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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			
	2	Savings and temporary cash investments		37,154	37,182
	3	Accounts receivable ►	0		
		Less allowance for doubtful accounts ►	0	0	0
	4	Pledges receivable ►	0		
		Less allowance for doubtful accounts ►	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0
	7	Other notes and loans receivable (attach schedule) ►	0		
		Less allowance for doubtful accounts ►	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)		0	0
	b	Investments—corporate stock (attach schedule)	96,743	85,078	93,995
	c	Investments—corporate bonds (attach schedule)		0	0
Liabilities	11	Investments—land, buildings, and equipment basis ►	0		
		Less accumulated depreciation (attach schedule) ►	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		100,000	100,000
	14	Land, buildings, and equipment basis ►	0		
		Less accumulated depreciation (attach schedule) ►	0	0	0
	15	Other assets (describe ►)		0	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		233,897	222,260
					223,748
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0
	21	Mortgages and other notes payable (attach schedule)		0	0
	22	Other liabilities (describe ►)		0	0
	23	Total liabilities (add lines 17 through 22)		0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		306,186	306,186
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		-72,289	-83,926
	30	Total net assets or fund balances (see instructions)		233,897	222,260
	31	Total liabilities and net assets/fund balances (see instructions)		233,897	222,260

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	233,897
2	Enter amount from Part I, line 27a	2	-11,042
3	Other increases not included in line 2 (itemize) ► ROUNDING	3	0
4	Add lines 1, 2, and 3	4	222,855
5	Decreases not included in line 2 (itemize) ► LOSS ON SALE OF INVESTMENTS/CAPITAL GAIN DISTRIBUTI	5	595
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	222,260

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 STOCKS			P	VARIOUS	VARIOUS
b STOCKS			P	VARIOUS	VARIOUS
c STOCKS			P	VARIOUS	VARIOUS
d SETTLEMENT PROCEEDS			P	VARIOUS	VARIOUS
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 1,232	0	1,428	-196		
b 7,011	0	7,294	-283		
c 418	0	548	-130		
d 14	0	0	14		
e 0	0	0	0		
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 0	0	0	-196		
b 0	0	0	-283		
c 0	0	0	-130		
d 0	0	0	14		
e 0	0	0	0		
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	-595	
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) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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	12,560	196,057	0 064063
2009	12,204	253,565	0 048130
2008	18,043	263,811	0 068394
2007	15,871	290,057	0.054717
2006	13,660	271,265	0 050357

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

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 ► 0 Refunded ► 0

1	38
2	0
3	38
4	
5	38
6a	0
6b	
6c	0
6d	
7	0
8	0
9	38
10	0
11	0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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

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*

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
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

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?

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*

8 a Enter the states to which the foundation reports or with which it is registered ►
NE
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*

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*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► NONE		
14	The books are in care of ► WALLY SEILER	Telephone no ► (308) 762-4693
Located at ► 1208 LARAMIE AVE ALLIANCE NE		
15	ZIP+4 ► 69301	
► 15		
16	Yes	No
	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	Yes	No
During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	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 ► 20_____ , 20_____ , 20_____ , 20_____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_____ , 20_____ , 20_____ , 20_____	3b	N/A
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.)	4a	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	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?		

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No										
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?											
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?											
	(3) Provide a grant to an individual for travel, study, or other similar purposes?											
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)											
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?											
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>											
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)											
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No										
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No										
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
FRANK TOLSTEDT 137 W 21ST ST ALLIANCE NE 69301	PRESIDENT/DIRECTOR PARTTIME	0	0	0
WALLY SEILER 1208 LARAMIE AVE ALLIANCE NE 69301	TREASURER/ DIRECTOR PARTTIME	0	0	0
HERBERT SAMPSON III 9202 W DODGE RD SUITE 307 OMAHA NE	V PRES/DIRECTOR PARTTIME	0	0	0
	.00	0	0	0

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

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

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

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		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services ►
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 TO PROVIDE SCHOLARSHIPS FOR DESERVING YOUNG MEN & WOMEN OF WHATEVER ORIGIN & TO ASSIST THEM IN ATTENDING ANY EDUCATION INSTITUTION IN THIS COUNTRY OR ABROAD SCHEDULE ATTACHED (10 STUDENTS)	4,000
2 TO ASSIST IN & FUND EQUIPMENT OR PROVIDE FOR THE MAINTENANCE OF INSTITUTIONS OR ASSOCIATIONS FOR THE ADVANCEMENT OF LEARNING, ART APPRECIATION, ELDER CARE IN THIS COUNTRY - SCHEDULE ATTACHED (4 ORGANIZATIONS/ENTITIES SERVED)	5,400
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	
2	
All other program-related investments. See instructions	
3	0
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	102,453
b	Average of monthly cash balances	1b	34,168
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	136,621
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	136,621
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,049
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	134,572
6	Minimum investment return. Enter 5% of line 5	6	6,729

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	6,729
2a	Tax on investment income for 2011 from Part VI, line 5	2a	38
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	38
3	Distributable amount before adjustments Subtract line 2c from line 1	3	6,691
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,691
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	6,691

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	14,879
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	14,879
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	38
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,841

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				6,691
2 Undistributed income, if any, as of the end of 2011			0	
a Enter amount for 2010 only			0	
b Total for prior years 20_____, 20_____, 20_____,		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	211			
b From 2007	1,762			
c From 2008	5,002			
d From 2009	0			
e From 2010	2,777			
f Total of lines 3a through e	9,752			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 14,879				
a Applied to 2010, but not more than line 2a			0	
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				6,691
e Remaining amount distributed out of corpus	8,188			
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	17,940			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0	
d Subtract line 6c from line 6b Taxable amount—see instructions			0	
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	211			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	17,729			
10 Analysis of line 9				
a Excess from 2007	1,762			
b Excess from 2008	5,002			
c Excess from 2009	0			
d Excess from 2010	2,777			
e Excess from 2011	8,188			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling				N/A
b Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
(a) 2011 (b) 2010 (c) 2009 (d) 2008				(e) Total
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities				0
Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				0
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

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

na

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

WALLY SEILER 1208 LARAMIE AVE ALLIANCE NE 69301 308-762-4693

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

SEE ATTACHED COPY OF APPLICATION

c Any submission deadlines

APRIL 1 ANNUALLY

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

NONE

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				
CARNEGIE ARTS CENTER 204 W 4TH ST ALLIANCE NE 69301	NONE		EDUCATION	1,021
CHADRON MIDDLE SCHOOL 551 E 6TH ST CHADRON NE 69337	NONE		EDUCATION	3,243
KEEP ALLIANCE BEAUTIFUL INC 224 BOX BUTTE ALLIANCE NE 69301	NONE		COMMUNITY	350
FRIENDS OF THE CRAWFORD PUBLIC LIBRARY 601 2ND ST CRAWFORD NE 69339	NONE		EDUCATION	786
CATHY HERSTEAD/UNIV OF NE KEARNEY 1404 E 1ST ALLIANCE NE 69301	NONE		EDUCATION	500
RAHNE KUNZMAN/UNIV OF NE 207 W 21ST ALLIANCE NE 69301	NONE		EDUCATION	500
MICHAEL A GARCIA/CHADRON ST COLLEGE 1417 EAST 2ND ALLIANCE NE 69301	NONE		EDUCATION	500
JOSE A CAMPOS/UNIV OF WYOMING PO BOX 385 ALLIANCE NE 69301	NONE		EDUCATION	500
NICHOLAS J WOOD/CHADRON ST COLLEGE PO BOX 502 HEMINGFORD NE 69348	NONE		EDUCATION	500
BETHANY WACKER/CHADRON ST COLLEGE PO BOX 431 HEMINGFORD NE 69348	NONE		EDUCATION	500
SARAH I MCCAFFREY/UNIV OF NE PO BOX 947 ALLIANCE NE 69301	NONE		EDUCATION	500
Total	See Attached Statement			► 3a 9,400
b Approved for future payment				
Total				► 3b 0

Part XVI-A^c Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a	0		0	0	0
b	0		0	0	0
c	0		0	0	0
d	0		0	0	0
e	0		0	0	0
f	0		0	0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments		73	14		
4 Dividends and interest from securities		3,764	14		
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				0	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a	0		0	0
b	0		0	0	0
c	0		0	0	0
d	0		0	0	0
e	0		0	0	0
12 Subtotal Add columns (b), (d), and (e)		3,837		0	0
13 Total. Add line 12, columns (b), (d), and (e)				13	3,837

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

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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
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		
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.		

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

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

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

Sign
Here

Signature of officer or trustee

5-9-12

19

Signature of officer or trustee

Date

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	KAREN JOHNSON	Karen M. Johnson	5/4/2012		P00416325
	Firm's name ► JOHNSON & ASSOCIATES	Firm's EIN ► 80-0001929			
Firm's address ► 803 BOX BUTTE AVE, ALLIANCE, NE 69301	Phone no (308) 762-5100				

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

AMY WATSON/UNIV OF NE

Street

1427 EAST 3RD

City ALLIANCE	State NE	Zip Code 69301	Foreign Country
------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status
----------------------	-------------------

Purpose of grant/contribution EDUCATION	Amount 500
--	---------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	JOHNSON & ASSOCIATES	470			470
2	DIETRICH & SAUTTER (AUDIT)	760			760
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	40
1	Real estate tax not included in line 20					
2	Tax on investment income	10				10
3	Income tax					
4	Occupation tax	30				30
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Fund Raising				4,209
2	SUPPLIES	197			197
3	CONSULTING FEE	1,500			1,500
4	SELECTION COMMITTEE EXPENSE	844			844
5	BANK FEES	1,668			1,668
6	SCHOLARSHIPS				
7	GRANTS				
8	MISCELLANEOUS				
9	ADVERTISING				
					0
					0
					4,209

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	
1	SEE ATTACHMENT		96,743	85,078	110,911	93,995	
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							

Statement of Account

January 1, 2011 to December 31, 2011

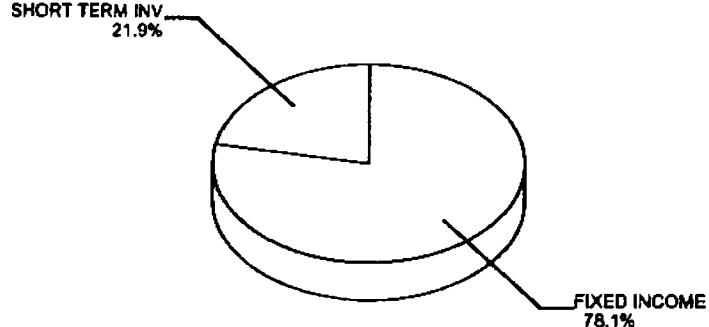
Account Name: Darold Newblom Fi Custody
 Account Number: 61-C431-01-4

Administrator Tonya J. Kaye
 (303) 202-5570
 Tonya.Kaye@bankofthewest.Com

Recipient DAROLD NEWBLOM FOUNDATION
 C/O WALLY SEILER, SEC-TREAS
 1208 LARAMIE AVE
 ALLIANCE NE 69301

Investment Objective: No Investment Duty

	Cost		
	12-31-11	Market Value	Percent
Short Term Inv	26,017.21	26,017.21	21.9%
Fixed Income	92,571.09	92,571.09	78.1%
Market Value	118,588.30	118,588.30	100.0%
Total Portfolio Value	118,588.27		
Plus Accrued Income			



Activity Summary

Market Value At Beginning of Period	37,154.08
Receipts and Income.....	2,629.01
Expenses and Disbursements.....	-13,765.88
Asset Changes.....	1.00
Realized Gain/Loss.....	0.00
Unrealized Gain/Loss.....	92,570.09
Market Value At End of Period	118,588.30

For Your Information

SECURITY PRICES CONTAINED IN THIS STATEMENT ARE OBTAINED FROM THE MOST RELIABLE SOURCES AVAILABLE BUT ARE NOT GUARANTEED BY BANK OF THE WEST. QUOTED PRICES MAY NOT EQUAL ACTUAL PRICES BECAUSE OF SECURITY SIZE, MARKET PRICE, TERM AND DEMAND.

Statement of Account**January 1, 2011 to December 31, 2011****Account Name:** Darold Newblom Fi Custody
Account Number: 61-C431-01-4**Short Term Investments**

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Principal Cash		0.00 0.00			
Income Cash		0.00 0.00			
Bank of The West Advantage Acct	26,017.210	26,017.21 26,017.21	1.00 1.00	117 9.97	0.45
Total Short Term Investments		26,017.21 26,017.21		117 9.97	0.45

Statement of Account**January 1, 2011 to December 31, 2011****Account Name:** Darold Newblom Fi Custody
Account Number: 61-C431-01-4**Fixed Income**

Description and Rating	Per Value	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Insurance Contracts					
\$100,000 The Standard	1.000	92,571.09	92,571.09		
Annuity Contract #00A8903730		1.00	1.00		
Annuitant: Walter A Seiler					
Total Insurance Contracts		92,571.09			
		1.00			
Total Fixed Income		92,571.09			
		1.00			

Statement of Account

January 1, 2011 to December 31, 2011

Account Name: Darold Newblom -Equities- Fndn AGCY
 Account Number: 61-C432-01-2

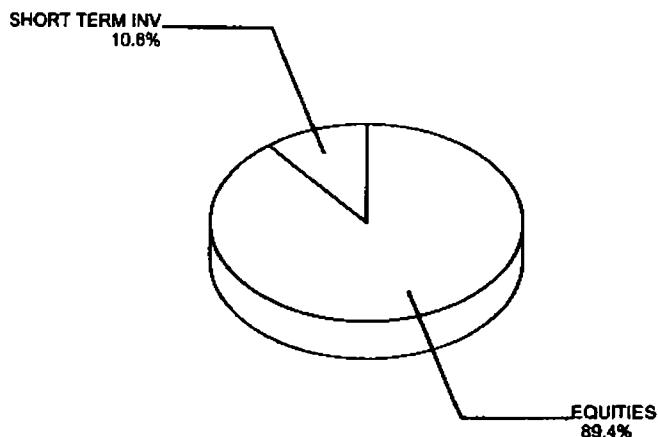
Administrator Tonya J. Kaye
 (303) 202-5570
 Tonya.Kaye@bankofthewest.Com

Investment Representative Nicholas Foley
 (303) 202-5758
 Nicholas.Foley@bankofthewest.Com

Recipient DAROLD NEWBLOM FOUNDATION
 C/O WALLY SEILER, SEC-TREAS
 1208 LARAMIE AVE
 ALLIANCE NE 69301

Investment Objective: Equity Management

12-31-11



	<u>Cust</u>	Market Value	Percent
Short Term Inv	11,164.56	11,164.56	10.6%
Equities	85,078.07	93,995.27	89.4%
Market Value	96,242.63	105,159.83	100.0%
Total Portfolio Value Plus Accrued Income		105,230.58	

Activity Summary

<u>Market Value At Beginning of Period</u>	<u>110,910.93</u>
Receipts and Income.....	1,207.57
Expenses and Disbursements.....	-1,112.97 <i>BK. monthly fee</i>
Asset Changes.....	0.00
Realized Gain/Loss.....	-595.18
Unrealized Gain/Loss.....	-5,250.52
<u>Market Value At End of Period</u>	<u>105,159.83</u>

For Your Information

NOTICE: NORTH DAKOTA LAW PROVIDES THAT A TRUST BENEFICIARY OR REPRESENTATIVE OF A BENEFICIARY MAY NOT COMMENCE A PROCEEDING AGAINST A TRUSTEE FOR BREACH OF TRUST MORE THAN ONE YEAR AFTER THE DATE THE BENEFICIARY OR THE REPRESENTATIVE IS SENT A REPORT THAT ADEQUATELY DISCLOSES THE EXISTENCE OF THE POTENTIAL CLAIM FOR BREACH OF TRUST SO THAT THE BENEFICIARY OR REPRESENTATIVE KNOWS OF THE POTENTIAL CLAIM OR SHOULD HAVE INQUIRED INTO ITS EXISTENCE.

SECURITY PRICES CONTAINED IN THIS STATEMENT ARE OBTAINED FROM THE MOST RELIABLE SOURCES AVAILABLE BUT ARE NOT GUARANTEED BY BANK OF THE WEST. QUOTED PRICES MAY NOT EQUAL ACTUAL PRICES BECAUSE OF SECURITY SIZE, MARKET PRICE, TERM AND DEMAND.

Statement of Account**January 1, 2011 to December 31, 2011****Account Name:** Darold Newblom -Equities- Fndn AGCY
Account Number: 61-C432-01-2**Short Term Investments**

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Yld To Mat Curr Yld
Principal Cash		0.00 0.00			
Income Cash		0.00 0.00			
Bank of The West Advantage Acct	8,434.170	8,434.17 8,434.17	1.00 1.00	37 3.22	0.45
Bank of The West Advantage Acct (Invested Income)	2,730.390	2,730.39 2,730.39	1.00 1.00	12 0.99	0.45
Total Short Term Investments		11,164.56 11,164.56		49 4.21	0.45

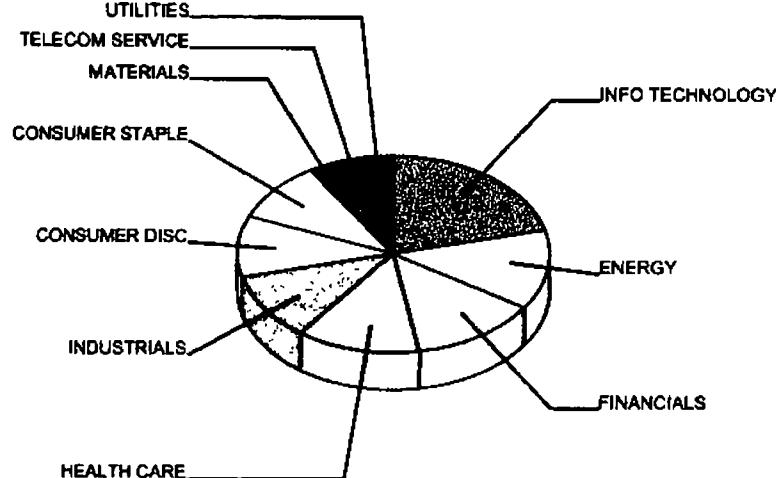
Statement of Account

January 1, 2011 to December 31, 2011

Account Name: Darold Newblom -Equities- Fndn AGCY
 Account Number: 61-C432-01-2

Common Stock Diversification Summary

Investment Objective: Equity Management



Industry Sector	Market Value	Percent
Consumer Disc	4,860.02	10.2%
Consumer Staple	4,658.31	9.8%
Energy	6,207.26	13.0%
Financials	6,027.20	12.7%
Health Care	6,151.87	12.9%
Industrials	5,012.65	10.5%
Info Technology	10,315.05	21.7%
Materials	1,393.90	2.9%
Telecom Service	1,538.95	3.2%
Utilities	1,428.49	3.0%
Total	47,593.70	100.0%

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Consumer Discretionary					
Carnival Corporation	17.000	554.88	32.64	17	3.06
		620.05	36.47		
Coach Inc Com	17.000	1,037.68	61.04	15	1.47
		599.08	35.24	3.82	
Comcast Corp Cl A	54.000	1,280.34	23.71	24	1.90
		887.65	16.44	6.07	
Directv Com Cl A	19.000	812.44	42.76		
		642.49	33.82		
Johnson Ctls Inc Com	13.000	406.38	31.26	9	2.30
		547.52	42.12	2.34	
Target Corp Com	15.000	768.30	51.22	18	2.34
		578.09	38.54		
Total Consumer Discretionary		4,860.02		83	
		3,874.88			12.23

Statement of Account

January 1, 2011 to December 31, 2011

Account Name: Darold Newblom -Equities- Fndn AGCY
Account Number: 61-C432-01-2

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Consumer Staples					
CVS Caremark Corp Com	18.000	734.04 589.74	40.78 32.76	11	1.59
General Mills Inc Com	14.000	565.74 504.80	40.41 36.06	17	3.02
Pepsico Inc Com	12.000	796.20 386.46	66.35 32.21	24 6.18	3.10
Philip Morris Intl Inc Com	10.000	784.80 511.09	78.48 51.11	30 7.70	3.92
Procter & Gamble Co Com	15.000	1,000.65 690.89	66.71 46.06	31	3.15
Wal Mart Stores Inc Com	13.000	778.88 664.04	59.76 51.08	18 4.74	2.44
Total Consumer Staples		4,658.31 3,347.02		131 18.62	
Energy					
Apache Corp Com	7.000	634.06 526.19	90.58 75.17	4	0.66
Baker Hughes Inc Com	15.000	729.60 1,171.95	48.64 78.13	9	1.23
Diamond Offshore Drilling Inc Com	10.000	552.60 818.43	55.26 81.84	5	0.90
Exxon Mobil Corp Com	18.000	1,525.68 959.62	84.76 53.31	33	2.22
Murphy Oil Corp Com	9.000	501.66 467.69	55.74 51.97	9	1.97
National Oilwell Varco Inc	14.000	951.86 483.96	67.99 34.57	6	0.71
Occidental Pete Corp Com	14.000	1,311.80 1,111.41	93.70 79.39	25 6.44	1.96
Total Energy		6,207.26 5,539.25		91 6.44	

Statement of Account
January 1, 2011 to December 31, 2011
Account Name: Darold Newblom -Equities- Fndn AGCY
Account Number: 61-C432-01-2

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Financials					
AFLAC Inc Com	22.000	951.72 853.34	43.26 38.79	29	3.05
Avalonbay Cmnty Inc Com	2 000	261.20 237.92	130.60 118.96	7 1 78	2.73
Fifth Third Bancorp Com	56.000	712.32 719.08	12.72 12.84	17 4.48	2.52
Intercontinentalexchange Inc Com	6.000	723.30 673.10	120.55 112.18		
Invesco LTD	42.000	843.78 824.07	20.09 19.62	20	2.44
Prudential Finl Inc Com	15.000	751.80 585.70	50.12 39.05	21	2.89
Suntrust Bks Inc Com	26.000	460.20 485.76	17.70 18.68	5	1.13
Wells Fargo & Co New Com	48 000	1,322.88 1,175.35	27.56 24.49	23	1.74
Total Financials		6,027.20 5,554.32		122 8.26	
Health Care					
Abbott Laboratories Com	14.000	787.22 763.44	56.23 54.53	26	3.41
Biogen IDEC Inc Com	7.000	770.35 379.45	110.05 54.21		
Celgene Corp Com	7.000	473.20 417.21	67.60 59.60		
Express Scripts Inc Com	12.000	536.28 211.09	44.69 17.59		
Gilead Sciences Inc Com	15.000	613.95 547.40	40.93 36.49		
McKesson Corp Com	12.000	934.92 592.80	77.91 49.40	9 2.40	1.03

Statement of Account

January 1, 2011 to December 31, 2011

Account Name: Darold Newblom -Equities- Fndn AGCY
Account Number: 61-C432-01-2

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Medtronic Inc Com	15.000	573.75 551.39	38.25 36.76	14	2.54
Mylan Labs Inc Com	30.000	643.80 398.12	21.46 13.27		
Waters Corp Com	3.000	222.15 226.94	74.05 75.65		
Wellpoint Inc Com	9.000	596.25 430.71	66.25 47.86	9	1.51
Total Health Care		8,151.87 4,518.55		58 2.40	
Industrials					
Danaher Corp Com	16.000	752.64 314.44	47.04 19.65	1 0.40	0.21
Emerson Elec Co Com	14.000	652.26 685.18	46.59 48.94	22	3.43
Flowserve Corp Com	4.000	397.28 282.64	99.32 70.66	5 1.28	1.29
General Elec Co Com	29.000	519.39 1,145.04	17.91 39.48	19 4.93	3.80
Norfolk Southn Corp Com	6.000	437.16 378.96	72.86 63.16	10	2.36
Pall Corp Com	10.000	571.50 393.87	57.15 39.39	7	1.22
Precision Castparts Corp Com	4.000	659.16 323.84	164.79 80.96	0.12	0.07
United Technologies Corp Com	14.000	1,023.26 489.46	73.09 34.96	26	2.63
Total Industrials		5,012.65 4,013.43		90 6.73	

Statement of Account
January 1, 2011 to December 31, 2011
Account Name: Darold Newblom -Equities- Fndn AGCY
Account Number: 61-C432-01-2

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Information Technology					
Altera Corp Com	28.000	1,038.80 520.34	37.10 18.58	8	0.86
Apple Inc Com	8.000	3,240.00 538.64	405.00 67.33		
Cisco Sys Inc Com	43.000	777.44 1,382.74	18.08 32.16	10	1.33
Cognizant Tech Solutions Crp Com	14.000	900.34 578.31	64.31 41.31		
E M C Corp Mass Com	37.000	796.98 703.93	21.54 19.03		
Google Inc Cl A	1.000	645.90 473.01	645.90 473.01		
Intel Corp Com	44.000	1,067.00 919.86	24.25 20.91	36	3.46
Mastercard Inc Cl A	2.000	745.64 343.56	372.82 171.78	1	0.16
Oracle Corp Com	43.000	1,102.95 815.77	25.65 18.97	10	0.94
Total Information Technology		10,315.05 6,276.16		65	
Materials					
Cliffs Natural Resources Inc Com	4.000	249.40 260.15	62.35 65.04	4	1.80
Du Pont E I De Nemours & Co Com	25.000	1,144.50 1,182.57	45.78 47.30	41	3.58
Total Materials		1,393.90 1,442.72		45	

Statement of Account

January 1, 2011 to December 31, 2011

Account Name: Darold Newblom -Equities- Fndn AGCY
 Account Number: 61-C432-01-2

Equities

Description	Shares	Total Market Total Cost	Market Price Cost Price	Est Ann Inc Accrued Inc	Current Yield
Telecommunication Services					
American Tower Corp Cl A	7.000	420.07 227.79	60.01 32.54		
AT&T Inc Com	37.000	1,118.88 973.64	30.24 26.32	65	5.82
Total Telecommunication Services		1,538.95 1,201.43		65	
Utilities					
American Elec Pwr Inc Com	11.000	454.41 417.50	41.31 37.96	20	4.55
Nextera Energy Inc Com	16.000	974.08 825.73	60.88 51.61	35	3.61
Total Utilities		1,428.49 1,243.23		55	
Equity Funds					
Forward Extended Market Plus Fund	490.132	12,013.14 11,231.73	24.51 22.92	75	0.63
Forward Frontier Strategy Fund	232.865	2,305.36 2,650.00	9.90 11.38		
Forward Strategic Alternatives Fund Instl	753.579	8,138.65 8,856.66	10.80 11.75	34	0.43
JP Morgan Emerging Markets Equity Fund - Ins	469.579	9,588.80 7,091.86	20.42 15.10	20	0.22
Mfs Institutional Equity Fd #403	478.335	7,615.09 9,922.43	15.92 20.74	141	1.86
Mfs Intl New Discovery Fund Instl	224.638	4,481.53 6,306.12	19.95 28.07	66	1.48
Spdr S&P 500 Etf Trust	18.000	2,259.00 2,008.28	125.50 111.57	46	2.05
Total Equity Funds		46,401.57 48,067.08		382 13.88	
Total Equities		93,995.27 85,078.07		1,187 66.54	1.29

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	100,000	100,000	92,571
1	ANNUITY	AT COST	100,000	100,000			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	FRANK TOLSTEDT		137 W 21ST ST	ALLIANCE	NE	69301		IDENT/DIRE	PARTTIME
2	WALLY SEILER		1208 LARAMIE AVE	ALLIANCE	NE	69301		SURER/DIRE	PARTTIME
3	HERBERT SAMPSON III		9202 W DODGE RD SUITE 307	OMAHA	NE			RES/DIREC	PARTTIME
4									
5									
6									
7									
8									
9									
10									

Part	0	0	0	0
	Compensation	Benefits	Expense Account	Explanation
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				

DAROLD A. NEWBLOM FOUNDATION

Application for Grant – Form A (Individuals)

TO: Board of Directors
Darold A. Newblom Foundation
P.O. Box A
Alliance, Nebraska 69301

NOTE: If insufficient space is provided on this form, please attach additional pages as necessary to furnish the information requested.

Applicant's Name _____

Home Address _____

Street or P.O. Box _____ City, State, Zip _____

Telephone No: Home _____ Business _____

Date of Birth _____ Occupation _____

Date Graduated from High School _____

Degrees Received in College _____

List any special honors and awards received at any time:

1. Show the amount requested and explain in detail how it will be used. Give separate amounts for tuition, books and supplies, travel, etc.

2. Have you ever received a grant from this Foundation previously? If so, when and for what amount?

3. State whether you are receiving other funds (scholarships, student loans, etc.) for the same purpose for which this grant application is submitted. If so, from whom and in what amounts?

4. Give beginning and ending dates of the academic year during which the funds will be used, and furnish information as to where and when grant funds should be paid.

5. Give the following financial information to show financial need.

Applicant's Net Worth \$ _____

Married: Yes _____ No _____ Separated or Divorced _____

If "Yes", is spouse employed: Yes _____ No _____

Approximate annual net earnings: \$ _____

All dependents (give number and ages): _____

Will you be employed or receiving income from any other source?

_____ If so, give source and approximate amount annually.

Give any other information and describe any special circumstances showing financial need.

6. With this application, please submit an original transcript of your high school grades (if you are not yet in college) or your college grades (if you have previously attended, or are currently attending, college). In addition, furnish at least one letter of recommendation from an appropriate adult. You must also provide a personal letter in which, among other things, you tell of your long-term educational and career goals and the manner in which you plan to finance the achievement of those goals besides a grant which might be provided to you by the Darold A. Newblom Foundation.

Under penalties of perjury, the undersigned certifies that the information furnished in this Application is true and complete, and that the undersigned agrees to comply with all policies of the Foundation for the use of any funds granted pursuant to this Application, as such policies are set forth in the "Statement of Policies and Procedures" of the Foundation, a copy of which has been furnished to the undersigned.

Dated: _____

Signature

DAROLD A. NEWBLOM FOUNDATION

Application for Grant – Form B (Organizations)

TO: Board of Directors
Darold A. Newblom Foundation
P.O. Box A
Alliance, Nebraska 69301

NOTE: If insufficient space is provided on this form, please attach additional pages as necessary to furnish the information requested.

Applicant's Name _____ Telephone No. _____

Address _____
Street or P.O. Box _____ City, State, Zip _____

Give name, address and telephone number of person who will be overseeing the project for which the grant is being requested.

Name _____ Telephone No. _____

Address _____
Street or P.O. Box _____ City, State, Zip _____

1. If an organization other than a political subdivision or governmental agency, please answer the following:

Have you received a determination letter from the Internal Revenue Service as to:

	Yes	No
(a) Exempt status as a 501(c) (3) organization	_____	_____
(b) Private foundation status	_____	_____
(c) Grant-making procedure	_____	_____

Attach photocopies of any such determination letters. If you answered "No" to all three, please explain why your organization would be qualified for a grant.

2. Describe the applicant's purposes and activities in general.

3. Give the name, address and title of each member of the applicant's governing board.

4. Have you ever received a grant from this Foundation previously? If so, when and in what amount?

5. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group, or class of people. If so, for whom?

6. Give starting and ending dates of the program for which funds are to be used.

7. Please supply a proposed budget of your organization for the period during which the funds will be used, showing all receipts for the project or program (grants, public donations, gifts from individuals or other organizations, etc.) and all estimated disbursements for such project or program (wages and salaries, payroll taxes, supplies, equipment, rent, postage, utilities, telephone, travel, etc.). If the grant for which this application is submitted is to be used for a limited purpose within a broader program, please identify that portion of receipts and disbursements germane to such limited purpose. (Attach proposed budget).

Under penalties of perjury, the undersigned certifies that the information furnished in this Application is true and complete, and that the Applicant agrees to comply with all policies of the Foundation for the use of any funds granted pursuant to this Application, as such policies are set forth in the "Statement of Policies and Procedures" of the Foundation, a copy of which has been furnished to the undersigned.

Dated: _____

Applicant

By _____

Title _____

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

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

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

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

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

Part I only ►

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions DAROLD A NEWBLOM FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 36-3696589
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 1208 LARAMIE AVE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions ALLIANCE	NE 69301

Enter the Return code for the return that this application is for (file a separate application for each return) ► **04**

Application Is For	Return Code	Application Is For	RECEIVED	Return Code
Form 990	01	Form 990-T (corporation)	RECEIVED	07
Form 990-BL	02	Form 1041-A	MAY 21 2012	08
Form 990-EZ	01	Form 4720	RECEIVED	09
Form 990-PF	04	Form 5227	RECEIVED	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	RECEIVED, UT	11
Form 990-T (trust other than above)	06	Form 8870		12

- The books are in the care of ► **BANK OF THE WEST**

Telephone No. ► (308) 762-4693

FAX No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 2011 or

► tax year beginning _____, and ending _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. **3a** \$ **38**

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit **3b** \$

c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions **3c** \$ **38**

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