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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>J &amp; C DAVIS FAMILY FOUNDATION INC</b>		A Employer identification number <b>35-2118361</b>						
Number and street (or P O box number if mail is not delivered to street address) <b>2403 E. SENTRY RIDGE COURT</b>	Room/suite	B Telephone number <b>520-615-2735</b>						
City or town, state, and ZIP code <b>TUCSON, AZ 85718</b>		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>8,495,872.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received					
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
	3 Interest on savings and temporary cash investments	28.	28.		STATEMENT 1	
	4 Dividends and interest from securities	203,307.	203,307.		STATEMENT 2	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	<3,257.>				
	b Gross sales price for all assets on line 6a	4,164,095.				
	7 Capital gain net income (from Part IV, line 2)		0.			
	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						
12 Total. Add lines 1 through 11	200,078.	203,335.	0.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 3	2,295.	0.	0.	2,295.
	c Other professional fees	STMT 4	9,119.	4,560.	0.	4,559.
	17 Interest					
	18 Taxes	STMT 5	2,401.	2,401.	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		13,815.	6,961.	0.	6,854.
	25 Contributions, gifts, grants paid		470,000.			470,000.
26 Total expenses and disbursements. Add lines 24 and 25		483,815.	6,961.	0.	476,854.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		<283,737.>				
b Net investment income (if negative, enter -0-)			196,374.			
c Adjusted net income (if negative, enter -0-)				0.		

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			1.		
	2 Savings and temporary cash investments			94,599.	66,356.	66,356.
	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 <b>STMT 6</b>			8,397,026.	8,129,132.	8,429,516.
	c Investments - corporate bonds					
<b>Liabilities</b>	11 Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 <b>Total assets</b> (to be completed by all filers)			8,491,626.	8,195,488.	8,495,872.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
<b>Net Assets or Fund Balances</b>	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 <b>Total liabilities</b> (add lines 17 through 22)			0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.	0.	
<b>Net Assets or Fund Balances</b>	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			8,491,626.	8,195,488.	
	30 <b>Total net assets or fund balances</b>			8,491,626.	8,195,488.	
	31 <b>Total liabilities and net assets/fund balances</b>			8,491,626.	8,195,488.	

**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	8,491,626.
2 Enter amount from Part I, line 27a	2	<283,737.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,207,889.
5 Decreases not included in line 2 (itemize) ▶ <b>COST/FMV ADJUSTMENT</b>	5	12,401.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,195,488.

**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 1ST SOURCE 610428013 ST - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>12/31/11</b>
<b>b 1ST SOURCE 610428013 LT - SEE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>12/31/11</b>
<b>c CAPITAL GAINS DIVIDENDS</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 165,438.</b>		<b>170,515.</b>	<b>&lt;5,077.&gt;</b>
<b>b 3,954,366.</b>		<b>3,996,837.</b>	<b>&lt;42,471.&gt;</b>
<b>c 44,291.</b>			<b>44,291.</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>			<b>&lt;5,077.&gt;</b>
<b>b</b>			<b>&lt;42,471.&gt;</b>
<b>c</b>			<b>44,291.</b>
<b>d</b>			
<b>e</b>			

  

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>&lt;3,257.&gt;</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>N/A</b>

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	444,469.	8,722,556.	.050956
2009	480,646.	8,013,642.	.059978
2008	510,583.	9,445,813.	.054054
2007	440,807.	10,403,923.	.042369
2006	303,913.	9,249,635.	.032857

  

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.240214</b>
<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>	<b>.048043</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	<b>4</b>	<b>8,975,075.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>431,190.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>1,964.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>433,154.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>476,854.</b>

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,964.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	1,964.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	1,964.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	8,863.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6d		
b Exempt foreign organizations - tax withheld at source	7	8,863.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	6,899.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 6,899. Refunded <input checked="" type="checkbox"/>			

**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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/> IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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>JEANNINE M. DAVIS</u> Telephone no. ► <u>520-615-2735</u> Located at ► <u>2403 E. SENTRY RIDGE COURT, TUCSON, AZ</u> ZIP+4 ► <u>85718</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	
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

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

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

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

N/A

**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
H. COLEMAN DAVIS III 2403 E. SENTRY RIDGE COURT TUCSON, AZ 85718	SECRETARY/TREASURER	0.00	0.	0.
JEANNINE DAVIS 2403 E. SENTRY RIDGE COURT TUCSON, AZ 85718	PRESIDENT	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

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(continued)

**(a) Name and address of each person paid more than \$50,000**

**(b) Type of service**

(c) Compensation	
------------------	--

**NONE**

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

0

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	N/A
---	-----

**2**

3

4

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

Amount

1 N/A

0.

2

**All other program-related investments. See instructions.**

3

**Total.** Add lines 1 through 3

0.



**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	8,850,495.
b	Average of monthly cash balances	1b	261,256.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	9,111,751.
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	9,111,751.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	136,676.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,975,075.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	448,754.

**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	448,754.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,964.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,964.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	446,790.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	446,790.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	446,790.

**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	476,854.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	476,854.
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	1,964.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	474,890.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				446,790.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			348,007.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 476,854.				
<b>a</b> Applied to 2010, but not more than line 2a			348,007.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				128,847.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				317,943.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

N/A

- b**
- Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

- b 85% of line 2a**

- c** Qualifying distributions from Part XII,  
line 1 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:  
(1) Value of all assets

- (2) Value of assets qualifying under section 4942(i)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:**

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

<b>Part XV</b>	<b>Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)</b>
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- ## 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).)

SEE STATEMENT 7

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

**NONE**

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

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

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

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

- c Any submission deadlines:**

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ARIZONA DAILY STAR SPORTSMEN'S FUND, INC. PO BOX 16141 TUCSON, AZ 85732	NONE	NONE	SEND-A-KID-TO-CAMP FUND	25,000.
ARIZONA'S CHILDREN ASSOCIATION 2700 S 8TH ST TUCSON, AZ 85713	NONE	NONE	SUPPORT OF ITS KINSHIP & ADOPTION RESOURCE AND EDUCA	45,000.
BOYS AND GIRLS CLUB OF TUCSON, INC. 5901 S. SANTA CLARA AVENUE TUCSON, AZ 85706	NONE	NONE	UNRESTRICTED OPERATING SUPPORT FOR THE CLUBHOUSES	125,000.
CASA DE LOS NINOS 1101 N 4TH AVE TUCSON, AZ 85706	NONE	NONE	SUPPORT ITS CRISIS CENTER PROGRAM	35,000.
CHILD AND PARENT SERVICES 1000 W HIVELEY AVE ELKHART, IN 46517	NONE	NONE	ENDOWMENT & SERVICE SUPPORT	40,000.
Total	SEE CONTINUATION SHEET(S)			470,000.
b Approved for future payment				
NONE				
Total				0.

▶ 3a

▶ 3b



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

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

[illegible]

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

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

**Sign  
Here**

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

5/4/12  
Date

► President  
Title

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

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if  
self-employed

PTIN
------

SHERYL EAKINS

Sheryl L. Eakins

5/3/12

P01348306

Firm's name ► MCGLADREY & PULLEN, LLP

Firm's EIN ▶ 42-0714325

Firm's address ► PO BOX 99

ELKHART, IN 46515-0099

Phone no. (574) 296-3780

Form **990-PF** (2011)

**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
EL RIO FOUNDATION 839 W CONGRESS ST TUCSON, AZ 85745	NONE	NONE	SUPPORT FOR PUBLIC CHARITY TEENAGE PARENTING PROGRAM	10,000.
HEROES' CAMP, INC. P.O. BOX 6564 SOUTH BEND, IN 46660	NONE	NONE	FURTHERANCE OF RECREATIONAL, MENTORING & COUNSELING	25,000.
SAN MIGUEL HIGH SCHOOL 6601 S SAN FERNANDO RD TUCSON, AZ 85706	NONE	NONE	SUPPORT ITS COLLEGE & CAREER PREPARATORY HIGH SCHOOL	75,000.
THERAPEUTIC RIDING OF TUCSON 8920 E WOODLAND RD TUCSON, AZ 85749	NONE	NONE	THERAPEUTIC RIDING LESSONS FOR CHILDREN W/SPECIAL NE	75,000.
BOYS AND GIRLS CLUB OF TUCSON, INC. 5901 S. SANTA CLARA AVENUE TUCSON, AZ 85706	NONE	NONE	STAFF TRAINING	15,000.
<b>Total from continuation sheets</b>				<b>200,000.</b>

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**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


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SOURCE	AMOUNT
1ST SOURCE TRUST STMT 610428013	20.
US GOVERNMENT INTEREST 610428013	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	28.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
1ST SOURCE TRUST STMT 610428013	247,598.	44,291.	203,307.
TOTAL TO FM 990-PF, PART I, LN 4	247,598.	44,291.	203,307.

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**FORM 990-PF ACCOUNTING FEES STATEMENT 3**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	2,125.	0.	0.	2,125.
1ST SOURCE TAX PREPARATION FEE	170.	0.	0.	170.
TO FORM 990-PF, PG 1, LN 16B	2,295.	0.	0.	2,295.

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**FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	9,119.	4,560.	0.	4,559.
TO FORM 990-PF, PG 1, LN 16C	9,119.	4,560.	0.	4,559.

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FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
1ST SOURCE FOREIGN TAXES PAID	2,401.	2,401.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	2,401.	2,401.	0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
FIXED INCOME FUND	2,528,441.	2,573,638.		
EQUITIES	5,600,691.	5,855,878.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,129,132.	8,429,516.		

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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## NAME OF MANAGER

H. COLEMAN DAVIS III  
JEANNINE DAVIS

# 2011 Tax Information Statement

Page 7 of 24.

**Recipient's Name and Address:**  
DAVIS FAMILY FOUNDATION  
2403 E. SENTRY RIDGE COURT  
TUCSON, AZ 85718

**Account Number:** 610428013  
**Recipient's Tax ID Number:** 35-2118361  
**Payer's Federal ID Number:** 35-0309575  
**Questions?** (574)295-4432  
☐ Corrected ☐ 2nd TIN notice

**Payer's Name and Address:**  
1ST SOURCE BANK  
TRUST DEPARTMENT  
P.O. BOX 1602  
SOUTH BEND, IN 46634

## 2011 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price less commissions and option premiums.

Cusip Number	Description (Box 9)	Date of Sale (Box 1a)	Date of Acquisition (Box 1b)	Sales Price of Stocks Bonds, etc. (Box 2)	Cost or Other Basis (Box 3)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
00971T101	AKAMAI TECHNOLOGIES INC.	08/23/2011	Various	9,529.49	21,738.13	-12,208.64	0.00
<b>Total Short Term Sales Reported on 1099-B</b>							0.00
<b>Report on Form 8949, Part I, with Box A checked</b>							0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

# 2011 Tax Information Statement

Account Number: 610428013  
 Recipient's Tax ID Number: 35-2118361  
 Payer's Federal ID Number: 35-0309575  
 Questions? (574)295-4432

Recipient's Name and Address:  
 DAVIS FAMILY FOUNDATION  
 2403 E. SENTRY RIDGE COURT  
 TUCSON, AZ 85718

Payer's Name and Address:  
 1ST SOURCE BANK  
 TRUST DEPARTMENT  
 P.O. BOX 1602  
 SOUTH BEND, IN 46634

☐ Corrected ☐ 2nd TIN notice

## 2011 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price less commissions and option premiums.

For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service.

Cusip Number	Description (Box 9)	Date of Sale	Date of Acquisition	Sales Price of Stocks Bonds, etc. (Box 2)	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
<b>Noncovered (Box 6 is checked)</b>							
<b>Short Term Sales Reported on 1099-B</b>							
02553E106	1100.0000 AMERICAN EAGLE OUTFITTERS	01/28/2011	Various	15,888.32	13,516.79	2,371.53	0.00
04315J506	376.9120 ARTIO INTERNATIONAL EQUITY FD CLI	03/11/2011	12/30/2010	11,167.90	11,277.21	-109.31	0.00
054303102	400.0000 AVON PRODUCTS INC	01/06/2011	05/27/2010	12,014.32	10,735.40	1,278.92	0.00
693391104	1865.7850 PIMCO REAL RETURN INST FUNDS #122	08/11/2011	Various	22,687.95	21,721.71	966.24	0.00
693391104	31.8270 PIMCO REAL RETURN INST FUNDS #122	11/07/2011	Various	393.06	383.54	9.52	0.00
780087102	450.0000 ROYAL BANK OF CANADA	02/08/2011	03/01/2010	24,669.29	24,767.96	-98.67	0.00
74972H648	1266.2180 RS GLOBAL NATURAL RESOURCE-Y	05/23/2011	11/09/2010	49,040.62	45,077.36	3,963.26	0.00
936793843	1538.5080 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	12/08/2011	Various	20,046.75	21,297.34	-1,250.59	0.00
<b>Total Short Term Sales Reported on 1099-B</b>				<b>155,908.21</b>	<b>148,777.31</b>	<b>7,130.90</b>	<b>0.00</b>
<b>Report on Form 8949, Part I, with Box B checked</b>							
<b>Long Term 15% Sales Reported on 1099-B</b>							
024835100	450.0000 AMERICAN CAMPUS CMNTYS INC (REIT)	09/15/2011	Various	17,745.09	10,942.56	6,802.53	0.00
02553E106	1300.0000 AMERICAN EAGLE OUTFITTERS	01/28/2011	12/23/2008	18,777.10	12,150.32	6,626.78	0.00

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TRUST DEPARTMENT  
P.O. BOX 1602  
SOUTH BEND, IN 46634

Cusip Number	Description (Box 9)	Date of Sale (Box 1a)	Date of Acquisition	Sales Price of Stocks Bonds, etc. (Box 2)	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
<b>Noncovered (Box 6 is checked)</b>							
025537101	230.0000 AMERICAN ELECTRIC POWER INC	02/08/2011	05/31/2007	8,226.99	10,984.80	-2,757.81	0.00
03836W103	150.0000 AQUA AMERICA INC	02/10/2011	09/25/2007	3,445.75	3,552.29	-106.54	0.00
04315J506	9756.0980 ARTIO INTERNATIONAL EQUITY FD CLI	03/07/2011	Various	297,463.43	406,054.63	-108,591.20	0.00
04315J506	9433.5950 ARTIO INTERNATIONAL EQUITY FD CLI	03/11/2011	Various	279,517.43	331,782.63	-52,265.20	0.00
00206R102	750.0000 AT&T INC	02/08/2011	Various	20,887.10	26,506.00	-5,618.90	0.00
067383109	500.0000 BARD C.R INC	12/21/2011	Various	41,739.35	40,134.86	1,604.49	0.00
205363104	1100.0000 COMPUTER SCIENCES	05/26/2011	12/23/2008	43,518.46	35,569.60	7,948.86	0.00
219350105	2100.0000 CORNING INC	10/03/2011	Various	25,033.62	36,886.96	-11,853.34	0.00
278642103	1200.0000 EBAY, INC.	01/06/2011	Various	34,118.90	36,664.04	-2,545.14	0.00
29364G103	100.0000 ENTERGY CORP COM NEW	02/08/2011	12/23/2008	7,278.52	8,118.02	-839.50	0.00
428236103	1000.0000 HEWLETT PACKARD CO.	09/15/2011	Various	23,173.65	51,049.93	-27,876.29	0.00
464287465	4000.0000 ISHARES MSCI EAFE INDEX FUND	12/21/2011	11/26/2008	193,998.27	163,926.80	30,071.47	0.00
469814107	260.0000 JACOBS ENGINEERING GROUP INC	06/09/2011	03/04/2009	10,950.60	8,948.26	2,002.34	0.00
665859104	400.0000 NORTHERN TRUST CORP	08/09/2011	Various	15,332.55	23,719.94	-8,387.41	0.00
674593105	500.0000 OCCIDENTAL PETROLEUM CORP.	08/09/2011	Various	40,473.22	30,079.54	10,393.68	0.00
693391104	49379.6660 PIMCO REAL RETURN INST FUNDS #122	08/11/2011	Various	600,456.72	528,498.43	71,958.29	0.00
806857108	70.0000 SCHLUMBERGER LIMITED	08/09/2011	11/06/2009	5,319.89	4,566.13	753.76	0.00
844741108	4890.0000 SOUTHWEST AIRLINES	10/03/2011	Various	37,305.58	33,577.64	3,727.94	0.00
847560109	200.0000 SPECTRA ENERGY CORP	08/09/2011	05/27/2010	4,716.90	3,979.62	737.28	0.00

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 TRUST DEPARTMENT  
 P.O. BOX 1602  
 SOUTH BEND, IN 46634

☐ Corrected ☐ 2nd TIN notice

Cusip Number	Description (Box 9)	Date of Sale (Box 1a)	Date of Acquisition	Sales Price of Stocks Bonds, etc. (Box 2)	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
Noncovered (Box 6 is checked)							
87612E106	400.0000 TARGET CORP	01/06/2011	12/23/2008	21,992.63	13,286.20	8,706.43	0.00
922031844	2749.7710 VANGUARD SHORT TERM FED-ADM	12/01/2011	Various	30,027.49	29,881.47	146.02	0.00
921937868	4533.0920 VANGUARD TOTAL BOND MARKET INDEX FUND - SIGNAL SHARES	11/07/2011	Various	50,090.67	47,271.12	2,819.55	0.00
921937868	13648.7720 VANGUARD TOTAL BOND MARKET INDEX FUND - SIGNAL SHARES	11/14/2011	Various	150,272.96	138,451.45	11,821.51	0.00
92343V104	690.0000 VERIZON COMMUNICATIONS	02/08/2011	Various	25,067.22	25,456.22	-389.00	0.00
936793843	7082.1530 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	06/23/2011	Various	99,575.08	110,016.21	-10,441.13	0.00
936793843	14524.3280 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	08/01/2011	Various	199,128.52	208,045.31	-8,916.79	0.00
936793843	31274.4330 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	08/08/2011	Various	374,667.71	423,243.73	-48,576.02	0.00
936793843	16273.3930 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	09/22/2011	12/31/2004	193,165.17	218,714.40	-25,549.23	0.00
936793843	11933.1740 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	10/14/2011	Various	152,386.64	158,014.84	-5,628.20	0.00
936793843	18768.7690 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	11/07/2011	Various	250,750.74	239,274.26	11,476.48	0.00
936793843	46257.9220 WASATCH LARGE CAP VALUE FUND (FORMERLY WASATCH 1ST SOURCE	12/08/2011	Various	602,740.72	516,819.57	85,921.15	0.00
936793835	5196.7330 WASATCH LONG SHORT FUND (FORMERLY WASATCH 1ST SOURCE LONG	03/28/2011	10/07/2005	69,688.19	56,280.62	13,407.57	0.00

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.

# 2011 Tax Information Statement

Account Number: 610428013  
 Recipient's Tax ID Number: 35-2118361  
 Payer's Federal ID Number: 35-0309575  
 Questions? (574)295-4432

Recipient's Name and Address:  
 DAVIS FAMILY FOUNDATION  
 2403 E. SENTRY RIDGE COURT  
 TUCSON, AZ 85718

Payer's Name and Address:  
 1ST SOURCE BANK  
 TRUST DEPARTMENT  
 P.O. BOX 1602  
 SOUTH BEND, IN 46634

☐ Corrected ☐ 2nd TIN notice

Cusip Number	Description	Date of Sale	Date of Acquisition	Sales Price of Stocks Bonds, etc.	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld
	(Box 9)	(Box 1a)		(Box 2)			(Box 4)
94106L109	140.0000 WASTE MANAGEMENT INC	02/10/2011	12/23/2008	5,332.97	4,388.82	944.15	0.00
Total Long Term 15% Sales Reported on 1099-B				3,954,365.83	3,996,837.22	-42,471.42	0.00
Report on Form 8949, Part II, with Box B checked							

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