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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation STARLIGHT FOUNDATION, INC.		A Employer identification number 31-1140527
Number and street (or P.O. box number if mail is not delivered to street address) 533 LOUIS SMITH ROAD	Room/suite	B Telephone number 812-923-8875
City or town, state, and ZIP code BORDEN, IN 47106		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,211,833.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		1,000.		N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		35,690.	35,690.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		28,960.			
b Gross sales price for all assets on line 6a 360,283.					
7 Capital gain net income (from Part IV, line 2)			28,960.		
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		5,641.	5,641.		STATEMENT 2
12 Total Add lines 1 through 11		71,291.	70,291.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		1,125.	0.		0.
c Other professional fees STMT 4		7,634.	0.		0.
17 Interest					
18 Taxes STMT 5		689.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		9,448.	0.		0.
25 Contributions, gifts, grants paid		43,060.			43,060.
26 Total expenses and disbursements. Add lines 24 and 25		52,508.	0.		43,060.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		18,783.			
b Net investment income (if negative, enter -0-)			70,291.		
c Adjusted net income (if negative, enter -0-)				N/A	

LHA For Paperwork Reduction Act Notice, see instructions.

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		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			41,649.	25,309.	25,309.
	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 STMT 6			414,429.	443,703.	551,069.
	c Investments - corporate bonds STMT 7			380,077.	334,329.	348,058.
Liabilities	11 Investments - land, buildings, and equipment basis ▶ 61,950.					
	Less: accumulated depreciation ▶			61,950.	61,950.	61,950.
	12 Investments - mortgage loans					
	13 Investments - other STMT 8			181,440.	233,037.	225,447.
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			1,079,545.	1,098,328.	1,211,833.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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)			0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ X and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			1,079,545.	1,098,328.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
Net Assets or Fund Balances	30 Total net assets or fund balances			1,079,545.	1,098,328.	
	31 Total liabilities and net assets/fund balances			1,079,545.	1,098,328.	

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 1,079,545.
2 Enter amount from Part I, line 27a	2 18,783.
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 1,098,328.
5 Decreases not included in line 2 (itemize) ▶	5 0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 1,098,328.

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				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 360,283.		331,323.	28,960.	
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		
a				
b				
c				
d				
e			28,960.	
2 Capital gain net income or (net capital loss)		2		28,960.
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

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	64,285.	1,155,518.	.055633
2009	57,978.	1,067,222.	.054326
2008	44,293.	1,177,554.	.037614
2007	32,269.	1,271,195.	.025385
2006	42,117.	970,250.	.043408
2 Total of line 1, column (d)			.216366
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			.043273
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			1,192,424.
5 Multiply line 4 by line 3			51,600.
6 Enter 1% of net investment income (1% of Part I, line 27b)			703.
7 Add lines 5 and 6			52,303.
8 Enter qualifying distributions from Part XII, line 4			43,060.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,406.
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	1,406.
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	1,406.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	400.	
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	400.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,006.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c 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

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>N/A</u>	13	X	
14	The books are in care of ► <u>MARY FRANCES KOETTER</u> Telephone no. ► <u>812-923-8875</u> Located at ► <u>BORDEN, IN</u> ZIP+4 ► <u>47106</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 <u>N/A</u>			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ☐	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?	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? ☒ Yes ☐ No If "Yes," list the years ► <u>2010</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	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. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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) <u>N/A</u>	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

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

6b

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

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
THOMAS C. KOETTER JR. BORDEN, INDIANA	PRESIDENT	0.00	0.	0.
GERALD T. KOETTER BORDEN, INDIANA	SECRETARY	0.00	0.	0.
RANDAL F. KOETTER BORDEN, INDIANA	VICE PRESIDENT	0.00	0.	0.
RICHARD A. KOETTER BORDEN, INDIANA	TREASURER	0.00	0.	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

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,118,988.
b	Average of monthly cash balances	1b	29,645.
c	Fair market value of all other assets	1c	61,950.
d	Total (add lines 1a, b, and c)	1d	1,210,583.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,210,583.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,159.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,192,424.
6	Minimum investment return Enter 5% of line 5	6	59,621.

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

1	Minimum investment return from Part X, line 6	1	59,621.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,406.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,406.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	58,215.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	58,215.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	58,215.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	43,060.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	43,060.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	43,060.

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				58,215.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			55,055.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 43,060.				
a Applied to 2010, but not more than line 2a			43,060.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			11,995.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				58,215.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ALZHEIMER'S ASSOCIATION	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	5,000.
BENEFIT TONYA HINTON	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	150.
BORDEN ELEMENTARY SCHOOL	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	300.
CATHOLIC YOUTH CHARITIES	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	500.
COMMUNITIES IN SCHOOLS OF SOUTHERN INDIANA	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	5,000.
Total	SEE CONTINUATION SHEET(S)			43,060.
b Approved for future payment				
NONE				
Total				0.

Part XVII

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

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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		

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  

Signature of officer or trustee _____ Date _____ Title _____

☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	S. B. SHAW, CPA	S. B. Shaw	5-14-12		P00075273
	Firm's name ▶ MONROE SHINE & CO., INC. CPA'S				Firm's EIN ▶ 35-1515068
	Firm's address ▶ P. O. BOX 1407 NEW ALBANY, IN 47151-1407				Phone no. (812) 945-2311

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
COMMUNITY FOUNDATION OF SOUTHERN INDIANA	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	1,000.
CUB SCOUT PACK 4026 OF PEKIN	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	1,000.
FIRST ASSEMBLY OF GOD CHURCH	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	400.
FIRST CHRISTIAN CHURCH	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	300.
GO JEN GO FOUNDATION	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	5,000.
HOLY FAMILY SCHOOL	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	1,200.
HOSPARUS	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	9,500.
KINGSFIELD CHILDREN'S HOME	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	300.
KINLEY'S CARNIVAL	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	200.
LEUKEMIA AND LYMPHOMA SOCIETY	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	100.
Total from continuation sheets				32,110.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NATIONAL CHILD SAFETY COUNCIL	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	750.
ONE SOUTHERN INDIANA FOUNDATION	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	2,570.
ROTARY FOUNDATION OF NEW ALBANY	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	750.
SPECIAL OLYMPICS	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	300.
ST. ELIZABETH HOME	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	5,500.
ST. MARY'S CHURCH - NAVILLETON	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	150.
ST. MARY'S OF THE KNOBS NIGHT OUT	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	1,190.
AMERICAN HEART ASSOCIATION	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	1,000.
BOYS AND GIRLS CLUB	NONE	EXEMPT	TO FURTHER EXEMPT PURPOSE	500.
WSLM RADIO	NONE	EXEMPT	ROSARY ON THE RADIO	400.
Total from continuation sheets				

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	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	01/31/11
b	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	02/28/11
c	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	03/31/11
d	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	03/31/11
e	BLACKROCK BOND PORTFOLIO FUND 317 INSTITUTIONAL C	P	VARIOUS	04/20/11
f	PERKINS SMALL CAP VALUE FUND CLASS T SHARES 1065	P	VARIOUS	04/20/11
g	ABBOTT LABORATORIES INC	P	VARIOUS	04/20/11
h	CISCO SYSTEMS INC	P	VARIOUS	04/20/11
i	GENERAL DYNAMICS	P	VARIOUS	04/20/11
j	HEINZ H J CO	P	VARIOUS	04/20/11
k	ISHARES MSCI EAFE INDEX FUND	P	VARIOUS	04/20/11
l	ISHARES SMALL CAP GROWTH INDEX FUND	P	VARIOUS	04/20/11
m	MEDTRONIC INC	P	VARIOUS	04/20/11
n	STRYKER CORP	P	VARIOUS	04/20/11
o	YUM BRANDS INC	P	VARIOUS	04/20/11

(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 10,560.		10,560.	0.
b 1,700.		1,700.	0.
c 3,569.		3,569.	0.
d 5,473.		5,473.	0.
e 40,000.		40,226.	<226.>
f 10,799.		9,640.	1,159.
g 10,122.		7,923.	2,199.
h 8,772.		16,243.	<7,471.>
i 14,472.		7,201.	7,271.
j 11,417.		8,765.	2,652.
k 28,890.		39,638.	<10,748.>
l 11,857.		7,922.	3,935.
m 8,526.		7,030.	1,496.
n 17,521.		8,516.	9,005.
o 10,228.		5,565.	4,663.

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			0.
b			0.
c			0.
d			0.
e			<226.>
f			1,159.
g			2,199.
h			<7,471.>
i			7,271.
j			2,652.
k			<10,748.>
l			3,935.
m			1,496.
n			9,005.
o			4,663.

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	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	04/30/11
b	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	05/31/11
c	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	08/31/11
d	DISNEY WALT CO	P	VARIOUS	09/21/11
e	DUPONT E I DE NEMOURS & CO	P	VARIOUS	09/21/11
f	NEWELL RUBBERMAID INC	P	VARIOUS	09/21/11
g	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	09/30/11
h	BLACKROCK TOTAL RETURN PORTFOLIO FUND 332	P	VARIOUS	10/06/11
i	FRONTIER COMMUNICATIONS CO	P	VARIOUS	10/06/11
j	ROSS STORES INC	P	VARIOUS	10/06/11
k	YUM BRANDS INC	P	VARIOUS	10/06/11
l	VIACOM INC CLASS B	P	VARIOUS	10/21/11
m	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	10/31/11
n	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	11/30/11
o	ROSS STORES INC	P	VARIOUS	12/02/11

(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 2,360.		2,360.	0.
b 1,352.		1,352.	0.
c 5,687.		5,687.	0.
d 8,082.		10,515.	<2,433.>
e 11,480.		6,536.	4,944.
f 2,500.		4,486.	<1,986.>
g 995.		995.	0.
h 82,000.		81,650.	350.
i 280.		402.	<122.>
j 6,035.		2,088.	3,947.
k 4,882.		2,783.	2,099.
l 7,384.		8,051.	<667.>
m 5,487.		5,487.	0.
n 5,000.		5,000.	0.
o 6,955.		2,088.	4,867.

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			0.
b			0.
c			0.
d			<2,433.>
e			4,944.
f			<1,986.>
g			0.
h			350.
i			<122.>
j			3,947.
k			2,099.
l			<667.>
m			0.
n			0.
o			4,867.

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	TIFFANY & CO	P	VARIOUS	12/02/11
b	UNILEVER NV NEW YORK SHARES	P	VARIOUS	12/02/11
c	BLACKROCK LIQUIDITY FUNDS TREASURY TRUST FUND	P	VARIOUS	12/30/11
d				
e				
f				
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 5,744.		5,591.	153.
b 9,927.		6,054.	3,873.
c 227.		227.	0.
d			
e			
f			
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

(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			153.
b			3,873.
c			0.
d			
e			
f			
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	28,960.
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
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT		
DIVIDENDS	35,690.	0.	35,690.		
TOTAL TO FM 990-PF, PART I, LN 4	35,690.	0.	35,690.		

FORM 990-PF		OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
MISCELLANEOUS INCOME	141.	141.			
RETURN OF PREVIOUS GRANTS PAID	5,500.	5,500.			
TOTAL TO FORM 990-PF, PART I, LINE 11	5,641.	5,641.			

FORM 990-PF		ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	1,125.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,125.	0.		0.	

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUST COMMISSIONS AND FEES	7,634.	0.		0.	
TO FORM 990-PF, PG 1, LN 16C	7,634.	0.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROPERTY TAXES	227.	0.		0.	
FOUNDATION TAXES	413.	0.		0.	
FOREIGN TAXES	49.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	689.	0.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
COMMON STOCK	443,703.	551,069.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	443,703.	551,069.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
BLACKROCK BOND PORTFOLIO FUND 317	0.	0.		
BLACKROCK TOTAL RETURN PORTFOLIO II FUND 332	2,086.	2,114.		
VANGUARD TOTAL BOND MARKET INDEX FUND 1351	508.	518.		
BLACKROCK BOND PORTFOLIO FUND 317	0.	0.		
BLACKROCK TOTAL RETURN PORTFOLIO II FUND 332	115,644.	116,884.		
EATON VANCE FLOATING RATE FUND CLASS I 924	40,000.	38,725.		
TEMPLETON GLOBAL BOND FUND 616	35,217.	34,149.		
VANGUARD TOTAL BOND MARKET INDEX FUND 1351	140,874.	155,668.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	334,329.	348,058.		

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PERKINS SMALL CAP VALUE FUND CLASS T	COST	363.	361.
ISHARES MSCI EAFE INDEX FUND	COST	0.	0.
ISHARES RUSSELL MIDCAP VALUE INDEX FUND	COST	41,984.	42,315.
ISHARES S&P SMALL CAP GROWTH INDEX FUND	COST	7,922.	11,171.
VANGUARD ALL WORLD INDEX FUND	COST	68,988.	60,228.
VANGUARD EMERGING MARKETS	COST	11,720.	19,105.
ARTISAN FUNDS INTERNATIONAL 661	COST	41,464.	39,340.
CALAMOS GROWTH FUND CLASS A 606	COST	12,242.	14,576.
DODGE & COX INTERNATIONAL STOCK FUND	COST	38,000.	28,981.
PERKINS SMALL CAP VALUE FUND CLASS T	COST	10,354.	9,370.
TOTAL TO FORM 990-PF, PART II, LINE 13		233,037.	225,447.