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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning

, 2011, and ending

, 20

Name of foundation MARTIN BLACKLEDGE TRUST		A Employer identification number 37-6241638
Number and street (or P O box number if mail is not delivered to street address) GERMAN AMERICAN 246 3RD AVE	Room/suite	B Telephone number (see instructions) 812-437-7320
City or town, state, and ZIP code JASPER IN 47546-		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 427,399.		E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instr.))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temp. cash investments	17.	17.		
	4 Dividends and interest from securities	8,389.	8,389.		
	5a Gross rents				
	b (Net rental income or (loss))				
	6a Net gain/(loss) from sale of assets not on line 10	(18,550.)			
	b Gross sales price for all assets on line 6a	300,992.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			2,746.	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,083.	1,083.			
12 Total. Add lines 1 through 11	(9,061.)	9,489.	2,746.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	6,009.	5,609.		400.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	695.	595.		100.
	b Accounting fees (attach schedule)	1,800.	1,500.		300.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	36.			
	19 Depreciation (attach sch.) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	250.			
	22 Printing and publications				
	23 Other expenses (attach schedule)	15.			
	24 Total operating and administrative expenses. Add lines 13 through 23	8,805.	7,704.		800.
	25 Contributions, gifts, grants paid	17,500.			17,800.
26 Total exp. & disbursements. Add lines 24 and 25	26,305.	7,704.		18,600.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	(35,366.)				
b Net investment income (if neg., enter -0-)		1,785.			
c Adjusted net income (if neg., enter -0-)			2,746.		

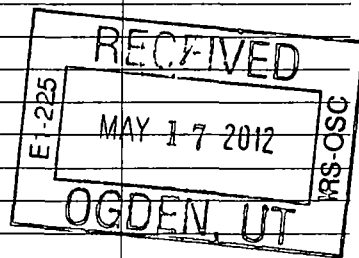
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Form 990-PF (2011)

BCA

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SCANNED MAY 18 2012



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	14,919.	12,493.	12,493.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,401.	561.	561.
	10a	Investments - U S and state govt obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	344,193.	380,656.	399,253.
	c	Investments - corporate bonds (attach schedule)	81,887.	13,024.	15,092.
	11	Investments - land, buildings and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
Liabilities	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	442,400.	406,734.	427,399.
	17	Accounts payable and accrued expenses			
Liabilities	18	Grants payable	9,450.	9,150.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	9,450.	9,150.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted	432,950.	397,584.	
		Foundations that do not follow SFAS 117, ck. here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	432,950.	397,584.	
	31	Total liabilities and net assets/fund balances (see instructions)	442,400.	406,734.	

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	432,950.
2	Enter amount from Part I, line 27a	2	(35,366.)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	397,584.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	397,584.

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.)
1 a 400 SH LINCOLN NAT CORP SEC PFD	P	11/06/2006	07/07/2011
b 6873+ SH VANGUARD BD INDEX FUND	P	11/06/2006	08/19/2011
c 1294+ SH ROYCE VALUE PLUS FUND	P	11/06/2006	08/19/2011
d 505+ SH GOLDMAN SACHS MID CAP VALUE FD	P	01/30/2006	08/19/2011
e SEE ATTACHED WORKSHEET			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 10,000.		10,262.	(262.)
b 75,948.		68,864.	7,084.
c 14,819.		17,571.	(2,752.)
d 15,824.		18,271.	(2,447.)
e 184,402.		204,575.	(20,173.)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			(262.)
b			7,084.
c			(2,752.)
d			(2,447.)
e			(20,173.)

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	(18,550.)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	2,746.

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 beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010			
2009			
2008			
2007			
2006			

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	36.
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	36.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	36.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	597.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	597.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	561.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 561. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>il</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV in instructions)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>home.midwest.net/~cbconly/blac</u>	13	X	
14	The books are in care of ► <u>GERMAN AMERICAN</u> Telephone no ► <u>812-437-7320</u> Located at ► <u>4424 VOGEL ROAD</u> IN <u>EVANSVILLE</u> ZIP+4 ► <u>47715-</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __, 20 __, 20 __, 20 __		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 the 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**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

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

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 comp	(e) Expense account, other allowances
PATRICIA EVANS 4424 VOGEL		SEE	STMT	
JAY WALDEN 202 E NORTH				
DAVID CAMPBELL 609 W MAIN				
LUCINDA CONLEY 301 S WALNUT				

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 the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3	
Total Add lines 1 through 3	

Form 990-PF (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	437,740.
b	Average of monthly cash balances	1b	11,113.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	448,853.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	448,853.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,733.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	442,120.
6	Minimum investment return. Enter 5% of line 5	6	22,106.

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

1	Minimum investment return from Part X, line 6	1	22,106.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	36.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	36.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,070.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,070.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,070.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.-total from Part I, column (d), line 26	1a	18,600.
b	Program-related investments-total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,600.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,600.

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.

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				22,070.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			17,570.	
b Total for prior yrs 20 __, 20 __, 20 __				
3 Excess distribs carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 18,600.				
a Applied to 2010, but not more than line 2a			17,570.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				1,030.
e Remaining amt distributed out of corpus				
5 Excess distribs carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in col (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, & 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				21,040.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a 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					

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

GERMAN AMERICAN BANK 812-437-7320 PO BOX 5189 EVANSVILLE IN 47715-

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

LETTER OF APPLICATION, PROOF OF TAX EXEMPTION, BUDGET OR PROJECT INFO

- c Any submission deadlines

NONE, BUT MEETINGS ARE NORMALLY HELD EARLY MAY AND LATE OCTOBER ANNUALLY

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
- STRONG PREFERENCE TO WHITE COUNTY AND SOUTHERN ILLINOIS CHARITIES

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ASHLAND 2225 CO 62820		PUBLIC	CHARITABLE	150.
BIG PRAI 1454 CO 62821		PUBLIC	CHARITABLE	150.
BT PRAIR 201 ELLI 62806		PUBLIC	CHARITABLE	150.
BT PRAIR 1750 CO 62821		PUBLIC	CHARITABLE	150.
CARMI NE 400 W FA 62821		PUBLIC	CHARITABLE	150.
CHERRY S PO BOX 6 62821		PUBLIC	CHARITABLE	150.
GRAYVILL 321 W MI 62844		PUBLIC	CHARITABLE	150.
COMMUNIT 409 10TH 62821		PUBLIC	CHARITABLE	150.
CONCORD 472 CO R 62821		PUBLIC	CHARITABLE	150.
ENFIELD 213 W NO 62835		PUBLIC	CHARITABLE	150.
CROSSROA 583 HWY 62869		PUBLIC	CHARITABLE	150.
CROSSVIL PO BOX 2 62827		PUBLIC	CHARITABLE	150.
CROSSVIL PO BOX 9 62827		PUBLIC	CHARITABLE	150.
ENFIELD 319 RAIL 62835		PUBLIC	CHARITABLE	150.
ENFIELD PO BOX 2 62835		PUBLIC	CHARITABLE	150.
FAITH TA 900 N 9T 62821		PUBLIC	CHARITABLE	150.
CARMI FI PO BOX 2 62821		PUBLIC	CHARITABLE	150.
ST PATRI 209 4TH 62821		PUBLIC	CHARITABLE	150.
CARMI FI 702 W KE 62821		PUBLIC	CHARITABLE	150.
CARMI FI 310 S FI 62821		PUBLIC	CHARITABLE	150.
ST POLYC 209 4TH 62821		PUBLIC	CHARITABLE	150.
SUNSET C 311 PLUM 62821		PUBLIC	CHARITABLE	150.
TEMPLE O 210 W MA 62827		PUBLIC	CHARITABLE	150.
UNION CO PO BOX 2 62869		PUBLIC	CHARITABLE	150.
UNITED C 204 S PO 62869		PUBLIC	CHARITABLE	150.
WESLEY C 1251 CO 62835		PUBLIC	CHARITABLE	150.
WEST ANT RR 1 62862		PUBLIC	CHARITABLE	150.
WORLD HA 1600 SAU 62821		PUBLIC	CHARITABLE	150.
FULL GOS 901 SYCA 62821		PUBLIC	CHARITABLE	150.
EMMANUEL 700 THIR 62821		PUBLIC	CHARITABLE	150.
UNION RI 1163 COU 62821		PUBLIC	CHARITABLE	150.
STEWART PO BOX 1 62821		PUBLIC	CHARITABLE	150.
Total			3a	17,800.
b Approved for future payment				
ASHLAND 2225 COU 62820		PUBLIC	CHARITABLE	150.
BIG PRAI 1454 CO 62821		PUBLIC	CHARITABLE	150.
BT PRAIR 201 ELLI 62806		PUBLIC	CHARITABLE	150.
BT PRAIR 1750 CO 62821		PUBLIC	CHARITABLE	150.
CARMI CO 305 S TH 62821		PUBLIC	CHARITABLE	150.
CHERRY S PO BOX 6 62821		PUBLIC	CHARITABLE	150.
GRAYVILL 321 W MI 62844		PUBLIC	CHARITABLE	150.
COMMUNIT 409 10TH 62821		PUBLIC	CHARITABLE	150.
CONCORD 472 CO R 62867		PUBLIC	CHARITABLE	150.
CORNERST PO BOX 2 62844		PUBLIC	CHARITABLE	150.
CROSSROA 583 HWY 62869		PUBLIC	CHARITABLE	150.
CROSSVIL PO BOX 2 62827		PUBLIC	CHARITABLE	150.
CROSSVIL PO BOX 9 62827		PUBLIC	CHARITABLE	150.
EMMANUEL 700 THIR 62821		PUBLIC	CHARITABLE	150.
ENFIELD 319 RAIL 62835		PUBLIC	CHARITABLE	150.
ENFIELD 100 N FI 62835		PUBLIC	CHARITABLE	150.
SEE SCHE ALL PUBL		PUBLIC	CHARITABLE	6,750.
Total			3b	9,150.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Excl code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	17.	
4	Dividends and interest from securities			14	8,389.	
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			18	(18,550.)	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a EXPENSE REIMBURSEMENT			14	1,083.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				(9,061.)	
13	Total. Add line 12, columns (b), (d), and (e)					(9,061.)

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

US 990**Other Income****2011**

Description	Revenue and expenses per books	Investment income	Adjusted net income
REIMBURSEMENT ON COST OF MOVING ACC	1,083.	1,083.	
	1,083.	1,083.	

2011

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US 990		Taxes			2011
Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes	
EXCISE TAX ON INVESTMENT INCOME	36. 36.				

US 990		Other Expenses		2011	
Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes	
ILLINOIS CHARITY BUREAU FUND	15.				
	15.				

US 990

Investments: Corporate Stock as of Year End

2011

Description	Book value	FMV
COLMBIA ACORN TRUST FUND CLASS Z	11,798.	16,656.
HARTFORD MUTUAL FUNDS DIV & GWT CL I	59,875.	66,681.
HOMESTEAD FUNDS SMALL CO STOCK FUND	15,475.	16,989.
JOHN HANCOCK FUNDS DISC VALUE MCP	15,853.	17,894.
PIMCO FUNDS PAC INVT MGMT TOTAL RETURN	75,945.	74,708.
T ROWE PRICE NEW AMER GROWTH	104,672.	113,058.
VANGUARD INDEX SMALL CAP GROWTH	14,800.	16,873.
VANGUARD INDEX 500 INDEX FUND SHARES	5,088.	9,430.
VANGUARD WORLD INTL GROWTH PORTFOLIO	37,181.	32,635.
CITIGROUP CAP XVI PFD 6.45%	5,000.	4,296.
ING GROEP PERF DEBT 6.125%	1,573.	1,631.
MORGAN STANLEY CAPT TRUST iv 6.25%	25,500.	20,760.
VANGUARD INTL EQUITY INDEX EMR MKT EFT	7,896.	7,642.
	380,656.	399,253.

US 990

Investments: Corporate Bonds as of Year End

2011

Description	Book value	FMV
HOLLAND MI SCH DIST TAX-BAB 5.78%	5,150.	5,511.
ZIONSVILLE IND CMNTY SCHOOLS 0.00%	3,218.	4,564.
GOLDMAN SACHS GROUP NOTE 5.3%	4,656.	5,017.
	13,024.	15,092.

US 990PF

Capital Gains and Losses for Tax on Investment Income

2011

Name: MARTIN BLACKLEDGE TRUST

ID number: 37-6241638

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
1	3729+ SH GROWTH FUND OF AMERICAN CL F	P	04/01/2005	08/19/2011
2	627+ SH DODGE AND COX STOCK FUND	P	11/24/2004	08/19/2011
3	471+ DWS VALUE SMALL CAP VALUE FUND	P	09/07/2006	09/02/2011
4	200 SH COUNTRYWIDE CAP V SEC 7% PFD	P	11/06/2006	10/07/2011
5	COLUMBIA ACORN FUND - LT CAP GAIN DIV	P	12/19/2001	06/10/2011
6	COLUMBIA ACORN FUND - LT CAP GAIN DIV	P	12/19/2011	12/12/2011
7	T ROWE PRICE NEW AM GRT FD - ST CAP GAIN	P	12/15/2011	12/15/2011
8	T ROWE PRICE NEW AM GRT FD - LT CAP GAIN	P	12/01/2010	12/15/2011
9	JOHN HANCOCK DISC VAL MCP I - ST CAP GAIN	P	12/20/2011	12/20/2011
10	JOHN HANCOCK DISC VAL MCP I - ST CAP GAIN	P	12/01/2010	12/20/2011

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
1	101,438.		99,743.	1,695.
2	59,876.		82,767.	(22,891.)
3	15,482.		17,065.	(1,583.)
4	3,612.		5,000.	(1,388.)
5	178.			178.
6	521.			521.
7	2,207.			2,207.
8	1,035.			1,035.
9	18.			18.
10	35.			35.
Total				(20,173.)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/1969

Ref	(i) FMV as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
1				1,695.
2				(22,891.)
3				(1,583.)
4				(1,388.)
5				178.
6				521.
7				2,207.
8				1,035.
9				18.
10				35.
Total				(20,173.)
Total short term capital gains or (losses)				2,746.

US 990PF**Expenditure Responsibility****2011**

Grantee's name	CARMI MASONIC LODGE
Grantee's address	215 NORTH WALNUT ST 62821- IL CARMI
Grant date	11/23/2011
Grant amount	1,000.
Grant purpose	DONATIONS TO 6 AREA CHARITIES
Amount expended	1,000.
Any diversion by grantee?	NO
Dates of reports	MAY 4, 2012
Date of verification	05/04/2012
Results of verification	NO PROBLEM

US 990PF**Expenditure Responsibility****2011**

Grantee's name	MAY CHAPTER ORDER OF EASTERN STAR
Grantee's address	105 S DIVISION 62869- IL NORRIS CITY
Grant date	12/15/2012
Grant amount	500.
Grant purpose	GRANTS TO 2 LOCAL CHARITIES
Amount expended	500.
Any diversion by grantee?	NO
Dates of reports	MAY 4, 2012
Date of verification	05/04/2012
Results of verification	NO PROBLEM

List of Officers, Directors, Trustees and Key Employees 990-PF: Page 6, Part VIII					
US		2011			
Name and Address		Title/Average Hours Per Week Devoted to Position	Amount Paid	Amount for Employee Benefit Plan	Expense Account and Other Allowances
PATRICIA EVANS 4424 VOGEL 47715 IN EVANSVILLE JAY WALDEN 202 E NORTH 62844 IL GRAYVILLE DAVID CAMPBELL 609 W MAIN 62821 IL CARM LUCINDA CONLEY 301 S WALNUT 62821 IL CARM DONALD DRONE 212 DARAS DR 62821 IL CARM DON WINKLEMAN 105 NEELY CI 62821 IL CARM		BANK TRUST 3	2,979.		
		ATTORNEY CM 1	300.		
		ADVISOR CM 1	100.		
		ACCT ADVIS 3	1,900.		
		ADVISOR CM 1	100.		
		ADVISOR CM 1	100.		
			5,479.		

US 990PF**Grants and Contributions Paid During the Year****2011**

Recipient name and address	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
CARMI CO 305 S TH 62821		PUBLIC	CHARITABLE	150.
FIRST SO PO BOX 3 62869		PUBLIC	CHARITABLE	150.
GEORGIA 111 MCAR 62821		PUBLIC	CHARITABLE	150.
GOSPEL A RR 3 BOX 62837		PUBLIC	CHARITABLE	150.
GRAYVILL PO BOX 4 62844		PUBLIC	CHARITABLE	150.
KINGDOM 887 CO R 62821		PUBLIC	CHARITABLE	150.
MARSHALL 833 CO R 62821		PUBLIC	CHARITABLE	150.
MAUNIE 1 245 S JO 62821		PUBLIC	CHARITABLE	150.
MAUNIE U PO BOX 5 62861		PUBLIC	CHARITABLE	150.
CROSSVIL PO BOX 4 62827		PUBLIC	CHARITABLE	150.
MT OVAL 950 WASH 62871		PUBLIC	CHARITABLE	150.
NORRIS C 211 N EA 62869		PUBLIC	CHARITABLE	150.
NORRIS C PO BOX 5 62869		PUBLIC	CHARITABLE	150.
NORRIS C PO BOX 2 62869		PUBLIC	CHARITABLE	150.
OUTREACH 357 CO R 62869		PUBLIC	CHARITABLE	150.
PLAINVIE 1426 US 62835		PUBLIC	CHARITABLE	150.
PLEASANT 2174 CO 62869		PUBLIC	CHARITABLE	150.
POWELL G PO BOX 2 62869		PUBLIC	CHARITABLE	150.
REORGANI RR 1 BOX 62887		PUBLIC	CHARITABLE	150.
SALEM PR 103 N GO 62827		PUBLIC	CHARITABLE	150.
WHITE CO 105 NEEL 62821		PUBLIC	HELP POOR	3,250.
PHOENIX 400 S PL 62821		PUBLIC	HOSPITAL DEVEL	2,250.
CARMI MA 215 N WA 62821		PUBLIC	AREA CHARITIES	1,000.
MAY CHAP 105 S DI 62869		PUBLIC	AREA CHARITIES	500.
NORRIS C PO BOX 4 62869		PUBLIC	LOCAL MUSEUM	500.
WHITE CO 4424 VOG 47715		PUBLIC	SCHOLARHIP FUND	500.
CROSSROA 583 HWY 62869		PUBLIC	FOOD PANTRY	200.
GRAYVILL 122 S CO 62844		PUBLIC	FOOD PANTRY	200.
GRAYVILL 212 E NO 62844		PUBLIC	HELP SENIORS	250.
GUARDIAN 207 E MA 62821		PUBLIC	CHILD ABUSE PRE	500.
HELPING 151 STAT 62827		PUBLIC	FOOD PANTRY	200.
CHERRY S THIRD & 62821		PUBLIC	FOOD PANTRY	200.
				12,550.

US 990PF

Grants and Contributions Paid During the Year

2011

Recipient name and address	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
WHITE CO 113 S WA 62821		PUBLIC	FOOD & ASSIST	450.
				450.

2011

ID: 37-6241638

Type	Amount
GOSPEL ASSEMBLY, C/O RR3, BOX621, FAIRFIELD, 62837	150.
GRAYVILLE 1ST UM CHR, PO BOX 422, GRAYVILLE, 62844	150.
KINGDOM BAPTIST CHR, 887 CO RD 1050N, CARMI, 62821	150.
MARSHALL FERRY CHR, 833 CO RD 1930E, CARMI, 62821	150.
MAUNIE 1ST CHURCH GOD, 918 W FACKNEY, CARMI, 62821	150.
MAUNIE UNIT METH CHURCH, 1207 GILPIN, CARMI, 62821	150.
MISSION BAPTIST CHR, PO BOX 265, CROSSVILLE, 62827	150.
MT OVAL CUMB PRESBYT, 945 WASHINGTON, OMAHA, 62871	150.
NORRIS CITY CHRIST, PO BOX455, NORRIS CITY, 62869	150.
NORRIS CITY CHR GOD, PO BOX 5, NORRIS CITY, 62869	150.
NORRIS CITY GEN BAPTIST CHRCH, NORRIS CITY, 62869	150.
OUTREACH CHRT TAB, 357 CORD 375N, NORRIS CY, 62869	150.
PLAINVIEW GEN BAP CHR, 1426 HWY 45, ENFIELD, 62835	150.
PLEASANT UNION CHR, 2174 CO RD 1025E, CARMI, 62821	150.
POWELL GB CHURCH, 433 CORD 700N, NORRIS CY, 62869	150.
RLDS CHRUCH, RR 1 BOX 161, SPRINGERTON, 62887	150.
SALEM PRIM BAPT, 103 N GOODMAN, CROSSVILLE, 62827	150.
ST PATRICK CATH CHURCH, HWY 14 E, ENFIELD, 62835	150.
ST POLYCARP CATH CHURCH, 209 4TH ST, CARMI, 62821	150.
STEWART ST BAPT CHURCH, PO BOX 158, CARMI, 62821	150.
TEMPLE OF GRACE, PO BOX 27, CROSSVILLE, IL 62827	150.
UNION COMMUNITY CHR, PO BOX472, NORRIS CITY, 62869	150.
UNION RIDGE PRESBYTERIAN, 21051 SHAWNEETOWN-HAVEN ROAD, OMAHA, IL 62871	150.
UNITED CUMB PRES, 319 CORD110E, NORRIS CITY, 62869	150.
WESLEY CHAPEL UMC, 1277 CORD 1430N, CARMI, 62821	150.
WEST ANTIOCH GEN BAPT CHUR, RR 4, BARNHILL, 62809	150.
TRINITY ASSEMB OF GOD, 1600 SAUNDERS, CARMI, 62821	150.
CARMi MASONIC LODGE, 215 N WALNUT, CARMI, IL 62821	1,000.
MAY CHAPTER OES, S DIVISION, NORRIS CITY, IL 62869	500.
ENFIELD UNITED METHOD, PO BOX 206, ENFIELD, 62835	150.
CARMi FIRST BAPTIST, PO BOX 245, CARMI, IL 62821	150.
FIRST PRESBYTERIAN CH, 310 S FIRST, CARMI IL 62821	150.
FIRST SOUTHERN BAPTIST, BOX 376, NORRIS CY, 62869	150.
FULL GOSPEL DELIVER, 901 SYCAMORE, CARMI, IL 62821	150.
GEORGIA GEN BAPTIST, 111 MCARTHUR PL, CARMI, 62821	150.
NEW BEGINNING CH GOD, 401 W SYCAMORE, CARMI, 62821	150.
OLD SHARON CHURCH, 235 CO RD 1100N, ENFIELD, 6283	150.
Total	6,750.

Gain or Loss from Sales of Assets Other than Inventory**US 990-PF/EZ****990-EZ: Page 1, Line 5; 990PF: Page 12, Line 8****2011**

Description	SEE PART IV ALL INVESTMENT STOCKS AND PFD STOCKS
Date acquired	
How acquired	
Date sold	
Purchaser name	ALL SOLD ON STOCK EXCHANGE
Sales price	300,992.
Basis method	PURCHASED
Basis	319,542.
Selling expense	
Accumulated depreciation	

MARTIN BLACKLEDGE TRUST
FEIN 37-6241638
2011 FORM 990-PF

Attached is a conformed copy of the 8th Amendment to the Martin Blackledge Trust, along with the signed minutes of the meeting at which these documents were adopted.

As a trust officer for the Trust I certify that these documents are correct and complete.

A handwritten signature in black ink, appearing to read "Patricia R. Evans", written over a horizontal line.

Patricia R. Evans
Trust Officer

Dated 5/9/12

EIGHTH AMENDMENT TO THE MARTIN BLACKLEDGE TRUST

Pursuant to Article VII of the Martin Blackledge Trust (hereinafter sometimes referred to as "Trust" or "Foundation") as originally adopted on January 31, 1985, and as subsequently amended, the successor trustee, German American Bank, is hereby notified in writing of the following amendment to the trust. This amendment shall become effective upon its receipt by the Successor Trustee.

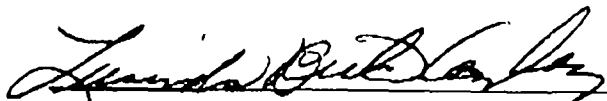
Article XI of the Martin Blackledge Trust shall be amended to read as follows:


Upon removal, withdrawal, or resignation of the trustee, a new trustee shall be chosen by the consent of at least three-fourths (3/4ths) of the advisory committee. The trustee may be removed by a written agreement of the advisory committee, approved by at least three-fourths (3/4ths) of its members, or by a court of competent jurisdiction. The trustee or any successor trustee may resign upon thirty (30) days written notice given to each member of the advisory committee.

In all other respects, we reaffirm and republish the terms of the Martin Blackledge Trust Agreement, dated the January 31, 1985, as subsequently amended, as if fully set forth herein.


Don Winkleman, Committee Member


David B. Campbell, Committee Member


Lucinda Birk Conley, Committee Member


Donald D. Drone, Committee Member

MARTIN BLACKLEDGE TRUST
37-6241638

STATE OF ILLINOIS)
) SS
COUNTY OF WHITE)

I, the undersigned, a Notary Public, in and for said County and State aforesaid, do hereby certify that Lucinda Birk Conley, personally known to me to be the same person whose name is subscribed to the foregoing instrument as having executed the same, appeared before me this day in person and acknowledged that she signed, sealed and delivered the said instrument as her free and voluntary act for the uses and purposes therein set forth.

Given under my hand and notarial seal this 21 day of July, 2011



Janet L. Mileham
Notary Public

STATE OF ILLINOIS)
) SS
COUNTY OF WHITE)

I, the undersigned, a Notary Public, in and for said County and State aforesaid, do hereby certify that Donald D. Drone, personally known to me to be the same person whose name is subscribed to the foregoing instrument as having executed the same, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

Given under my hand and notarial seal this 21 day of July, 2011.



Janet L. Mileham
Notary Public

THIS INSTRUMENT PREPARED BY
Jay D. Walden, Attorney
202 E. North Street
Grayville, IL 62844
618-375-2611

STATE OF ILLINOIS)
) SS
COUNTY OF WHITE)

I, the undersigned, a Notary Public, in and for said County and State aforesaid, do hereby certify that Don Winkleman, personally known to me to be the same person whose name is subscribed to the foregoing instrument as having executed the same, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

Given under my hand and notarial seal this 21 day of July, 2011.



Janet L. Mileham
Notary Public

STATE OF ILLINOIS)
) SS
COUNTY OF WHITE)

I, the undersigned, a Notary Public, in and for said County and State aforesaid, do hereby certify that David B. Campbell, personally known to me to be the same person whose name is subscribed to the foregoing instrument as having executed the same, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth

Given under my hand and notarial seal this 21 day of July, 2011



Janet L. Mileham
Notary Public

SPECIAL MINUTES OF THE MARTIN BLACKLEDGE TRUST
JUNE 2, 2011
TEQUILAS RESTAURANT, CARMI, ILLINOIS

A special meeting of the Martin Blackledge Trust was held on Thursday, June 2, 2011, at Tequilas in Carmi, Illinois. The meeting began at approximately 12:15 p.m., after a 11:30 a.m. lunch. Those in attendance were Advisory Committee members Donald Drone, Don Winkleman, David Campbell and Lucinda Birk Conley. German American Bank Trust Officers Patricia Evans and Alvin Basham met with the committee to propose moving the account from Old National Bank, which is in the process of purchasing the trust accounts of old trustee Integra Bank. The special meeting was authorized in the minutes of the May 11, 2011 semi-annual meeting.

Patti and Alvin first presented a summary of information concerning German American, which was founded in Jasper, Indiana in 1910. The bank has been operating in several Indiana counties since the 1980's, but only entered the Evansville market in 2010, purchasing the Bank of Evansville and two locations of Farmers State Bank. The trust department is currently housed near Deaconess Gateway Hospital, but is planning to move to the old Bank of Evansville headquarters near Eastland Mall. The trust officers assured directors that German American was a profitable and stable organization.

More time was spent on fees charged to the Blackledge Trust and the Blackledge-Lions Scholarship Fund. The scholarship fund only has about \$80,000, but Integra was charging \$125 per month, although some months the fee was slightly higher. This fee was ½ the normal minimum charge. The fund only writes a few checks each year, to colleges on behalf of awardees, and has most of its assets in a bond fund. Soliciting and scoring scholarship applications and working with awardees takes some time. German American, as well as Old National Bank, normally aggregates related accounts, and could do so for this account. Patti offered to handle the scholarship fund for a flat \$1,000 fee per year.

Concerning the main Blackledge account, Integra charged approximately 1% of the fair market value. The 2010 fees paid were \$5,643, and Old National indicated they would maintain that pricing schedule. The German American trust officers offered to charge .75% of assets, countering a lower fee proposed by Don Winkleman. Patti and Alvin said this fee would not change in the foreseeable future. German American will also pay for the amendment to the trust, and provide instructions for Old National on documents needed to operate the trusts, such as the original FEIN application. Cindy Conley should act as a conduit between the old and new trustees. Alvin and Patti then left the meeting.

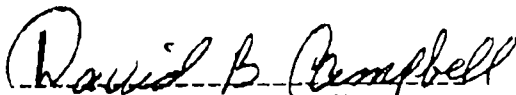
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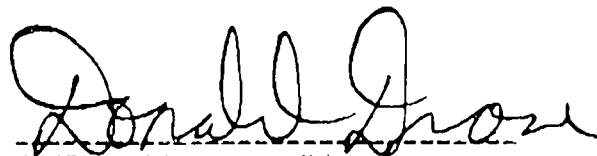
Don Winkleman made a motion to retain German American Bank at the rate of .75% of asset value for the E. Martin Blackledge Trust, and \$1,000 per year for the Blackledge Lions Scholarship Trust. Don Drone seconded, and the motion carried unanimously.

Conley will prepare minutes for the special meeting, and communicate with attorney Jay Walden and German American Bank. There was a discussion about matching a recent donation to the scholarship fund by the Grayville Lions Club, but the consensus was to wait until the next semi-annual meeting. As usual the Blackledge minutes are not final until signed by all directors.

With no further business the meeting adjourned at 12.58 p.m.

APPROVED AS TO FORM:


/s/David B. Campbell, Director


/s/Donald Drone, Director


/s/Lucinda Birk Conley, Director


/s/Donnie Winkleman, Director