Phone no. (804-727-3153).

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,456.			2,456.
TOTALS	2,456.	NONE	NONE	2,456.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CUSTODIAN & MANAGEMENT FEES (A)	19,252.	19,252.
TOTALS	19,252.	19,252.

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
FOREIGN TAXES	130.	130.
FEDERAL TAX PAYMENT - PRIOR YE	1,020.	
FOREIGN TAXES ON QUALIFIED FOR	611.	611.
FOREIGN TAXES ON NONQUALIFIED	29.	29.
	-----	-----
TOTALS	1,790.	770.
	=====	=====

B J KILLIAN FOUNDATION 1049000444

31-1077598

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	211.		
OTHER ALLOCABLE EXPENSES - 2%	22.	22.	211.
TOTALS	233. =====	22. -----	211. ----- =====

B J KILLIAN FOUNDATION 1049000444

31-1077598

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FED FARM CRED BK 1.5% 12/12/16	50,000.	50,298.
FHLB 1.0% 12/30/16	325,000.	325,296.
FHLB 6% 10/13/12	125,000.	124,478.
U S TREAS NTS 1.375% 7/15/18	51,628.	59,444.
U S TREAS NTS INFL IND 7/15/20	26,529.	29,360.
U S TREAS NTS .25% 09/15/14	324,321.	324,188.
U S TREAS NTS 1.25% 09/30/13	274,370.	274,453.
GNMA POOL 7.0% 11/15/30	2,361.	2,694.
GNMA POOL 5.5% 12/15/31	2,598.	2,942.
FHLB 1.0% 09/30/16	100,000.	100,102.
FHLB .60% 10/13/12	100,000.	99,582.
U S TREAS NTS 1.375% 7/15/18	124.	29,722.
U S TREAS NTS .25% 9/15/14	149,687.	149,625.
U S TREAS NTS .125% 9/30/13	149,657.	149,702.
TOTALS	1,681,275.	1,721,886.
	=====	=====

B J KILLIAN FOUNDATION 1049000444

31-1077598

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
APACHE CORP	17,020.	15,399.
CHEVRON CORP	19,400.	25,430.
SCHLUMBERGER LTD	6,779.	16,053.
SUNCOR ENERGY INC	3,575.	11,071.
NEWMONT MINING CORP	19,828.	19,503.
PRAXAIR INC	7,253.	26,084.
DEERE & COMPANY	14,740.	15,470.
KIRBY CORP	22,678.	28,904.
LEGGETT & PLATT INC	12,190.	13,801.
ROPER INDUSTRIES INC	22,406.	27,364.
MCDONALD CORP	22,345.	25,083.
NIKE INC	16,524.	18,792.
SHAW COMMUNICATIONS	13,728.	12,399.
H J HEINZ COMPANY	16,455.	17,455.
PEPSICO INC	17,502.	24,815.
PROCTER & GAMBLE CO	1,373.	26,284.
JM SMUCKER COMPANY	18,436.	21,106.
BLACKROCK INC	15,147.	16,933.
CME GROUP INC	12,308.	12,184.
DIGITAL REALITY TRUST INC	19,015.	22,334.
TORONTO DOMINION BANK	16,617.	16,458.
APPLE INC	22,332.	24,300.
EMC CORPORATION	9,559.	9,671.
IBM CORP	15,734.	17,469.
MICROSOFT CORP	16,184.	15,524.
ORACLE CORP	15,158.	14,851.
ABBOTT LABORATORIES	15,261.	17,150.
BRISTOL MYERS SQIBB CORP	13,812.	17,056.
JOHNSON & JOHNSON	17,084.	17,379.

B J KILLIAN FOUNDATION 1049000444

31-1077598

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
WATERS CORP	12,310.	11,848.
AT&T INC	15,868.	16,451.
DOMINION RESOURCES INC	10,777.	17,729.
SOUTHERN CO	15,789.	17,822.
MFS NEW DISCOVERY FUND	61,750.	51,747.
INVESCO VAN KAMPEN SMALL CAP	61,750.	65,127.
HARBOR INTERNATIONAL FUND	98,000.	94,616.
HENDERSON INTRNTL OPPORT FUND	98,000.	92,214.
OPPENHEIMER DEVELOPING MKTS	49,000.	46,330.
VAN ECK GLOBAL HARD ASSETS FD	117,500.	109,186.
T ROWE PRICE NEW AMER GROW FD	61,875.	64,543.
GABELLI EQUITY INCOME FUND AAA	61,875.	65,833.
ROYCE PREMIER FUND	41,250.	39,978.
	-----	-----
TOTALS	1,146,187.	1,239,746.
	=====	=====

B J KILLIAN FOUNDATION 1049000444

31-1077598

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ASTRAZENNECA PLC 5.4% 09/15/12	100,906.	103,454.
BK OF NOVA SCOTIA 2.05 10/7/15	99,905.	100,403.
E I DUPONT 4.75% 11/15/12	124,991.	129,263.
KIMBERLY CLARK CORP 5% 8/15/13	99,177.	106,685.
MICROSOFT CORP 1.625% 9/25/15	100,214.	102,880.
PEPSICO INC NT 5.15% 5/15/12	98,685.	101,687.
VERIZON NEW ENGL 4.75% 10/1/13	99,020.	105,031.
TEMPLETON GLOBAL BOND FUND A	200,000.	181,235.
PRAXAIR INC 1.75% 11/15/12	50,644.	50,427.
	-----	-----
TOTALS	973,542.	981,065.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
OTHER PRIOR YEAR ADJUSTMENTS & ROUNDING	1,075.
2011 OID ADJUSTMENT	494.
TOTAL	1,569.

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

=====

DESCRIPTION -----	AMOUNT -----
PRIOR YR CARRYING VALUE ADJ FOR U S TIP BOND	25,690.
	-----
TOTAL	25,690.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: STOCK YARDS BANK & TRUST CO  
ATTN: TED SNAWDER  
ADDRESS: P O BOX 34290  
LOUISVILLE, KY 40232-4290  
  
TELEPHONE NUMBER: (502)625-1076

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

=====

OFFICER NAME:  
NANCY F WILSON  
ADDRESS:  
2344 FORD AVENUE  
OWENSBORO, KY 42301  
TITLE:  
TRUSTEE, PART-TIME

OFFICER NAME:  
MILDRED KILLIAN  
ADDRESS:  
5200 NEW HARTFORD ROAD  
OWENSBORO, KY 42303  
TITLE:  
TRUSTEE, PART-TIME

OFFICER NAME:  
JAMES D TOLER  
ADDRESS:  
1930 HIGHWAY 81  
CALHOUN, KY 42327  
TITLE:  
TRUSTEE, PARTTIME

OFFICER NAME:  
CHARLES F KILLIAN  
ADDRESS:  
405 HILLANDALE  
SANDERS, KY 41083  
TITLE:  
TRUSTEE, PART-TIME

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

=====

OFFICER NAME:

DAVID L YEWELL

ADDRESS:

221 WEST 2ND STREET  
OWENSBORO, KY 42303

TITLE:

TRUSTEE, PART-TIME

B J KILLIAN FOUNDATION 1049000444

31-1077598

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE OVER \$50,000

STATEMENT 14

X0576 2000

DQR101 954G 05/02/2012 07:50:39

1049000444

45 -

=====

RECIPIENT NAME:

BOULWARE MSSION, INC.

ADDRESS:

731 HALL STREET  
OWENSBORO, KY 42303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

CLIFF HAGAN BOYS & GIRLS CLUB

ADDRESS:

3415 BUCKLAND SQUARE  
OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

DAVIESS COUNTY CASA

ADDRESS:

100 EAST 2ND ST PO BOX 763  
OWENSBORO, KY 42302

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 4,000.

=====

RECIPIENT NAME:

DOCTORS WITHOUT BORDERS

ADDRESS:

PO BOX 5030

HAGERSTOWN, MD 21741-5030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

EDMUNDITE MISSIONS

ADDRESS:

1428 BROAD STREET

SELMA, AL 36701

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

ELIZABETH MUNDY SENIOR CENTER

ADDRESS:

1650 WEST 2ND STREET

OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

=====

RECIPIENT NAME:

GIRLS, INC.

ADDRESS:

PO BOX 1626

OWENSBORO, KY 42302-1626

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,500.

RECIPIENT NAME:

HOSPICE ASSOCIATION

ADDRESS:

PO BOX 1626

OWENSBORO, KY 42302-1626

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

MARYKNOLL FATHERS & BROTHERS

ADDRESS:

PO BOX 302

MARYKNOLL, NY 10545-0302

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

=====

RECIPIENT NAME:

OASIS

ADDRESS:

PO BOX 315

OWENSBORO, KY 42302

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

OWENSBORO MUSEUM OF FINE ART

ADDRESS:

220 DAVIESS STREET

OWENSBORO, KY 42303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 44,200.

RECIPIENT NAME:

ST. VINCENT DEPAUL STORE

ADDRESS:

2885 WEST PARRISH AVE

OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

=====

RECIPIENT NAME:

WNIN

ADDRESS:

405 CARPENTER ST  
EVANSVILLE, IN 47708-1027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,500.

RECIPIENT NAME:

FM 88.3

ADDRESS:

405 CARPENTER STREET  
EVANSVILLE, IN 47708-1027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:

FM 89.5

C/O WESTERN KENTUCKY UNIV FDN

ADDRESS:

1 BIG RED WAY  
BOWLING GREEN, KY 42101-3576

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 1,500.

=====

RECIPIENT NAME:

AMERICAN RED CROSS, BIG RIVERS

ADDRESS:

1650 WEST 2ND ST, STE 220/PBX 21746

OWENSBORO, KY 42304-1746

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

THE CHRISTOPHERS

ADDRESS:

12 EAST 48TH STREET

NEW YORK, NY 10017

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

COVENANT HOUSE MISSOURI

ADDRESS:

11 SOUTH NEWSTEAD

ST. LOUIS, MO 63108

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

GUEST HOUSE

ADDRESS:

1601 JOSLYN ROAD PO BOX 36

LAKE ONON, MI 48361

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

MEDICAL MISSION SISTERS

ADDRESS:

8400 PINE ROAD

PHILADELPHIA, PA 19111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

UNITED STATES FUND FOR UNICEF

ADDRESS:

333 EAST 38TH STREET

NEW YORK, NY 10016

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

=====

RECIPIENT NAME:

GLENMARY HOME MISSIONERS

ADDRESS:

PO BOX 465618  
CINCINNATI, OH 46246-5618

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

NEW BEGINNINGS

ADDRESS:

PO BOX 903  
OWENSBORO, KY 42302-0903

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:

OWENSBORO HUMANE SOCIETY

ADDRESS:

3101 WEST 2ND STREET  
OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

=====

RECIPIENT NAME:

SMITHSONIAN INSTITUTE  
FRIENDS OF THE NATIONAL ZOO

ADDRESS:

PO BOX 37012, MRC 5516  
WASHINGTON, DC 20013-7012

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

ST. JOSEPH'S PEACE MISSION

ADDRESS:

1328 WEST THIRD STREET  
OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

SW INDIANA EASTER SEAL SOCIETY

ADDRESS:

3701 BELLEMEADE AVE  
EVANSVILLE, IN 47714-0136

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DESIGNATED FOR NANCY WILSON ARTS SCHLRP

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 2,000.

=====

RECIPIENT NAME:

BRESCIA UNIVERSITY

ADDRESS:

717 FREDERICA STREET  
OWENSBORO, KY 42301-3023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DESIGNATED SCHOLARSHIP FUND & ENDWD CHR

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

GOVERNOR'S SCHOOL FOR THE ARTS  
C/O THE KENTUCKY CENTER

ADDRESS:

501 WEST MAIN STREET  
LOUISVILLE, KY 40202-2989

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,000.

RECIPIENT NAME:

KENTUCKY WESLEYAN COLLEGE

ADDRESS:

3000 FREDERICA ST / PO BOX 1039  
OWENSBORO, KY 42302-1039

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DESIGNATED FOR FIELD SCHOLARSHIP FUND

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

=====

RECIPIENT NAME:

KET

ADDRESS:

560 COOPER DRIVE  
LEXINGTON, KY 40502-2200

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 3,500.

RECIPIENT NAME:

OWENSBORO CATHOLIC HIGH SCHOOL

ADDRESS:

1524 WEST PARRISH AVE  
OWENSBORO, KY 42301

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 13,000.

RECIPIENT NAME:

OWENSBORO RIVERPARK CENTER

ADDRESS:

PO BOX 548 / 101 DAVIESS ST  
OWENSBORO, KY 42302

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DESIGNATED FOR 'ARTS TEACHES KIDS'

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 5,000.

=====

RECIPIENT NAME:

ST. MEINRAD ARCHABBEY

ADDRESS:

200 HILL DRIVE

ST. MEINRAD, IN 47577

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:

WASHINGTON UNIVERSITY (ST. LOUIS)

ADDRESS:

7425 FORSYTH BLVD

ST. LOUIS, MO 63105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DESIGNATED FOR 'NANCY WILSON ARTS SCHOLARSHI

FOUNDATION STATUS OF RECIPIENT:

501(C)(3)

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

B J KILLIAN FOUNDATION

C/O NANCY F WILSON

ADDRESS:

2344 FORD AVENUE

OWENSBORO, KY 42301

TOTAL GRANTS PAID: ..... 175,700.

=====

Return of Certain Excise Taxes Under Chapters 41 and 42 of the Internal Revenue Code

2011

Department of the Treasury Internal Revenue Service

(Sections 170(f)(10), 664(c)(2), 4911, 4912, 4941, 4942, 4943, 4944, 4945, 4955, 4958, 4965, 4966, and 4967)

See separate instructions.

Form header section containing: For calendar year 2011 or other tax year beginning, Name of organization or entity (B J KILLIAN FOUNDATION), Employer identification number (31-1077598), Number, street, and room or suite no. (STOCK YARDS BANK & TRUST P.O. BOX 34290), City or town, state, and ZIP code (LOUISVILLE, KY 40232-4290), and checkboxes for annual return type (Form 990-PF selected).

Questions A and B regarding foreign private foundation status and corrective actions. Includes a table with 'Yes' and 'No' columns.

Part I Taxes on Organization (Sections 170(f)(10), 664(c)(2), 4911(a), 4912(a), 4942(a), 4943(a), 4944(a)(1), 4945(a)(1), 4955(a)(1), 4965(a)(1), and 4966(a)(1))

Table with 12 rows for tax categories (1-12) and a total row. Column 1: Description of tax; Column 2: Line number; Column 3: Amount. Total amount: 6,488.

Part II-A Taxes on Managers, Self-Dealers, Disqualified Persons, Donors, Donor Advisors, and Related Persons

(Sections 4912(b), 4941(a), 4944(a)(2), 4945(a)(2), 4955(a)(2), 4958(a), 4965(a)(2), 4966(a)(2), and 4967(a))

Table with multiple columns for tax categories (a-k) and a total row. Includes sub-sections for (a) Name and address, (e) Tax on self-dealing, (d) Tax on investments that jeopardize charitable purpose, (e) Tax on taxable expenditures, (f) Tax on political expenditures, (g) Tax on disqualifying lobbying expenditures, (h) Tax on excess benefit transactions, (i) Tax on being a party to prohibited tax shelter transactions, (j) Tax on taxable distributions, (k) Tax on prohibited benefits, and (l) Total - Add cols. (c) through (k).

**Part II-B Summary of Taxes (See Tax Payments in the instructions.)**

1	Enter the taxes listed in Part II-A, column (I), that apply to managers, self-dealers, disqualified persons, donors, donor advisors, and related persons who sign this form. If all sign, enter the total amount from Part II-A, column (I) . . . . .	1	
2	<b>Total tax.</b> Add Part I, line 12, and Part II-B, line 1. . . . .	2	6,488.
3	Total payments including amount paid with Form 8868 (see instructions) . . . . .	3	
4	<b>Tax due.</b> If line 2 is larger than line 3, enter amount owed (see instructions) . . . . . ▶	4	
5	<b>Overpayment.</b> If line 2 is smaller than line 3, enter the difference. This is your refund . . . . . ▶	5	

**SCHEDULE A - Initial Taxes on Self-Dealing (Section 4941)**

**Part I Acts of Self-Dealing and Tax Computation**

(a) Act number	(b) Date of act	(c) Description of act	(d) Question number from Form 990-PF, Part VII-B, or Form 5227, Part VI-B, applicable to the act	(e) Amount involved in act	(f) Initial tax on self-dealing (10% of col. (e))	(g) Tax on foundation managers (if applicable) (lesser of \$20,000 or 5% of col (e))
1						
2						
3						
4						
5						

**Part II Summary of Tax Liability of Self-Dealers and Proration of Payments**

(a) Names of self-dealers liable for tax	(b) Act no. from Part I, col (a)	(c) Tax from Part I, col. (f), or prorated amount	(d) Self-dealer's total tax liability (add amounts in col. (c)) (see instructions)

**Part III Summary of Tax Liability of Foundation Managers and Proration of Payments**

(a) Names of foundation managers liable for tax	(b) Act no. from Part I, col. (a)	(c) Tax from Part I, col. (g), or prorated amount	(d) Manager's total tax liability (add amounts in col (c)) (see instructions)

**SCHEDULE B - Initial Tax on Undistributed Income (Section 4942)**

1	Undistributed income for years before 2010 (from Form 990-PF for 2011, Part XIII, line 6d), . . .	1	NONE
2	Undistributed income for 2010 (from Form 990-PF for 2011, Part XIII, line 6e), . . . . .	2	21,627.
3	Total undistributed income at end of current tax year beginning in 2011 and subject to tax under section 4942 (add lines 1 and 2) . . . . .	3	21,627.
4	<b>Tax</b> - Enter 30% of line 3 here and on page 1, Part I, line 1. . . . .	4	6,488.

**SCHEDULE C - Initial Tax on Excess Business Holdings (Section 4943)**

**Business Holdings and Computation of Tax**

If you have taxable excess holdings in more than one business enterprise, attach a separate schedule for each enterprise. Refer to the instructions for each line item before making any entries.

Name and address of business enterprise

Employer identification number . . . . . ▶

Form of enterprise (corporation, partnership, trust, joint venture, sole proprietorship, etc.) . . . . . ▶

	(a) Voting stock (profits interest or beneficial interest)	(b) Value	(c) Nonvoting stock (capital interest)
1 Foundation holdings in business enterprise . . . . .	1 %	%	
2 Permitted holdings in business enterprise . . . . .	2 %	%	
3 Value of excess holdings in business enterprise . . . . .	3		
4 Value of excess holdings disposed of within 90 days; or, other value of excess holdings not subject to section 4943 tax (attach explanation)	4		
5 Taxable excess holdings in business enterprise - line 3 minus line 4 . . . . .	5		
6 Tax - Enter 10% of line 5 . . . . .	6		
7 Total tax - Add amounts on line 6, columns (a), (b), and (c); enter total here and on Part I, line 2 . . . . .	7		

**SCHEDULE D - Initial Taxes on Investments That Jeopardize Charitable Purpose (Section 4944)**

**Part I Investments and Tax Computation**

(a) Investment number	(b) Date of investment	(c) Description of investment	(d) Amount of investment	(e) Initial tax on foundation (10% of col. (d))	(f) Initial tax on foundation managers (if applicable) - (lesser of \$10,000 or 10% of col. (d))
1					
2					
3					
4					
5					
Total - column (e). Enter here and on Part I, line 3. . . . .					
Total - column (f). Enter total (or prorated amount) here and in Part II, column (c), below . . . . .					

**Part II Summary of Tax Liability of Foundation Managers and Proration of Payments**

(a) Names of foundation managers liable for tax	(b) Investment no from Part I, col. (a)	(c) Tax from Part I, col. (f), or prorated amount	(d) Manager's total tax liability (add amounts in col. (c) (see instructions))

SCHEDULE E - Initial Taxes on Taxable Expenditures (Section 4945)

Part I Expenditures and Computation of Tax

Table with 5 columns: (a) Item number, (b) Amount, (c) Date paid or incurred, (d) Name and address of recipient, (e) Description of expenditure and purposes for which made. Includes summary rows for (f) Question number, (g) Initial tax imposed on foundation, and (h) Initial tax imposed on foundation managers.

Part II Summary of Tax Liability of Foundation Managers and Proration of Payments

Table with 4 columns: (a) Names of foundation managers liable for tax, (b) Item no. from Part I, col. (a), (c) Tax from Part I, col. (h), or prorated amount, (d) Manager's total tax liability (add amounts in col. (c) (see instructions)).

SCHEDULE F - Initial Taxes on Political Expenditures (Section 4955)

Part I Expenditures and Computation of Tax

Table with 6 columns: (a) Item number, (b) Amount, (c) Date paid or incurred, (d) Description of political expenditure, (e) Initial tax imposed on organization or foundation (10% of col. (b)), (f) Initial tax imposed on managers (if applicable) (lesser of \$5,000 or 2 1/2% of col. (b)). Includes summary rows for (e) and (f).

Part II Summary of Tax Liability of Organization Managers or Foundation Managers and Proration of Payments

Table with 4 columns: (a) Names of organization managers or foundation managers liable for tax, (b) Item no from Part I, col. (a), (c) Tax from Part I, col. (f), or prorated amount, (d) Manager's total tax liability (add amounts in col. (c) (see instructions)).

**SCHEDULE G - Tax on Excess Lobbying Expenditures (Section 4911)**

1	Excess of grassroots expenditures over grassroots nontaxable amount (from Schedule C (Form 990 or 990-EZ), Part II-A, column (b), line 1h). (See the instructions before making an entry.) . . . . .	1
2	Excess of lobbying expenditures over lobbying nontaxable amount (from Schedule C (Form 990 or 990-EZ), Part II-A, column (b), line 1i). (See the instructions before making an entry.) . . . . .	2
3	Taxable lobbying expenditures - enter the larger of line 1 or line 2 . . . . .	3
4	Tax - Enter 25% of line 3 here and on Part I, line 6 . . . . .	4

**SCHEDULE H - Taxes on Disqualifying Lobbying Expenditures (Section 4912)**

**Part I Expenditures and Computation of Tax**

(a) Item number	(b) Amount	(c) Date paid or incurred	(d) Description of lobbying expenditures	(e) Tax imposed on organization (5% of col. (b))	(f) Tax imposed on organization managers (if applicable) - (5% of col. (b))
1					
2					
3					
4					
5					
<b>Total</b> - column (e). Enter here and on Part I, line 7. . . . .					
<b>Total</b> - column (f). Enter total (or prorated amount) here and in Part II, column (c), below. . . . .					

**Part II Summary of Tax Liability of Organization Managers and Proration of Payments**

(a) Names of organization managers liable for tax	(b) Item no. from Part I, col. (a)	(c) Tax from Part I, col. (f), or prorated amount	(d) Manager's total tax liability (add amounts in col. (c)) (see instructions)

**SCHEDULE I - Initial Taxes on Excess Benefit Transactions (Section 4958)**

**Part I Excess Benefit Transactions and Tax Computation**

(a) Transaction number	(b) Date of transaction	(c) Description of transaction
1		
2		
3		
4		
5		
(d) Amount of excess benefit	(e) Initial tax on disqualified persons (25% of col. (d))	(f) Tax on organization managers (if applicable) (lesser of \$20,000 or 10% of col. (d))





**SCHEDULE L - Taxes on Prohibited Benefits Distributed From Donor Advised Funds (Section 4967).**  
See the instructions.

**Part I Prohibited Benefits and Tax Computation**

(a) Item number	(b) Date of prohibited benefit	(c) Description of benefit
1		
2		
3		
4		
5		
(d) Amount of prohibited benefit	(e) Tax on prohibited benefit (125% of col. (d)) (see instructions)	(f) Tax on fund managers (if applicable) (lesser of 10% of col. (d) or \$10,000) (see instructions)

**Part II Summary of Tax Liability of Donors, Donor Advisors, Related Persons and Proration of Payments**

(a) Names of donors, donor advisor, or related persons liable for tax	(b) Item no. from Part I, col. (a)	(c) Tax from Part I, col. (e) or prorated amount	(d) Donor, donor advisor, or related persons total tax liability (add amounts in col. (c)) (see instructions)

**Part III Tax Liability of Fund Managers and Proration of Payments**

(a) Names of fund managers liable for tax	(b) Item no. from Part I, col. (a)	(c) Tax from Part I, col. (f) or prorated amount	(d) Fund managers total tax liability (add amounts in col. (c)) (see instructions)

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.

Signature of officer or trustee \_\_\_\_\_ Title \_\_\_\_\_ Date \_\_\_\_\_

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person \_\_\_\_\_ Date \_\_\_\_\_

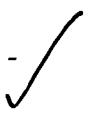
Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person \_\_\_\_\_ Date \_\_\_\_\_

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person \_\_\_\_\_ Date \_\_\_\_\_

Signature (and organization or entity name if applicable) of manager, self-dealer, disqualified person, donor, donor advisor, or related person \_\_\_\_\_ Date \_\_\_\_\_

**Sign Here**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	CHARLOTTE F HARR	<i>Charlotte F Harris</i>	05/02/2012	<input checked="" type="checkbox"/>	P01398337
	Firm's name ▶	THOMSON REUTERS (TAX & ACCOUNTING)		Firm's EIN ▶	75-1297386
	Firm's address ▶	9711 FARRAR COURT, STE 110		Phone no.	804-727-3153
	May the IRS discuss this return with the preparer shown above? (see instructions). . . . .				<input checked="" type="checkbox"/> Yes



**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

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

OMB No. 1545-0092

**2011**

Name of estate or trust

**B J KILLIAN FOUNDATION 1049000444**

Employer identification number

**31-1077598**

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS					12,458.

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	31,697.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	44,155.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS					12,813.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	504,825.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	517,638.

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

Schedule D (Form 1041) 2011

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
13	Net short-term gain or (loss)	13		44,155.
14	Net long-term gain or (loss):			
a	Total for year	14a		517,638.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14	15		561,793.

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

**Part IV Capital Loss Limitation**

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

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

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

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		



Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

B J KILLIAN FOUNDATION 1049000444

31-1077598

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5.56 GNMA POOL 540876 DTD 7% 11/15	08/24/2001	01/31/2011	6.00	6.00	
15.65 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	01/31/2011	16.00	16.00	
50000. WAL-MART STORES STO 2/18/04 4	05/04/2005	02/15/2011	50,000.00	49,279.00	721.00
100. GENZYME CORPORATION G DIVISION	09/28/2007	03/07/2011	7,575.00	6,134.00	1,441.00
50000. COCA COLA CO 5.75% 3/15/2011 PUT	06/10/2002	03/15/2011	50,000.00	50,578.00	-578.00
5.6 GNMA POOL 540876 DTD 1 11/15	08/24/2001	03/15/2011	6.00	6.00	
6.81 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	03/15/2011	7.00	7.00	
5.63 GNMA POOL 540876 DTD 7% 11/15	08/24/2001	04/15/2011	6.00	6.00	
6.85 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	04/15/2011	7.00	7.00	
11.04 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	05/16/2011	11.00	11.00	
5.7 GNMA POOL 540876 DTD 1 11/15	08/24/2001	06/15/2011	6.00	6.00	
4.25 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	06/15/2011	4.00	4.00	
5.74 GNMA POOL 540876 DTD 7% 11/15	08/24/2001	07/15/2011	6.00	6.00	
7.83 GNMA POOL 551902 DTD 5.5% 12/	08/09/2002	07/15/2011	8.00	8.00	
2636.75 MFB NORTHN MID CAP	01/01/1900	07/22/2011	34,673.00	33,312.00	1,361.00
5479.42 MFB NORTHN INTL EQ	01/01/1900	07/22/2011	60,986.00	82,877.00	-21,891.00
12291.05 MFB NORTHN INTL E	11/12/2009	07/22/2011	136,799.00	125,000.00	11,799.00
353.76 MFB NORTHERN FUNDS	01/01/1900	07/22/2011	3,778.00	3,732.00	46.00
36363.6 MFB NORTHERN FUNDS	01/01/1900	07/22/2011	388,363.00	360,393.00	27,970.00
2868.79 MFB NORTHERN FDS G ESTATE INDEX FD	01/01/1900	07/22/2011	25,274.00	35,259.00	-9,985.00
4633.92 MFB NORTHN FUNDS E EQTY INDEX FD	11/12/2009	07/22/2011	60,195.00	50,000.00	10,195.00
16218.72 MFB NORTHN FUNDS MKTS EQTY INDEX FD	11/12/2009	07/22/2011	210,681.00	175,000.00	35,681.00
3156.57 MFB NORTHN FDS SMA GROWTH FD	06/24/2003	07/22/2011	50,189.00	25,000.00	25,189.00
4375. MFB NORTHN HI YIELD	09/28/2007	07/22/2011	32,506.00	35,000.00	-2,494.00
2354.79 MFB NORTHN FDS SMA FD	01/01/1900	07/22/2011	21,876.00	24,079.00	-2,203.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

B J KILLIAN FOUNDATION 1049000444

31-1077598

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 5.78 GNMA POOL 540876 DTD 7% 11/15	01/01/2010	08/15/2011	6.00	6.00	
7.86 GNMA POOL 551902 DTD 5.5% 12/	01/01/2010	08/15/2011	8.00	8.00	
200. ABBOTT LABORATORIES	01/01/2010	08/25/2011	9,971.00	10,726.00	-755.00
200. AMERICAN EXPRESS CO	01/01/2010	08/25/2011	9,495.00	11,852.00	-2,357.00
250. AMERICAN EXPRESS CO	01/01/2010	08/25/2011	11,885.00	10,907.00	978.00
200. AUTOMATIC DATA PROCES	01/01/2010	08/25/2011	9,579.00	9,190.00	389.00
100. BECTON DICKINSON & CO	01/01/2010	08/25/2011	7,783.00	8,217.00	-434.00
100. CHEVRONTEXACO CORP	01/01/2010	08/25/2011	9,588.00	8,079.00	1,509.00
561. CHEVRONTEXACO CORP	01/01/2010	08/25/2011	54,102.00	45,536.00	8,566.00
300. CISCO SYSTEMS INC	01/01/2010	08/25/2011	4,503.00	9,921.00	-5,418.00
100. COGNIZANT TECH SOLUTI	01/01/2010	08/25/2011	5,844.00	3,976.00	1,868.00
1600. DANAHER CORPORATION	01/01/2010	08/25/2011	67,442.00	27,720.00	39,722.00
200. DANAHER CORPORATION	01/01/2010	08/25/2011	8,401.00	8,257.00	144.00
466. DOMINION RESOURCES IN	01/01/2010	08/25/2011	22,798.00	15,037.00	7,761.00
800. EBAY INC	01/01/2010	08/25/2011	22,752.00	20,247.00	2,505.00
1500. EMERSON ELECTRIC CO	01/01/2010	08/25/2011	66,871.00	40,973.00	25,898.00
200. EMERSON ELECTRIC CO	01/01/2010	08/25/2011	8,891.00	10,630.00	-1,739.00
100. ENTERGY CORPORATION	01/01/2010	08/25/2011	6,252.00	10,526.00	-4,274.00
800. EXELON CORP	01/01/2010	08/25/2011	33,759.00	23,900.00	9,859.00
1200. EXPEDITORS INTL WASH	01/01/2010	08/25/2011	51,494.00	19,878.00	31,616.00
200. EXPEDITORS INTL WASH	01/01/2010	08/25/2011	8,559.00	9,438.00	-879.00
2000. GENERAL ELECTRIC CO	01/01/2010	08/25/2011	30,750.00	4,233.00	26,517.00
100. GENERAL ELECTRIC CO	01/01/2010	08/25/2011	1,518.00	212.00	1,306.00
2000. GENERAL MILLS	01/01/2010	08/25/2011	73,240.00	8,854.00	64,386.00
200. GENERAL MILLS	01/01/2010	08/25/2011	7,313.00	5,783.00	1,530.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

B J KILLIAN FOUNDATION 1049000444

31-1077598

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 300. GOLDMAN SACHS GROUP	01/01/2010	08/25/2011	32,871.00	24,035.00	8,836.00
900. HOME DEPOT INC	01/01/2010	08/25/2011	30,492.00	28,773.00	1,719.00
800. ITT INDUSTRIES INC	01/01/2010	08/25/2011	34,703.00	25,744.00	8,959.00
200. JACOBS ENGINEERING GR	01/01/2010	08/25/2011	6,817.00	15,104.00	-8,287.00
1000. JOHNSON & JOHNSON	01/01/2010	08/25/2011	64,350.00	19,939.00	44,411.00
1402. MICROSOFT CORP	01/01/2010	08/25/2011	34,404.00	37,942.00	-3,538.00
200. NATIONAL OILWELL VARC	01/01/2010	08/25/2011	12,619.00	14,360.00	-1,741.00
100. PEPSICO INC	01/01/2010	08/25/2011	6,286.00	7,289.00	-1,003.00
626. PEPSICO INC	01/01/2010	08/25/2011	39,489.00	29,296.00	10,193.00
100. PRAXAIR INC	01/01/2010	08/25/2011	9,254.00	8,323.00	931.00
556. PRAXAIR INC	01/01/2010	08/25/2011	51,551.00	16,526.00	35,025.00
100. PROCTER & GAMBLE CO	01/01/2010	08/25/2011	6,263.00	349.00	5,914.00
606. PROCTER & GAMBLE CO	01/01/2010	08/25/2011	38,058.00	2,113.00	35,945.00
100. SCHLUMBERGER LTD	01/01/2010	08/25/2011	7,373.00	10,510.00	-3,137.00
165. SCHLUMBERGER LTD	01/01/2010	08/25/2011	12,233.00	4,759.00	7,474.00
100. SIMON PROPERTY GROUP	01/01/2010	08/25/2011	11,254.00	9,299.00	1,955.00
1950. STAPLES INC	01/01/2010	08/25/2011	27,614.00	24,245.00	3,369.00
400. STAPLES INC	01/01/2010	08/25/2011	5,660.00	8,643.00	-2,983.00
700. STATE STREET CORP	01/01/2010	08/25/2011	23,408.00	27,489.00	-4,081.00
200. STATE STREET CORP	01/01/2010	08/25/2011	6,651.00	13,608.00	-6,957.00
1216. SUNCOR ENERGY INC	01/01/2010	08/25/2011	36,803.00	11,321.00	25,482.00
400. UNITED PARCEL SERVICE	01/01/2010	08/25/2011	25,420.00	24,868.00	552.00
700. VERIZON COMMUNICATION	01/01/2010	08/25/2011	25,067.00	25,656.00	-589.00
200. VERIZON COMMUNICATION	01/01/2010	08/25/2011	7,151.00	8,259.00	-1,108.00
1000. WAL-MART STORES INC	01/01/2010	08/25/2011	52,680.00	2,936.00	49,744.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Schedule D-1 (Form 1041) 2011

