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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

OMB No 1545-0052

**2011**

For calendar year 2011 or tax year beginning , and ending

Name of foundation <b>State Farm Companies Foundation</b>		<b>A Employer identification number</b> <b>36-6110423</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B Telephone number (see instructions)</b> <b>(309) 766-3313</b>
PO Box 2321, FSS Tax Filing		<b>C If exemption application is pending, check here</b> <input type="checkbox"/>
City or town, state, and ZIP code <b>Bloomington IL 61702-2321</b>		<b>D 1. Foreign organizations, check here</b> <input type="checkbox"/> <b>2. Foreign organizations meeting the 85% test, check here and attach computation</b> <input type="checkbox"/>
<b>G Check all that apply</b> <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		<b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/>
<b>H Check type of organization:</b> <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		<b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/>
<b>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$</b> <b>7,890,769</b>	<b>J Accounting method:</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	15,433,646			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	42,720	42,720		
	4 Dividends and interest from securities	0	0		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	0			
	b Gross sales price for all assets on line 6a	0			
	7 Capital gain net income (from Part IV, line 2)		5,688,465		
	8 Net short-term capital gain		0		
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
<b>Operating and Administrative Expenses</b>	b Less Cost of goods sold	0			
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule) (Exhibit 1)	-699	0	0	
	12 Total. Add lines 1 through 11	15,475,667	5,731,185	0	
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule) (Ex 2)	140,662	108	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) (Ex 3)	57,311	0	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	0	0	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	197,973	108	0	0
	25 Contributions, gifts, grants paid	16,393,065			16,393,065
	26 Total expenses and disbursements. Add lines 24 and 25	16,591,038	108	0	16,393,065
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,115,371			
	b Net investment income (if negative, enter -0-)		5,731,077		
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 (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing	1,174,382	2,840,711	2,840,711
	2 Savings and temporary cash investments	8,017,489	5,049,857	5,049,857
	3 Accounts receivable	0	0	0
	Less allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0	0	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	0
	7 Other notes and loans receivable (attach schedule)	0	0	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	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
<b>Liabilities</b>	11 Investments—land, buildings, and equipment basis	0	0	0
	Less accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis	0	0	0
	Less accumulated depreciation (attach schedule)	0	0	0
	15 Other assets (describe Federal Tax Receivable)	0	201	201
<b>Net Assets or Fund Balances</b>	16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	9,191,871	7,890,769	7,890,769
	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 Federal Tax Payable)	15,918	0	
	23 <b>Total liabilities</b> (add lines 17 through 22)	15,918	0	
	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 checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	9,175,953	7,890,769	
	30 <b>Total net assets or fund balances</b> (see instructions)	9,175,953	7,890,769	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	9,191,871	7,890,769	

**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	9,175,953
2 Enter amount from Part I, line 27a	2	-1,115,371
3 Other increases not included in line 2 (itemize)	3	0
4 Add lines 1, 2, and 3	4	8,060,582
5 Decreases not included in line 2 (itemize) Book Capital Loss on Investments	5	169,813
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,890,769

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> Common Stock - Sun Trust Banks - 450,164 Shares	D	5/23/1990	3/22/2011
<b>b</b> Common Stock - Sun Trust Banks - 67,136 Shares	D	10/1/1999	3/22/2011
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 13,282,875	0	5,131,872	8,151,003
<b>b</b> 1,980,958	0	4,443,496	-2,462,538
<b>c</b> 0	0	0	0
<b>d</b> 0	0	0	0
<b>e</b> 0	0	0	0

  

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

(i) FMV 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> 0	0	0	8,151,003
<b>b</b> 0	0	0	-2,462,538
<b>c</b> 0	0	0	0
<b>d</b> 0	0	0	0
<b>e</b> 0	0	0	0

  

<b>2</b> 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 }	<b>2</b>	5,688,465
<b>3</b> 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	<b>3</b>	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	16,299,656	13,607,614	1 197834
2009	21,381,888	17,439,907	1 226032
2008	20,149,723	17,176,201	1 173119
2007	19,520,062	16,275,221	1 199373
2006	19,612,613	18,336,242	1 069609

<b>2</b> Total of line 1, column (d)	<b>2</b>	5 865967
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	1 173193
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>	12,813,937
<b>5</b> Multiply line 4 by line 3	<b>5</b>	15,033,221
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	57,311
<b>7</b> Add lines 5 and 6	<b>7</b>	15,090,532
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	<b>8</b>	16,393,065

**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 <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	57,311
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	57,311
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	57,311
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	57,512	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	57,512	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	201	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 201 Refunded	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?	Yes	No
1a		X
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)?		X
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?		X
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?		X
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		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	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) . . .	<b>11</b>		X
<b>12</b>	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) . . .	<b>12</b>		X
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>► N/A</b>	<b>13</b>	X	
<b>14</b>	The books are in care of <b>► Mark Schwamberger</b> Telephone no <b>► (309) 766-8826</b> Located at <b>► One State Farm Plaza Bloomington IL</b> ZIP+4 <b>► 61710-0001</b>			
<b>15</b>	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 <b>► 15</b>			
<b>16</b>	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 <b>► Canada</b>	<b>16</b>	Yes X	No

**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
<b>1a</b>	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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>b</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 <b>►</b>	<b>1b</b>	X
<b>c</b>	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?	<b>1c</b>	X
<b>2</b>	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))		
<b>a</b>	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>► 20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
<b>b</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)	<b>2b</b>	N/A
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>► 20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
<b>3a</b>	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>b</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)	<b>3b</b>	N/A
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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?	<b>4b</b>	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

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

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

X

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

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

X

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
Exhibit #4				
	00	0	0	0
	00	0	0	0
	00	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
<b>1</b> Not Applicable .....	
.....	
<b>2</b> .....	
.....	
<b>3</b> .....	
.....	
<b>4</b> .....	
.....	

**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
<b>1</b> Not Applicable .....	
.....	
<b>2</b> .....	
.....	
All other program-related investments. See instructions.	
<b>3</b> .....	
.....	0
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	9,969,570
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,039,503
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	13,009,073
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	13,009,073
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	195,136
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	12,813,937
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	640,697

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	640,697
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	57,311
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	57,311
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	583,386
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	583,386
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	583,386

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	16,393,065
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	16,393,065
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	57,311
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	16,335,754

**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				583,386
<b>2</b> Undistributed income, if any, as of the end of 2011			0	
<b>a</b> Enter amount for 2010 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	19,075,111			
<b>b</b> From 2007	18,980,161			
<b>c</b> From 2008	19,582,755			
<b>d</b> From 2009	20,875,437			
<b>e</b> From 2010	15,749,333			
<b>f</b> Total of lines 3a through e	94,262,797			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 $\blacktriangleright$ \$ 16,393,065			0	
<b>a</b> Applied to 2010, but not more than line 2a			0	
<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				583,386
<b>e</b> Remaining amount distributed out of corpus	15,809,679			
<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	110,072,476			
<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				
<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 instructions			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	19,075,111			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	90,997,365			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	18,980,161			
<b>b</b> Excess from 2008	19,582,755			
<b>c</b> Excess from 2009	20,875,437			
<b>d</b> Excess from 2010	15,749,333			
<b>e</b> Excess from 2011	15,809,679			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**N/A****1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section☐ 4942(j)(3) or ☐ 4942(j)(5)**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.**b** 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test—enter:**(1)** Value of all assets**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)**b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test—enter**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**(3)** Largest amount of support from an exempt organization**(4)** Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
0				0
				0
				0
				0
				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

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**Exhibit #5****b** The form in which applications should be submitted and information and materials they should include**Exhibit #5****c** Any submission deadlines**Exhibit #5****d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors**Exhibit #5**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> Individual - Exhibit 6		N/A	Exhibit 6, Page 1 of 13	80,000
Organization - Exhibit 6		See Note on	Exhibit 6, Page 13 of 13	16,313,065
<b>Total</b>			▶ <b>3a</b>	16,393,065
<b>b</b> <i>Approved for future payment</i> Organization - Exhibit 7		See Note on	Exhibit 7	7,743,230
<b>Total</b>			▶ <b>3b</b>	7,743,230

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	42,720	
4	Dividends and interest from securities					
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 Foreign Exchange Adjustment		0	14	-699	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		42,021	0
13	Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations )				13	42,021

[illegible]

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

- |   |  |              |            |           |
|---|--|--------------|------------|-----------|
| <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>Yes</b> | <b>No</b> |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of  |  |              |            |           |
| (1) Cash  |  | <b>1a(1)</b> |            | X         |
| (2) Other assets  |  | <b>1a(2)</b> |            | X         |
| <b>b</b> Other transactions:  |  |              |            |           |
| (1) Sales of assets to a noncharitable exempt organization  |  | <b>1b(1)</b> |            | X         |
| (2) Purchases of assets from a noncharitable exempt organization  |  | <b>1b(2)</b> |            | X         |
| (3) Rental of facilities, equipment, or other assets  |  | <b>1b(3)</b> |            | X         |
| (4) Reimbursement arrangements  |  | <b>1b(4)</b> |            | X         |
| (5) Loans or loan guarantees  |  | <b>1b(5)</b> |            | X         |
| (6) Performance of services or membership or fundraising solicitations  |  | <b>1b(6)</b> |            | X         |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |  | <b>1c</b>    |            | 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

**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.

Alana S. Pines  
Signature of officer or trustee

Alana S. Reimer

05/  
Date

Assistant Treasurer  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Brian G. Dietz

Preparer's signature

Brian Doherty

Date \_\_\_\_\_

4/11/2012

Check ☐ if

PTIN
------

P01457762

Firm's name ▶ State Farm Mutual Automobile Insurance Company

Firm's EIN ▶	37-0533100
--------------	------------

Firm's address ► D2, One State Farm Plaza, Bloomington, IL 61710

Phone no	(309) 766-3313
----------	----------------

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2011**

Name of the organization

Employer identification number

State Farm Companies Foundation

36-6110423

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$ .....

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> State Farm Companies Foundation	<b>Employer identification number</b> 36-6110423
--	---

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	State Farm Mutual Automobile Insurance Company One State Farm Plaza Bloomington IL 61710-0001 Foreign State or Province Foreign Country	\$ 15,433,646	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
2	   Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
3	   Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
4	   Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
5	   Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
6	   Foreign State or Province Foreign Country	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )



Name of organization State Farm Companies Foundation	Employer identification number 36-6110423
---	--

**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	Sun Trust Banks - 517,300 shares ----- ----- -----	\$ 15,433,646	3/21/2011
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----
-----	----- ----- ----- -----	\$ 0	-----

Name of organization State Farm Companies Foundation	Employer identification number 36-6110423
---	--

**Part III** **Exclusively** religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.  
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once See instructions.) ► \$ .....0  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	..... ..... .....	..... ..... .....	..... ..... .....
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	..... ..... .....		..... ..... .....
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	..... ..... .....	..... ..... .....	..... ..... .....
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	..... ..... .....		..... ..... .....
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	..... ..... .....	..... ..... .....	..... ..... .....
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	..... ..... .....		..... ..... .....
	For Prov	Country	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	..... ..... .....	..... ..... .....	..... ..... .....
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	..... ..... .....		..... ..... .....
	For Prov	Country	

**Line 11 (990-PF) - Other Income**

Exhibit 1

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
	Description			
1	Foreign Exchange Adjustments	-699	0	0
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

**Line 16c (990-PF) - Other Fees**

Exhibit 2

		140,662	108	0	0
	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	Custody Fees	108	108		
2	Outsourcing Fees	103,076			
3	Scholarship Administration Fees	36,450			
4	Filing Fees and Other Expenses	1,028			
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

Exhibit 3

		57,311	0	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	57,311			
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Edward B. Rust Jr.; Chairman of the Board and President  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Mary Crego; Vice President and Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Paul J. Smith; Treasurer  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Duane Farrington; Vice President and Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Michael Tipsord; Vice President  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Joseph P. Young; Assistant Vice President – Fixed Income  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Donald Heltner; Vice President – Fixed Income  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Dale Egeberg; Assistant Treasurer  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Brian Boyden; Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Kellie Clapper; Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Alana Reimer; Assistant Treasury  
One State Farm Plaza, Bloomington, IL 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

David Beigie; Vice President - Programs  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Karen Mayfield; Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Debra L. Wheeler; Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Ed Woods; Assistant Secretary  
One State Farm Plaza, Bloomington, Illinois 61710  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Dr. W.H. Knight, Jr.; Director  
3730 42<sup>nd</sup> Ave. South  
Seattle, WA 98144  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

Dr. Susan Phillips; Director  
The George Washington University  
2201 G Street NW, Suite 660  
Washington, DC 20052  
Devotes time necessary for proper administration of Foundation  
No compensation, no benefits and no reimbursements.

State Farm Companies Foundation  
December 31, 2011  
Form 990-PF  
36-6110423  
Part XV, Line 2

A. The name, address, and telephone number of the person to whom application should be addressed:

Lori Manning  
(309) 766-9739  
State Farm Companies Foundation  
One State Farm Plaza  
Bloomington, Illinois 61710

B. Form in which applications should be submitted and information and materials they should include:

Foundation Scholarship Program	- Specific entry form
Doctoral Program	- Specific application form Grade transcripts Three recommendation letters Doctoral dissertation proposal
Matching Gift Program	- Specific application form
Good Neighbor Grant Program	- Specific application form

C. Submission deadlines:

Foundation Scholarship Program	- February 28 each year
Doctoral Program	- March 31 each year
Matching Gift Program	- One year after date of contribution
Good Neighbor Grant Program	- March 31 for previous year's volunteer hours



D. Restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Foundation Scholarship Program

- Parents and legal guardians must be a State Farm Company employee, agent, or retiree.

Doctoral Program

- Must be a U.S. citizen, have completed a major portion of coursework, enrolled in a graduate-degree program, have an approved proposal. Discontinued for those applying after Spring 2011.

Matching Gift Program

- Must be two or four-year or above degree, granting U.S. accredited college or university.

Good Neighbor Grant Program

- Must be an eligible State Farm associate (active employee, agent or retiree). Must volunteer at least 40 hours a year to a qualified nonprofit organization, public or private school, or government municipality. Limited to one grant per calendar year

**State Farm Companies Foundation**  
**36-06110423**  
**FORM 990-PF, 2011**

**Doctoral Dissertation on Insurance and Business**

<b>Individuals:</b>	
Hillary Huffer	10,000 00
Marc Nachowitz	10,000 00
Mark Maffett	10,000 00
Matthew Smith	10,000 00
Melanie Cozad	10,000 00
Rachel Slama	10,000 00
Sameer Snvastava	10,000 00
Sarah Niehaus	10,000 00
<b>Total Individuals:</b>	<hr/> 80,000 00

**Note: None of the above individuals were related to the Foundation Manager or Substantial Contributor**

State Farm Companies Foundation  
36-06110423  
FORM 990-PF, 2011

**Note:** The organizations listed below are not private foundations. They are either public charities, educational institutions, or divisions of state and local governments.

**Other Education Awards**

America's Promise-The Alliance for Youth	Washington, DC	1,000,000 00
Chicago Public Education Fund	Chicago, IL	150,000 00
Community Cancer Center Foundation	Normal, IL	500,000 00
Illinois State University Foundation	Normal, IL	915,230 00
Illinois Wesleyan University	Bloomington, IL	105,358 00
Illinois Wesleyan University	Bloomington, IL	3,000,000 00
National Board for Professional Teaching Standards	Arlington, VA	330,000 00
National Bureau of Economic Research	Cambridge, MA	10,000 00
National Merit Scholarship Corporation	Evanston, IL	1,850,024 00
Scholarship America, Inc.	St. Peter, MN	9,100 00
United Way of McLean County	Bloomington, IL	247,436 00
United Way of McLean County	Bloomington, IL	203,911 00
University of Illinois	Urbana, IL	465,000 00
<b>Total Other Education Awards</b>		<b>8,786,059 00</b>

**United Way**

Ada Regional United Way, Inc	Ada, OK	176 00
Albemarle Area United Way, Inc	Elizabeth City, NC	198 00
Albion-Homer United Way	Albion, MI	814 00
Allegan County United Way	Allegan, MI	418 00
Aloha United Way	Honolulu, HI	1,716 00
Barrington Area United Way	Barrington, IL	440 00
Barry County United Way	Hastings, MI	110 00
Bartlesville Regional United Way	Bartlesville, OK	66 00
Batavia United Way	Batavia, IL	484 00
Big River United Way	Keokuk, IA	22 00
Branch County United Way	Coldwater, MI	66 00
Brown County United Way	Green Bay, WI	220 00
Bureau County United Way, Inc	Princeton, IL	44 00
Butler County United Way	Hamilton, OH	616 00
Callaway County United Way	Fulton, MO	550 00
Cape Fear Area United Way	Wilmington, NC	440 00
Capital Area United Way	Baton Rouge, LA	6,512 00
Capital Area United Way, Inc	East Lansing, MI	352 00
Carthage Area United Way	Carthage, MO	22 00
Catawba County United Way	Hickory, NC	242 00
Cedar Valley United Way	Waterloo, IA	220 00
Centre County United Way	State College, PA	132 00
Cheboygan County United Way	Cheboygan, MI	66 00
Chelsea United Way	Chelsea, MI	22 00
Chester Area United Way	Chester, SC	110 00
Chilton County United Way	Clanton, AL	726 00
Clearfield Area United Way, Inc	Clearfield, PA	66 00
Colona-Green Rock-Orion United Way, Inc	Colona, IL	220 00
Cooke County United Way	Gainesville, TX	88 00
Copper County United Way	Houghton, MI	22 00
Covington-Newton County United Way, Inc	Covington, GA	242 00
Cowlitz County United Way	Longview, WA	176 00
Crawford County United Way	Grayling, MI	44 00
Crestline Area United Way	Crestline, OH	22 00
Crow Wing County United Way	Brainerd, MN	176 00
Cumberland Trails United Way	Middlesboro, KY	88 00
Davie County United Way, Inc	Mocksville, NC	66 00

Erath County United Way	Stephenville, TX	242 00
Finney County United Way	Garden City, KS	154 00
Fox Valley United Way	Aurora, IL	550 00
Franklin/Southampton Area United Way	Franklin, VA	22 00
Fulton County United Way	Rochester, IN	44 00
Galion Area United Way, Inc	Galion, OH	66 00
Genoa-Kingston United Way	Genoa, IL	44 00
Georgetown County United Way, Inc	Georgetown, SC	154 00
Granite United Way	Manchester, NH	308 00
Granville County United Way	Oxford, NC	110 00
Great Rivers United Way, Inc	Onalaska, WI	220 00
Greater Douglas United Way	Roseburg, OR	66 00
Greater Gallatin United Way	Bozeman, MT	198 00
Greater Kalamazoo United Way	Kalamazoo, MI	7,590 00
Greater Longview United Way	Longview, TX	418 00
Greater Mankato Area United Way, Inc.	Mankato, MN	308 00
Greater Manetta United Way	Manetta, OH	22 00
Greater Ottawa County United Way	Holland, MI	242 00
Greater Susquehanna Valley United Way	Sunbury, PA	242 00
Greater Twin Cities United Way	Minneapolis, MN	9,768 00
Greater Valdosta United Way	Remerton, GA	88 00
Griffin-Spalding County United Way	Griffin, GA	22 00
Habersham County United Way, Inc	Cornelia, GA	88 00
Halifax United Way	South Boston, VA	22 00
Hamson County United Way	Marshall, TX	22 00
Harvey County United Way	Newton, KS	88 00
Hawaii Island United Way, Inc	Hilo, HI	44 00
Heart of Arkansas United Way	Little Rock, AR	2,684 00
Heart of Florida United Way	Orlando, FL	4,686 00
Heart of Georgia United Way	Dublin, GA	88 00
Heart of Illinois United Way	Peoria, IL	902 00
Heart of Kentucky United Way	Danville, KY	22 00
Heart of Missouri United Way, Inc	Columbia, MO	21,890 00
Heart of the Ozarks United Way	West Plains, MO	66 00
Heart of West Michigan United Way	Grand Rapids, MI	2,640 00
Heartland United Way, Inc	Grand Island, NE	396 00
Henderson County United Way	Athens, TX	154 00
High Country United Way	Boone, NC	22 00
Hopkins County United Way	Sulphur Springs, TX	88 00
Inland Empire United Way	Rancho Cucamonga, CA	6,446 00
Jackson County United Way	Seymour, IN	22 00
Jennings County United Way, Inc	North Vernon, IN	44 00
Johnson County United Way	Warrensburg, MO	66 00
Kerr County United Way	Kerville, TX	66 00
Kewanee Area United Way	Kewanee, IL	22 00
Kishwaukee United Way	Dekalb, IL	22 00
Lake Area United Way	Griffith, IN	1,452 00
Lake Area United Way, Inc	Muskogee, OK	352 00
Lake Martin Area United Way, Inc	Alexander City, AL	22 00
Lawrence County United Way	Moulton, AL	44 00
Lenoir/Greene United Way	Kinston, NC	22 00
Livingston County United Way	Brighton, MI	352 00
Logan County United Way	Sterling, CO	44 00
Lubbock Area United Way, Inc	Lubbock, TX	1,056 00
Lycoming County United Way	Williamsport, PA	110 00
Marshall United Way	Marshall, MI	2,200 00
Maui United Way	Wailuku, HI	88 00
Mecosta-Osceola United Way	Big Rapids, MI	22 00
Mesa United Way	Mesa, AZ	4,730 00
Metro United Way, Inc	Louisville, KY	1,694 00
Middlesex United Way, Inc	Middleton, CT	132 00
Mid-Plains United Way, Inc	North Platte, NE	176 00
Mile High United Way, Inc	Denver, CO	8,514 00
Milford Area United Way	Milford, UT	44 00
Missouri Slope Areawide United Way	Bismarck, ND	198 00
Montgomery Area United Way	Montgomery City, MO	22 00
Montgomery County United Way	The Woodlands, TX	836 00
Nacogdoches County United Way	Nacogdoches, TX	66 00
Norfolk Area United Way, Inc	Norfolk, NE	88 00
North Shore United Way	Skokie, IL	1,237 50
North Suburban United Way	Northbrook, IL	396 00

Northwest Suburban United Way	Mt Prospect, IL	2,860 00
Orange County United Way	Irvine, CA	14,168 00
Otsego County United Way, Inc	Gaylord, MI	154 00
Pikes Peak United Way	Colorado Springs, CO	1,298 00
Pleasant Hill Community United Way	Pleasant Hill, MO	66 00
Plymouth Community United Way	Plymouth, MI	154 00
Praineland United Way	Jacksonville, IL	44 00
Pueblo County United Way, Inc	Pueblo, CO	264 00
Rappahannock United Way, Inc	Fredericksburg, VA	572 00
River Cities United Way	Lake Havasu City, AZ	66 00
River Region United Way	Montgomery, AL	858 00
River Valley United Way, Inc	Russellville, AR	22 00
Rogers County United Way, Inc.	Claremore, OK	506 00
Rowan County United Way	Salisbury, NC	66 00
Salina Area United Way	Salina, KS	22 00
San Juan United Way	Farmington, NM	44 00
Sedalia-Pettis County United Way	Sedalia, MO	66 00
Shelby County United Way	Sidney, OH	22 00
Shiawassee United Way	Owosso, MI	88 00
Sikeston/Bootheel Area United Way, Inc	Sikeston, MO	44 00
Sioux Empire United Way, Inc	Sioux Falls, SD	506 00
Souris Valley United Way	Minot, ND	66 00
South Milam County United Way	Rockdale, TX	374 00
South-Southwest Suburban United Way	Crestwood, IL	4,466 00
Spokane County United Way	Spokane, WA	1,144 00
St John United Way	Reserve, LA	286 00
St Joseph County United Way	Centreville, MI	154 00
St Landry-Evangeline United Way	Opelousas, LA	44 00
Stillwater Area United Way, Inc	Stillwater, OK	110 00
Streator Area United Way, Inc.	Streator, IL	22 00
Terrell/Kaufman United Way	Terrell, TX	44 00
The Eaton County United Way	Charlotte, MI	682 00
The Piedmont United Way	Culpepper, VA	4,026 00
The United Way of Butler County	Butler, PA	352 00
The United Way of Central Illinois, Inc	Springfield, IL	418 00
The United Way of Central Texas, Inc	Temple, TX	418 00
The United Way of Prince Edward County, Inc	Farmville, VA	44 00
Tiffin-Seneca United Way	Tiffin, OH	22 00
Tioga United Way Inc	Owego, NY	22 00
Trenton United Way	North Charleston, SC	1,254 00
Tulsa Area United Way	Tulsa, OK	20,504 00
Twin County United Way	Lewiston, ID	22 00
Twin County United Way	Galax, VA	22 00
United Way - Thomas Jefferson Area	Charlottesville, VA	24,442 00
United Way Alliance of the Mid-Ohio Valley	Vienna, WV	374 00
United Way and Community Foundation of Northwest Iowa	Fort Dodge, IA	264 00
United Way and Volunteer Center of Clare County	Clare, MI	22 00
United Way California Capital Region	Sacramento, CA	6,886 00
United Way Capital Area	Austin, TX	3,410 00
United Way Dixie	St George, UT	66 00
United Way DuPage/West Cook	Oak Brook, IL	3,894 00
United Way for Clinton County, Inc	Frankfort, IN	462 00
United Way for Grady County	Cairo, GA	44 00
United Way for Jackson & George Counties	Pascagoula, MS	110 00
United Way for South Louisiana	Houma, LA	528 00
United Way for Southeastern Michigan	Detroit, MI	8,052 00
United Way for Spoon River Country, Inc	Canton, IL	44 00
United Way for the Greater New Orleans Area	New Orleans, LA	4,092 00
United Way Fox Cities, Inc	Menasha, WI	682 00
United Way Manitowoc County, Inc	Manitowoc, WI	66 00
United Way of Abilene	Abilene, TX	396 00
United Way of Acadiana	Lafayette, LA	1,122 00
United Way of Adair County	Westville, OK	132 00
United Way of Adams County	Decatur, IN	44 00
United Way of Adams County	Gettysburg, PA	154 00
United Way of Adams County	Quincy, IL	22 00
United Way of Aiken County, Inc	Aiken, SC	154 00
United Way of Alamance County, Inc	Burlington, NC	132 00
United Way of Allegahney County	Cumberland, MD	88 00
United Way of Allegheny County	Pittsburgh, PA	1,782 00

United Way of Allen County	Ft Wayne, IN	704 00
United Way of Amarillo and Canyon	Amarillo, TX	396 00
United Way of Anchorage	Anchorage, AK	968 00
United Way of Anderson County	Anderson, SC	242 00
United Way of Anderson County, Inc	Oak Ridge, TN	66 00
United Way of Angelina County	Lufkin, TX	154 00
United Way of Asheville & Buncombe County	Asheville, NC	286 00
United Way of Ashland County	Ashland, OH	66 00
United Way of Athens and Limestone County	Athenks, AL	88 00
United Way of Atlantic County	Galloway, NJ	88 00
United Way of Audrain County	Mexico, MO	660 00
United Way of Auglaize County, Inc	Wapakoneta, OH	66 00
United Way of Baldwin County	Foley, AL	286 00
United Way of Bamberg, Colleton & Hampton	Walterboro, SC	22 00
United Way of Bartholomew County	Columbus, IN	110 00
United Way of Barton County, Inc	Cartersville, GA	330 00
United Way of Bay County	Bay City, MI	154 00
United Way of Beaumont and North Jefferson County	Beaumont, TX	220 00
United Way of Beaver County	Monaca, PA	264 00
United Way of Becker County	Detroit Lakes, MN	110 00
United Way of Bedford County	Bedford, PA	154 00
United Way of Bedford County	Shelbyville, TN	814 00
United Way of Bemidji Area	Bemidji, MN	88 00
United Way of Benton & Lincoln Counties	Kennewick, WA	264 00
United Way of Benton and Franklin Counties	Corvallis, OR	22 00
United Way of Bergen County	Paramus, NJ	1,144 00
United Way of Berks County	Reading, PA	374 00
United Way of Bladen County	Elizabethtown, NC	22 00
United Way of Blair County	Altoona, PA	88 00
United Way of Blount County	Maryville, TN	88 00
United Way of Boone County	Belvidere, IL	88 00
United Way of Boone County	Harrison, AR	22 00
United Way of Bourbon County	Fort Scott, KS	44 00
United Way of Bradley County	Cleveland, TN	44 00
United Way of Brazoria County	Angleton, TX	176 00
United Way of Brevard County	Cocoa, FL	528 00
United Way of Bristol, TN and VA	Bristol, TN	154 00
United Way of Broome County, Inc	Binghamton, NY	176 00
United Way of Broward County	Ft Lauderdale, FL	7,458 00
United Way of Bucks County	Fairless Hills, PA	858 00
United Way of Buffalo & Ene County	Buffalo, NY	748 00
United Way of Burlington County	Rancocas, NJ	308 00
United Way of Butte and Anaconda	Butte, MT	88 00
United Way of Calvert County	Prince Frederick, MD	264 00
United Way of Camden County	Camden, NJ	154 00
United Way of Camden County, Inc.	Kingsland, GA	44 00
United Way of Campbell County	Gillette, WY	88 00
United Way of Cape May County	Wildwood, NJ	22 00
United Way of Caroline County, MD, Inc	Denton, MD	44 00
United Way of Carroll, Inc	Carroll, IA	66 00
United Way of Cascade County	Great Falls, MT	132 00
United Way of Cass-Clay	Fargo, ND	308 00
United Way of Cayuga County, Inc	Auburn, NY	44 00
United Way of Cecil County, Inc	Elkton, MD	308 00
United Way of Central Alabama, Inc	Birmingham, AL	21,054 00
United Way of Central and Northeastern Connecticut	Hartford, CT	220 00
United Way of Central Arkansas, Inc	Conway, AR	220 00
United Way of Central Carolinas, Inc	Charlotte, NC	2,354 00
United Way of Central Florida	Highland City, FL	29,524 00
United Way of Central Georgia, Inc	Macon, GA	990 00
United Way of Central Indiana	Indianapolis, IN	5,742 00
United Way of Central Iowa	Des Moines, IA	2,310 00
United Way of Central Kane County	Saint Charles, IL	506 00
United Way of Central Kansas	Great Bend, KS	66 00
United Way of Central Kentucky	Elizabethtown, KY	110 00
United Way of Central Louisiana	Alexandria, LA	440 00
United Way of Central Maryland	Baltimore, MD	7,546 00
United Way of Central Minnesota	St Cloud, MN	418 00
United Way of Central New Mexico	Albuquerque, NM	2,530 00
United Way of Central New York, Inc	Syracuse, NY	660 00

United Way of Central Ohio	Columbus, OH	8,756 00
United Way of Central Oklahoma, Inc	Oklahoma City, OK	2,596 00
United Way of Central Virginia, Inc	Lynchburg, VA	396 00
United Way of Central Washington	Yakima, WA	132 00
United Way of Champaign County	Champaign, IL	484 00
United Way of Charles County, Inc	La Plata, MD	330 00
United Way of Charlotte County, Inc	Port Charlotte, FL	176 00
United Way of Chatham County, Inc.	Pittsboro, NC	22 00
United Way of Chaves County	Roswell, NM	132 00
United Way of Chelan and Douglas Counties	Wenatchee, WA	242 00
United Way of Cherokee and Clay Counties	Murphy, NC	44 00
United Way of Chester County	West Chester, PA	352 00
United Way of Chittenden County Inc	South Burlington, VT	44 00
United Way of Citrus County	Crystal River, FL	66 00
United Way of Clarion County	Clanon, PA	154 00
United Way of Clark County	Arkadelphia, AR	22 00
United Way of Clark, Champaign and Madison Counties, Inc	Springfield, OH	220 00
United Way of Cleveland County, Inc	Shelby, NC	22 00
United Way of Cleveland-Bolivar County	Cleveland, MS	22 00
United Way of Coastal Carolina, Inc	New Bern, NC	66 00
United Way of Coastal Fairfield County	Brdgeport, CT	88 00
United Way of Coastal Georgia, Inc	Brunswick, GA	110 00
United Way of Coles County, Inc	Mattoon, IL	242 00
United Way of Collier County, Inc.	Naples, FL	176 00
United Way of Columbia County	Bloomsburg, PA	154 00
United Way of Columbia County	Magnolia, AR	66 00
United Way of Columbia County	Rainier, OR	44 00
United Way of Commerce	Commerce, TX	-22 00
United Way of Coshocton County, Inc	Coshocton, OH	44 00
United Way of Cullman County	Cullman, AL	1,078 00
United Way of Cumberland County	Fayetteville, NC	264 00
United Way of Dane County, Inc	Madison, WI	814 00
United Way of Danville Area, Inc	Danville, IL	484 00
United Way of Davidson County, Inc	Lexington, NC	110 00
United Way of Daviess County	Washington, IN	44 00
United Way of Decatur and Mid Illinois	Decatur, IL	286 00
United Way of DeKalb County	Smithville, TN	198 00
United Way of DeKalb County, Inc	Auburn, IN	66 00
United Way of Delaware County	Jay, OK	44 00
United Way of Delaware County	Wilmington, DE	1,914 00
United Way of Delaware County, Inc	Muncie, IN	242 00
United Way of Delaware County, Inc	Delaware, OH	902 00
United Way of Delaware, Inc	Wilmington, DE	4,862 00
United Way of Delta County	Escanaba, MI	66 00
United Way of Deschutes County	Bend, OR	198 00
United Way of Dickinson County	Iron Mountain, MI	22 00
United Way of Dickson County	Dickson, TN	44 00
United Way of Dodge City	Dodge City, KS	66 00
United Way of Douglas & Pope Counties	Alexandria, MN	66 00
United Way of Douglas County	Lawrence, KS	110 00
United Way of Dutchess County	Poughkeepsie, NY	110 00
United Way of East Central Alabama, Inc	Anniston, AL	154 00
United Way of East Central Iowa	Cedar Rapids, IA	682 00
United Way of East Mississippi & West Alabama	Mendian, MS	198 00
United Way of Eastern LaSalle County	Ottawa, IL	132 00
United Way of Eastern Maine	Bangor, ME	66 00
United Way of Eastern New Mexico	Clovis, NM	44 00
United Way of Edgar County, Inc	Pans, IL	22 00
United Way of Edgefield County	Edgeville, SC	22 00
United Way of El Dorado, Kansas, Inc	El Dorado, KS	22 00
United Way of El Paso County	El Paso, TX	1,474 00
United Way of Elgin	South Elgin, IL	550 00
United Way of Elizabethton/Carter County	Elizabethton, TN	22 00
United Way of Elkhart County, Inc	Elkhart, IN	308 00
United Way of Enid & Northwest Oklahoma, Inc	Enid, OK	44 00
United Way of Erie County	Ene, PA	264 00
United Way of Erie County, Inc	Sandusky, OH	88 00
United Way of Escambia County, Inc	Pensacola, FL	220 00
United Way of Essex and West Hudson	Newark, NJ	1,188 00
United Way of Etowah County	Gadsden, AL	66 00

United Way of Fairfield County	Lancaster, OH	770 00
United Way of Fayette County	Washington Court House, OH	44 00
United Way of Flathead, Lake, Lincoln Glacier & Sanders Counties	Kalispell, MT	88 00
United Way of Florence County	Florence, SC	330 00
United Way of Forsyth County	Winston-Salem, NC	704 00
United Way of Forsyth County, Inc	Cumming, GA	7,568 00
United Way of Fort Smith Area, Inc	Fort Smith, AR	198 00
United Way of Fostona, OH, Inc	Fostona, OH	44 00
United Way of Franklin County	Brookville, IN	66 00
United Way of Franklin County	Chambersburg, PA	198 00
United Way of Franklin County	Winchester, TN	22 00
United Way of Franklin County	Rocky Mount, VA	132 00
United Way of Franklin County Association	Ottawa, KS	22 00
United Way of Fredenck County, Inc	Fredenck, MD	11,924 00
United Way of Fresco County	Fresno, CA	132 00
United Way of Front Royal/Warren County	Front Royal, VA	22 00
United Way of Fulton County	Wauseon, OH	66 00
United Way of Gallia County	Gallipolis, OH	22 00
United Way of Garfield County	Rifle, CO	132 00
United Way of Garland County	Hot Sprngs, AR	308 00
United Way of Gaston County, Inc	Gastonia, NC	132 00
United Way of Genesee County	Flint, MI	396 00
United Way of Gentry, Inc	Gentry, AR	44 00
United Way of Gladwin County, Inc	Gladwin, MI	22 00
United Way of Gloucester County, Inc	Thorofare, NJ	110 00
United Way of Gordon County	Calhoun, GA	66 00
United Way of Grand Forks, E Grand Forks and Area	Grand Forks, ND	88 00
United Way of Grant County, Inc	Manon, IN	66 00
United Way of Gratiot County	Alma, MI	22 00
United Way of Grays Harbor	Aberdeen, WA	132 00
United Way of Grayson County, Inc	Sherman, TX	374 00
United Way of Greater Augusta	Fishersville, VA	1,980 00
United Way of Greater Battle Creek, Inc	Battle Creek, MI	2,948 00
United Way of Greater Chattanooga	Chattanooga, TN	440 00
United Way of Greater Cincinnati	Cincinnati, OH	1,034 00
United Way of Greater Cleveland	Cleveland, OH	1,056 00
United Way of Greater Duluth, Inc	Duluth, MN	264 00
United Way of Greater Fort Hood Area	Killeen, TX	22 00
United Way of Greater Greensboro	Greensboro, NC	286 00
United Way of Greater High Point, Inc	High Point, NC	66 00
United Way of Greater Houston	Houston, TX	1,386 00
United Way of Greater Kansas City	Kansas City, MO	5,038 00
United Way of Greater Kingsport, Inc	Kingsport, TN	66 00
United Way of Greater Knoxville	Knoxville, TN	726 00
United Way of Greater Lafayette & Tippecanoe County	Lafayette, IN	9,878 00
United Way of Greater LaPorte County	La Porte, IN	264 00
United Way of Greater Lima, Inc	Lima, OH	66 00
United Way of Greater Lorain County, Inc	Lorain, OH	352 00
United Way of Greater Los Angeles	Los Angeles, CA	6,688 00
United Way of Greater McHenry County, Inc	McHenry, IL	726 00
United Way of Greater Mercer County, Inc	Lawrenceville, NJ	22 00
United Way of Greater Milwaukee	Milwaukee, WI	3,300 00
United Way of Greater Miss-Lou	Natchez, MS	22 00
United Way of Greater Monroe County	Amory, MS	22 00
United Way of Greater New Haven	New Haven, CT	396 00
United Way of Greater Oneida, Inc	Oneida, NY	220 00
United Way of Greater Portland	Portland, ME	418 00
United Way of Greater Richmond & Petersburg	Richmond, VA	3,256 00
United Way of Greater Rochester, Inc	Rochester, NY	2,464 00
United Way of Greater St Joseph	St Joseph, MO	198 00
United Way of Greater St Louis	Swansea, IL	3,036 00
United Way of Greater St. Louis, Inc	St Louis, MO	14,520 00
United Way of Greater Stark County	Canton, OH	330 00
United Way of Greater Texarkana	Texarkana, TX	22 00
United Way of Greater Texarkana, Inc	Texarkana, TX	110 00
United Way of Greater Toledo	Toledo, OH	638 00
United Way of Greater Topeka	Topeka, KS	352 00
United Way of Greater Union County	Elizabeth, NJ	484 00
United Way of Greater Williamsburg	Williamsburg, VA	198 00
United Way of Greenbnar Valley	Lewisburg, WV	44 00
United Way of Greene County, Inc	Greeneville, TN	66 00



United Way of Greenville County, Inc	Greenville, SC	946 00
United Way of Greenwood County	Greenwood, SC	44 00
United Way of Grundy County	Morris, IL	22 00
United Way of Guernsey and Noble Counties	Cambridge, OH	44 00
United Way of Hall County, Inc	Gainesville, GA	1,760 00
United Way of Hamblen County	Momstown, TN	22 00
United Way of Hancock County	Findlay, OH	132 00
United Way of Harnett County	Dunn, NC	132 00
United Way of Harrison County, Inc	Clarksburg, WV	484 00
United Way of Harrisonburg & Rockingham Co , Inc	Harrisonburg, VA	176 00
United Way of Hartsville County	Hartsville, SC	22 00
United Way of Hawkins County	Rogersville, TN	44 00
United Way of Hays County	San Marcos, TX	44 00
United Way of Haywood County, Inc	Waynesville, NC	22 00
United Way of Henderson County	Henderson, KY	22 00
United Way of Henderson County, Inc	Hendersonville, NC	110 00
United Way of Henry County & Martinsville	Martinsville, VA	22 00
United Way of Hernando County, Inc	Spring Hill, FL	286 00
United Way of Hood County	Granbury, TX	88 00
United Way of Hopewell-Prince George	Hopewell, VA	22 00
United Way of Horry County, Inc	Conway, SC	286 00
United Way of Howard County	Kokomo, IN	88 00
United Way of Hunt County, Inc	Greenville, TX	154 00
United Way of Hunt County	Commerce, TX	22 00
United Way of Hunterdon County	Flemington, NJ	110 00
United Way of Huntington County, Inc	Huntington, IN	22 00
United Way of Iberia, Inc	New Iberia, LA	132 00
United Way of Idaho Falls & Bonneville County, Inc	Idaho Falls, ID	132 00
United Way of Illinois Valley Inc	La Salle, IL	132 00
United Way of Independence County, Inc	Batesville, AR	66 00
United Way of Indian River County	Vero Beach, FL	22 00
United Way of Indiana County	Indiana, PA	132 00
United Way of Ionia County	Ionia, MI	242 00
United Way of Iredell County	Statesville, NC	22 00
United Way of Iron County, Inc	Cedar City, UT	22 00
United Way of Isabella County, Inc	Mt Pleasant, MI	132 00
United Way of Island County	Oak Harbor, WA	22 00
United Way of Jackson County	Jackson, MI	286 00
United Way of Jackson County, Inc	Medford, OR	286 00
United Way of Johnson County	Cleburne, TX	132 00
United Way of Johnson County	Franklin, IN	154 00
United Way of Kankakee County	Kankakee, IL	154 00
United Way of Kennebec Valley	Augusta, ME	88 00
United Way of Kern County, Inc	Bakersfield, CA	29,238 00
United Way of Kershaw County	Camden, SC	154 00
United Way of King County	Seattle, WA	3,938 00
United Way of Kitsap County	Bremerton, WA	352 00
United Way of Knox County	Vincennes, IN	44 00
United Way of Knox County, Inc	Galesburg, IL	88 00
United Way of Knox County, Inc	Mount Vernon, OH	968 00
United Way of Kootenai County	Coeur D'Alene, ID	374 00
United Way of Kosciusko County	Warsaw, IN	66 00
United Way of Labette County	Parsons, KS	22 00
United Way of Lake & Sumter Counties, Inc	Leesburg, FL	550 00
United Way of Lake County, Inc	Gurnee, IL	462 00
United Way of Lake County, Inc	Mentor, OH	242 00
United Way of Lancaster County	Lancaster, PA	572 00
United Way of Lane County	Springfield, OR	594 00
United Way of Lapeer County	Lapeer, MI	66 00
United Way of Laramie County	Cheyenne, WY	176 00
United Way of Lanmer County, Inc	Fort Collins, CO	3,718 00
United Way of Laurel County	London, KY	66 00
United Way of Laurens County, Inc	Clinton, SC	88 00
United Way of Lawrence County	New Castle, PA	2,442 00
United Way of Lawton-Ft Sill	Lawton, OK	154 00
United Way of Lea County, Inc	Hobbs, NM	22 00
United Way of Leavenworth County	Leavenworth, KS	22 00
United Way of Lebanon County	Lebanon, PA	220 00
United Way of Lee County, Inc	Fort Myers, FL	374 00

United Way of Lee County, Inc	Auburn, AL	264 00
United Way of Lee County, Inc	Sanford, NC	22 00
United Way of Leflore County, Inc	Greenwood, MS	88 00
United Way of Lewis & Clark County	Helena, MT	66 00
United Way of Lewis County	Chehalis, WA	88 00
United Way of Lewis County	Weston, WV	110 00
United Way of Licking County	Newark, OH	27,918 00
United Way of Lincoln & Lancaster County	Lincoln, NE	30,008 00
United Way of Linn County	Albany, OR	242 00
United Way of Logan County	Lincoln, IL	836 00
United Way of Logan County, Inc	Bellevue, OH	44 00
United Way of Long Island	Deer Park, NY	9,218 00
United Way of Loudon County	Knoxville, TN	132 00
United Way of Lowndes County	Valdosta, GA	22 00
United Way of Lowndes County	Columbus, MS	66 00
United Way of Madison County, Inc	Anderson, IN	308 00
United Way of Madison County, Inc	Huntsville, AL	682 00
United Way of Manatee County, Inc	Bradenton, FL	462 00
United Way of Marathon County, Inc	Wausau, WI	242 00
United Way of Marion County	Marion, OH	22 00
United Way of Marion County, Inc	Ocala, FL	374 00
United Way of Marion County, Inc	Fairmont, WV	352 00
United Way of Marquette County	Marquette, MI	286 00
United Way of Marshall County	Guntersville, AL	286 00
United Way of Marshall County, Inc	Plymouth, IN	88 00
United Way of Martin County, Inc	Stuart, FL	198 00
United Way of Mason County	Shelton, WA	198 00
United Way of Massachusetts Bay and Merrimack Valley	Boston, MA	198 00
United Way of Matanuska Susitna Borough	Wasilla, AK	88 00
United Way of Maury County, Inc	Columbia, TN	88 00
United Way of Mayes County	Pryor, OK	22 00
United Way of McLean County	Bloomington, IL	395,422 00
United Way of McLeod County	Hutchinson, MN	66 00
United Way of McMinn & Meigs Counties	Athens, TN	44 00
United Way of McPherson, Inc	McPherson, KS	22 00
United Way of Medina County	Medina, OH	726 00
United Way of Mercer County	Sharon, PA	154 00
United Way of Mesa County	Grand Junction, CO	220 00
United Way of Metropolitan Atlanta	Atlanta, GA	38,808 00
United Way of Metropolitan Chicago	Chicago, IL	5,104 00
United Way of Metropolitan Dallas	Dallas, TX	11,176 00
United Way of Metropolitan Nashville	Nashville, TN	1,122 00
United Way of Miami - Dade	Miami, FL	4,928 00
United Way of Midland County	Midland, MI	66 00
United Way of Mineral County	Keyser, WV	88 00
United Way of Missoula County	Missoula, MT	286 00
United Way of Mitchell County, Inc	Spruce Pine, NC	22 00
United Way of Monmouth County	Farmingdale, NJ	220 00
United Way of Monongalia & Preston Counties	Morgantown, WV	242 00
United Way of Monroe County	Bloomington, IN	132 00
United Way of Monroe County, Inc	Monroe, MI	154 00
United Way of Monterey County	Monterey, CA	88 00
United Way of Montgomery County, Inc	Amsterdam, NY	242 00
United Way of Moore County	Southern Pines, NC	66 00
United Way of Morgan County	Decatur, AL	22 00
United Way of Morgan County, Inc	Fort Morgan, CO	44 00
United Way of Morrow County, Inc	Mount Gilead, OH	22 00
United Way of Moscow/Latah County	Moscow, ID	44 00
United Way of Mountain City / Johnson County	Mountain City, TN	22 00
United Way of Murray-Calloway County	Murray, KY	22 00
United Way of Muskingum, Perry, and Morgan Counties	Zanesville, OH	1,958 00
United Way of Natrona County, Inc.	Casper, WY	264 00
United Way of New York City	New York, NY	2,904 00
United Way of Noble County, Inc	Kendallville, IN	66 00
United Way of Norman, Inc	Norman, OK	528 00
United Way of North Central Florida	Gainesville, FL	176 00
United Way of North Central Iowa	Mason City, IA	66 00
United Way of North Central Mississippi	Starkville, MS	22 00
United Way of Northeast Arkansas	Jonesboro, AR	132 00
United Way of Northeast Florida, Inc	Jacksonville, FL	29,392 00
United Way of Northeast Georgia	Athens, GA	1,936 00

United Way of Northeast Kentucky	Ashland, KY	22 00
United Way of Northeast Louisiana	Monroe, LA	1,056 00
United Way of Northeast Michigan	Alpena, MI	22 00
United Way of Northeast Mississippi	Tupelo, MS	374 00
United Way of Northeastern Minnesota	Chisholm, MN	66 00
United Way of Northeastern SD, Inc	Aberdeen, SD	66 00
United Way of Northern Arizona	Flagstaff, AZ	132 00
United Way of Northern California	Redding, CA	110 00
United Way of Northern New Jersey	Morristown, NJ	16,038 00
United Way of Northern New Mexico	Los Alamos, NM	44 00
United Way of Northern Shenandoah Valley	Winchester, VA	242 00
United Way of Northern Utah	Ogden, UT	286 00
United Way of Northwest Alabama	Florence, AL	308 00
United Way of Northwest Arkansas	Lowell, AR	704 00
United Way of Northwest Florida	Panama City, FL	154 00
United Way of Northwest Georgia	Dalton, GA	374 00
United Way of Northwest Louisiana	Shreveport, LA	968 00
United Way of Northwest Michigan	Traverse City, MI	352 00
United Way of Obion County, Inc	Union City, TN	44 00
United Way of Ocean County	Toms River, NJ	330 00
United Way of Oconee County	Seneca, SC	44 00
United Way of Odessa	Odessa, TX	308 00
United Way of Okaloosa - Walton County, Inc	Ft Walton Beach, FL	286 00
United Way of Olmsted County, Inc	Rochester, MN	308 00
United Way of Orange County	Montgomery, NY	1,100 00
United Way of Oxford-Lafayette County	Oxford, MS	528 00
United Way of Paducah-McCracken County	Paducah, KY	44 00
United Way of Palm Beach County	Boynton Beach, FL	2,992 00
United Way of Paola	Paola, KS	22 00
United Way of Parker County	Weatherford, TX	374 00
United Way of Pasco County	Port Richey, FL	770 00
United Way of Passaic County	Paterson, NJ	3,894 00
United Way of Pekin	Pekin, IL	1,386 00
United Way of Perry County	Tell City, IN	22 00
United Way of Pickaway County	Circleville, OH	22 00
United Way of Pickens County	Easley, SC	88 00
United Way of Pierce County	Tacoma, WA	9,526 00
United Way of Pike County, Inc	Milford, PA	132 00
United Way of Pinal County	Casa Grande, AZ	1,738 00
United Way of Pitt County	Greenville, NC	286 00
United Way of Ponca City, Inc	Ponca City, OK	22 00
United Way of Pontiac	Pontiac, IL	330 00
United Way of Portage County	Ravenna, OH	22 00
United Way of Porter County	Valparaiso, IN	660 00
United Way of Posey County, Inc	Mount Vernon, IN	22 00
United Way of Pottawatomie County, Inc	Shawnee, OK	66 00
United Way of Putnam County	Cookeville, TN	66 00
United Way of Putnam County, Inc	Palatka, FL	66 00
United Way of Putnam County, Inc	Greencastle, IN	44 00
United Way of Queen Anne's County	Chester, MD	110 00
United Way of Randolph County	Winchester, IN	22 00
United Way of Randolph County	Moberly, MO	726 00
United Way of Randolph County	Elkins, WV	44 00
United Way of Reno County, Inc	Hutchinson, KS	88 00
United Way of Richland County	Mansfield, OH	44 00
United Way of Riley County	Manhattan, KS	22 00
United Way of Roane County	Harriman, TN	66 00
United Way of Roanoke Valley, Inc	Roanoke, VA	638 00
United Way of Robeson County	Lumberton, NC	22 00
United Way of Rock River Valley	Rockford, IL	726 00
United Way of Rockingham County	Wentworth, NC	22 00
United Way of Rome & Floyd County, Inc	Rome, GA	220 00
United Way of Ross County	Chillicothe, OH	44 00
United Way of Russell & Washington Counties, Inc	Abingdon, VA	110 00
United Way of Rutherford and Cannon Counties	Murfreesboro, TN	32,362 00
United Way of Rutherford County, Inc.	Spindale, NC	44 00
United Way of Saginaw County	Saginaw, MI	484 00
United Way of Salem County, Inc	Salem, NJ	22 00
United Way of Saline County	Marshall, MO	44 00

United Way of Salt Lake	Salt Lake City, UT	2,684 00
United Way of Sampson County, Inc	Clinton, NC	44 00
United Way of San Antonio and Bexar County	San Antonio, TX	1,386 00
United Way of San Diego County	San Diego, CA	4,906 00
United Way of San Joaquin County, Inc	Stockton, CA	132 00
United Way of San Luis Obispo County	San Luis Obispo, CA	88 00
United Way of Sanilac County	Lexington, MI	22 00
United Way of Santa Fe County, Inc	Santa Fe, NM	154 00
United Way of Santa Rosa County, Inc	Milton, FL	286 00
United Way of Sarasota County, Inc	Sarasota, FL	286 00
United Way of Scioto County, Inc	Portsmouth, OH	110 00
United Way of Scotland County, Inc	Launenburg, NC	44 00
United Way of Scott County, Inc	Scottsburg, IN	22 00
United Way of Sevier County	Sevierville, TN	22 00
United Way of Siouxland	Sioux City, IA	110 00
United Way of Skagit County	Burlington, WA	66 00
United Way of Snohomish County	Everett, WA	1,826 00
United Way of South Central Georgia	Tifton, GA	110 00
United Way of South Central Idaho, Inc	Twin Falls, ID	132 00
United Way of South Central Illinois	Mount Vernon, IL	242 00
United Way of South Central Kentucky	Somerset, KY	110 00
United Way of South Central Missouri	Rolla, MO	66 00
United Way of South Georgia, Inc	Waycross, GA	88 00
United Way of South Hampton Roads	Norfolk, VA	1,452 00
United Way of South Mississippi, Inc	Gulfport, MS	682 00
United Way of Southeast Alaska	Juneau, AK	44 00
United Way of Southeast Arkansas	Pine Bluff, AR	132 00
United Way of Southeast Georgia, Inc	Statesboro, GA	44 00
United Way of Southeast Mississippi, Inc	Hattiesburg, MS	418 00
United Way of Southeast Missouri	Cape Girardeau, MO	220 00
United Way of Southeastern Idaho	Pocatello, ID	132 00
United Way of Southeastern Oklahoma, Inc	Mc Alester, OK	22 00
United Way of Southeastern Pennsylvania	Philadelphia, PA	30,448 00
United Way of Southern Chautauqua County	Jamestown, NY	44 00
United Way of Southern Columbiana County	East Liverpool, OH	22 00
United Way of Southern Illinois	Manon, IL	440 00
United Way of Southern Nevada	Las Vegas, NV	2,706 00
United Way of Southern West Virginia	Beckley, WV	572 00
United Way of Southwest Alabama, Inc	Mobile, AL	506 00
United Way of Southwest Georgia	Albany, GA	220 00
United Way of Southwest Louisiana, Inc	Lake Charles, LA	418 00
United Way of Southwest Michigan	Benton Harbor, MI	88 00
United Way of Southwest Minnesota	Marshall, MN	176 00
United Way of Southwest Missouri and Southeast Kansas	Joplin, MO	286 00
United Way of Southwest New Mexico	Las Cruces, NM	132 00
United Way of Southwest Virginia, Inc	Gate City, VA	44 00
United Way of Southwest Wyoming	Rock Springs, WY	66 00
United Way of Southwestern Indiana, Inc	Evansville, IN	528 00
United Way of Southwestern Oregon	Coos Bay, OR	22 00
United Way of St Clair County	Port Huron, MI	550 00
United Way of St Francois County	Farmington, MO	44 00
United Way of St Johns County	St Augustine, FL	3,014 00
United Way of St Joseph County, Inc	South Bend, IN	616 00
United Way of St Lucie County	Ft Pierce, FL	396 00
United Way of St Mary's County, Inc	California, MD	110 00
United Way of Stanislaus County	Modesto, CA	110 00
United Way of Stanly County, Inc	Albemarle, NC	22 00
United Way of Stephens County, Inc	Duncan, OK	66 00
United Way of Summit County	Akron, OH	572 00
United Way of Sumner County	Gallatin, TN	44 00
United Way of Sumter, Clarendon & Lee Counties, Inc	Sumter, SC	66 00
United Way of Suwannee Valley, Inc	Lake City, FL	22 00
United Way of Sylacauga	Sylacauga, AL	88 00
United Way of Tampa Bay, Inc	Tampa, FL	5,060 00
United Way of Tarrant County	Fort Worth, TX	4,554 00
United Way of the Adirondack Region, Inc	Plattsburgh, NY	22 00
United Way of The Bay Area	San Francisco, CA	10,692 00
United Way of the Big Bend, Inc	Tallahassee, FL	484 00
United Way of the Black Hills	Rapid City, SD	220 00
United Way of the Bluegrass	Lexington, KY	924 00
United Way of the Brazos Valley, Inc	College Station, TX	154 00

United Way of the Capital Area Inc.	Jackson, MS	1,474 00
United Way of the Capital Region	Enola, PA	264 00
United Way of the Central Savannah River Area	Augusta, GA	396 00
United Way of the Chattahoochee Valley	Columbus, GA	440 00
United Way of the Coalfield, Inc	Madisonville, KY	44 00
United Way of the Coastal Bend	Corpus Christi, TX	968 00
United Way of the Coastal Empire, Inc	Savannah, GA	440 00
United Way of the Columbia-Willamette	Portland, OR	3,344 00
United Way of the Concho Valley	San Angelo, TX	242 00
United Way of the Desert	Palm Springs, CA	88 00
United Way of the Eastern Panhandle	Martinsburg, WV	1,430 00
United Way of the Eastern Upper Panhandle	Sault Saint Marie, MI	44 00
United Way of the Greater Capital Region	Albany, NY	28,402 00
United Way of the Greater Chippewa Valley, Inc	Eau Claire, WI	374 00
United Way of the Greater Clarksville Region, Inc	Clarksville, TN	88 00
United Way of the Greater Dayton Area	Dayton, OH	616 00
United Way of the Greater Triangle, Inc	Research Triangle Park, NC	2,706 00
United Way of the Highland Rim	Tullahoma, TN	308 00
United Way of the Inland Valleys	Riverside, CA	726 00
United Way of the Lakeshore	Muskegon, MI	176 00
United Way of the Laurel Highlands, Inc	Johnstown, PA	154 00
United Way of the Low Country, Inc.	Beaufort, SC	88 00
United Way of the Lower Eastern Shore	Salisbury, MD	110 00
United Way of the Mark Twain Area	Hannibal, MO	110 00
United Way of the Midlands	Columbia, SC	2,266 00
United Way of the Midlands	Omaha, NE	2,574 00
United Way of the Mid-South	Memphis, TN	1,122 00
United Way of the Mid-Willamette Valley	Salem, OR	3,806 00
United Way of the National Capital Area	Vienna, VA	8,162 00
United Way of the Navajo Nation	Window Rock, AZ	88 00
United Way of the North Shore	Northfield, IL	-423 50
United Way of the Ohio Valley	Owensboro, KY	242 00
United Way of the Ozarks	Springfield, MO	880 00
United Way of the Pennynle	Hopkinsville, KY	110 00
United Way of the Piedmont	Spartanburg, SC	682 00
United Way of the Pine Belt Region	Laurel, MS	44 00
United Way of the Plains	Wichita, KS	1,100 00
United Way of the Quad Cities Area, Inc	Davenport, IA	748 00
United Way of the River Cities, Inc	Huntington, WV	242 00
United Way of the Southern Tier	Corning, NY	22 00
United Way of the Tanana Valley	Fairbanks, AK	88 00
United Way of the Upper Ohio Valley	Wheeling, WV	198 00
United Way of the Valley & Greater Utica	Utica, NY	198 00
United Way of the Virginia Peninsula	Newport News, VA	286 00
United Way of the Virginia's, Inc	Bluefield, WV	44 00
United Way of the Wabash Valley, Inc	Terre Haute, IN	242 00
United Way of the Wine Country	Santa Rosa, CA	286 00
United Way of Thomas County	Thomasville, GA	44 00
United Way of Thurston County	Olympia, WA	12,540 00
United Way of Transylvania County	Brevard, NC	22 00
United Way of Treasure Valley, Inc	Boise, ID	1,408 00
United Way of Trn-County, Inc	Farmington, MA	44 00
United Way of Trumbull County	Warren, OH	88 00
United Way of Tucson and Southern Arizona	Tucson, AZ	1,342 00
United Way of Tyler-Smith County	Tyler, TX	550 00
United Way of Upson County	Thomaston, GA	66 00
United Way of Venango County, Inc	Reno, PA	154 00
United Way of Ventura County	Camarillo, CA	6,666 00
United Way of Volusia - Flager Co , Inc	Daytona Beach, FL	924 00
United Way of Wabash Valley	Terre Haute, IN	22 00
United Way of Waco-McLennan County	Waco, TX	770 00
United Way of Walker County	Huntsville, TX	110 00
United Way of Walla Walla County	Walla Walla, WA	22 00
United Way of Walton County	Monroe, GA	682 00
United Way of Walworth County	Elkhorn, WI	132 00
United Way of Wapello County	Ottumwa, IA	88 00
United Way of Warren County	McMinnville, TN	198 00
United Way of Washington County	Washington, PA	550 00
United Way of Washington County, Maryland, Inc	Hagerstown, MD	2,948 00
United Way of Washington County, Tennessee, Inc.	Johnson City, TN	242 00

United Way of Washtenaw County	Ann Arbor, MI	198 00
United Way of Wayne & Holmes Counties, Inc.	Wooster, OH	88 00
United Way of Wayne County	Goldsboro, NC	22 00
United Way of Weld County	Greeley, CO	24,112 00
United Way of West Alabama, Inc	Tuscaloosa, AL	484 00
United Way of West Ellis County	Midlothian, TX	308 00
United Way of West Georgia, Inc	Lagrange, GA	88 00
United Way of West Tennessee, Inc	Jackson, TN	286 00
United Way of West Virginia	Charleston, WV	1,518 00
United Way of Westchester & Putnam Inc	White Plains, NY	154 00
United Way of Western Connecticut	Danbury, CT	44 00
United Way of Western Crawford County	Meadville, PA	220 00
United Way of Western Nebraska	Scottsbluff, NE	132 00
United Way of Westmoreland County	Greensburg, PA	1,034 00
United Way of Whatcom County	Bellingham, WA	44 00
United Way of White County	Cleveland, GA	44 00
United Way of White County, Inc	Searcy, AR	154 00
United Way of Whitewater Valley	Richmond, IN	110 00
United Way of Will County	Joliet, IL	3,168 00
United Way of Williamson County	Round Rock, TX	22 00
United Way of Williamson County	Franklin, TN	704 00
United Way of Wilson County	Lebanon, TN	418 00
United Way of Wilson County, Inc	Wilson, NC	22 00
United Way of Wise County	Decatur, TX	22 00
United Way of Wyandotte County, Inc	Kansas City, KS	264 00
United Way of Wyoming Valley	Wilkes Barre, PA	352 00
United Way of Wythe County	Wytheville, VA	88 00
United Way of Yavapai County, Inc	Prescott Valley, AZ	220 00
United Way of Yellowstone County	Billings, MT	1,056 00
United Way of York County	Kennebunk, ME	66 00
United Way of York County	York, PA	286 00
United Way of York County, SC	Rock Hill, SC	748 00
United Way of Youngstown and the Mahoning Valley	Youngstown, OH	330 00
United Way of Yuma County	Yuma, AZ	22 00
United Way Services, Inc	Dubuque, IA	88 00
United Way Silicon Valley	San Jose, CA	4,400 00
United Way St Crox Valley, Inc	Hudson, WI	110 00
United Way Tar River Region	Rocky Mount, NC	154 00
United Way of Cache Valley	Logan, UT	132 00
United Way - Selma & Dallas County	Selma, AL	22 00
United Way of Central Maryland	Baltimore, MD	4,840 00
United Way of Northern Nevada and the Sierra	Reno, NV	352 00
United Way of Southern Kentucky, Inc	Bowling Green, KY	484 00
United Way of Southwest Colorado	Durango, CO	88 00
Valley of The Sun United Way	Phoenix, AZ	20,680 00
Van Buren County United Way, Inc	Paw Paw, MI	528 00
Victoria County United Way	Victoria, TX	286 00
Warren County United Way, Inc	Lebanon, OH	484 00
Weirton United Way, Inc.	Weirton, WV	22 00
White County United Way, Inc	Monticello, IN	1,078 00
Wiregrass United Way, Inc	Dothan, AL	198 00
United Way of York Region	Markham, ON	36,147 38
<b>Total United Way</b>		<b>1,419,039 38</b>
<b>College Matching Gift Program</b>		<b>3,230,836 92</b>
<b>Good Neighbor Grant Program</b>		<b>2,877,129 69</b>
<b>Total Grants to Individuals &amp; Organizations</b>		<b>16,393,064.99</b>
<b>Less: Grants to Individuals</b>		<b>(80,000.00)</b>
<b>Total Grants to Organizations</b>		<b>16,313,064.99</b>

**State Farm Companies Foundation**  
**36-06110423**  
**FORM 990-PF, 2011**

Note. The organizations listed below are not private foundations. They are either public charities, educational institutions, or divisions of state and local governments.

**Commitments for 2012**

*Scholarships*

National Merit Scholarships 2009	800,000.00
National Merit Scholarships 2010	800,000.00
National Merit Scholarships 2011	800,000.00
National Merit Scholarships 2012	800,000.00
National Merit \$2500 Scholarships	47,500 00

*Grants*

Community Cancer Center	500,000.00
Illinois State University	905,730 00
Illinois Wesleyan University	3,000,000.00
University of Illinois	90,000 00

**Total**

7,743,230.00