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 , 2011, and ending ,

GEORGE AND MARY CORKLE CHARITABLE FOUNDATION
63879 E240 RD
GROVE, OK 74344

A Employer identification number: 43-6432953

B Telephone number (see the instructions): 918-314-0221

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here . ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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 instructions).)*

		(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 (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	56,210.	56,210.	56,210.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-1,739.			
	b Gross sales price for all assets on line 6a 440,408.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			2,004.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	54,471.	56,210.	58,214.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	24,000.	12,000.		12,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	1,000.	1,000.		
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 2	1,308.	1,308.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 3	5,033.	5,033.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	31,341.	19,341.		12,000.
	25 Contributions, gifts, grants paid PART XV	134,500.			134,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	165,841.	19,341.	0.	146,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-111,370.			
	b Net investment income (if negative, enter -0-)		36,869.		
	c Adjusted net income (if negative, enter -0-)			58,214.	

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	673,748.	43,608.	
	3 Accounts receivable ► 752.			
	Less allowance for doubtful accounts ►		752.	
	4 Pledges receivable ►			
	Less. allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7 Other notes and loans receivable (attach sch) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ► 2,119.			
	Less: accumulated depreciation (attach schedule) SEE STMT 4 ►	2,119.	2,119.	
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	1,536,802.	2,054,820.	
	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)	2,212,669.	2,101,299.	0.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,212,669.	2,101,299.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,212,669.	2,101,299.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,212,669.	2,101,299.	

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	2,212,669.
2	Enter amount from Part I, line 27a	2	-111,370.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,101,299.
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	2,101,299.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	CAPITAL GAINS DISTRIBUTION	P	VARIOUS	VARIOUS
b	SETTLE MENT	P	VARIOUS	VARIOUS
c	SEE LIST ATTACHED	P	VARIOUS	VARIOUS
d	SEE LIST ATTACHED	P	VARIOUS	VARIOUS
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,712.			3,712.
b	34.			34.
c	68,295.		66,291.	2,004.
d	368,367.		375,856.	-7,489.
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				3,712.
b				34.
c				2,004.
d				-7,489.
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-1,739.
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	2,004.

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 (column (b) divided by column (c))
2010	132,444.	2,109,021.	0.062799
2009	171,218.	1,920,888.	0.089135
2008	126,578.	2,305,127.	0.054912
2007	141,091.	2,759,565.	0.051128
2006	133,369.	2,530,556.	0.052703

2	**Total** of line 1, column (d)	2	0.310677
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	0.062135
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,129,852.
5	Multiply line 4 by line 3	5	132,338.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	369.
7	Add lines 5 and 6	7	132,707.
8	Enter qualifying distributions from Part XII, line 4	8	146,500.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b	1	369.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	369.
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	369.
6	Credits/Payments		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 — 6a: 2,476.		
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	2,476.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	2,107.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 2,107. **Refunded** ►	11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► OK			
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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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?	13	X	

Website address ► N/A

14 The books are in care of ► JIM GOODKNIGHT Telephone no. ► (918) 314-0221

Located at ► 63879 E240 RD GROVE OK ZIP + 4 ► 74344

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►			

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
JIM GOODKNIGHT 63879 E240 RD GROVE, OK 74344	TRUSTEE 2.00	12,000.	0.	0.
PHIL K THOMPSON PO BOX 487 JAY, OK 74346	TRUSTEE 2.00	12,000.	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 ► 0

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		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	1,872,600.
b	Average of monthly cash balances	1b	287,504.
c	Fair market value of all other assets (see instructions)	1c	2,182.
d	**Total** (add lines 1a, b, and c)	1d	2,162,286.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,162,286.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions) SEE STATEMENT 5	4	32,434.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,129,852.
6	**Minimum investment return.** Enter 5% of line 5	6	106,493.

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	106,493.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 369.		
b	Income tax for 2011. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	369.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	106,124.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	106,124.
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	106,124.

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	146,500.
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	146,500.
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	369.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	146,131.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				106,124.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 — 19,193.				
b From 2007 — 7,605.				
c From 2008 — 12,654.				
d From 2009 — 76,388.				
e From 2010 — 27,905.				
f Total of lines 3a through e	143,745.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► $ 146,500.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				106,124.
e Remaining amount distributed out of corpus	40,376.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	184,121.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	19,193.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	164,928.			
10 Analysis of line 9:				
a Excess from 2007 — 7,605.				
b Excess from 2008 — 12,654.				
c Excess from 2009 — 76,388.				
d Excess from 2010 — 27,905.				
e Excess from 2011 — 40,376.				

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

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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 organization 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·

SEE STATEMENT 6

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 7				
Total			► **3a**	134,500.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
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					
4 Dividends and interest from securities			14	56,210.	
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			14	-1,739.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				54,471.	

13 **Total.** Add line 12, columns (b), (d), and (e) . 13 54,471.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions.			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 5/11/2012 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GERALD DEAN MILLS	[signature]	5/11/12		P00099578

Firm's name ► MILLS & MILLS, INC. Firm's EIN ► 73-1381956

Firm's address ► PO BOX 451368 - 2105 HIGHWAY 59 NORTH GROVE, OK 74345-1368 Phone no (918) 786-3292

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MILLS AND MILLS INC	$ 1,000.	$ 1,000.		
TOTAL	$ 1,000.	$ 1,000.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	$ 984.	$ 984.		
TAXES - FOREIGN	324.	324.		
TOTAL	$ 1,308.	$ 1,308.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & FEES	$ 50.	$ 50.		
INSURANCE	761.	761.		
INVESTMENT ADVISOR FEE	4,222.	4,222.		
TOTAL	$ 5,033.	$ 5,033.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND	$ 2,119.		$ 2,119.	$ 0.
TOTAL	$ 2,119.	$ 0.	$ 2,119.	$ 0.

STATEMENT 5
FORM 990-PF, PART X, LINE 4
EXPLANATION OF CASH DEEMED HELD FOR CHARITABLE ACTIVITIES

CHANGING INVESTMENTS

STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	JIM GOODKNIGHT
CARE OF:	
STREET ADDRESS:	63879 E 240 RD
CITY, STATE, ZIP CODE:	GROVE, OK 74344
TELEPHONE:	(918) 791-9992
FORM AND CONTENT:	A WRITTEN REQUEST DEFINING THE PURPOSE, AMOUNT REQUESTED, AND REQUESTERS TAX STATUS.
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	501(C)(3) ORGANIZATIONS AROUND NORTHEAST OKLAHOMA AREA.

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
GROVE HS BAND PO BOX 450789 GROVE, OK 74345		PUBLIC	BAND CAMP SCHOLARSHIPS	$ 2,500.
RONALD MCDONALD HOUSE CHARITIE PO BOX 2688 JOPLIN, MO 64803		PUBLIC	OPERATING EXPENSES	3,000.
WILDCAT GLADES CONSERVATION & AUDUBON CE 214 WEST 5TH ST, SUITE C JOPLIN, MO 64801		PUBLIC	PROGRAM COSTS	3,000.
GROVE GENERAL HOSPITAL FOUNDATION GROVE, OK 74344		PUBLIC	BUILDING FUND RAISER	100,000.
GIRL SCOUTS OF MISSOURI HEARTLAND JOPLIN, MO 64803		PUBLIC	OPERATING FUND	5,000.
CAMP BANDAGE GROVE, OK 74344		PUBLIC	OPERATING EXPENSES	5,000.

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CITY OF JAY JAY, OK 74346		PUBLIC	PURCHASE FIRE SAFETY EQUIPMENT	$ 10,000.
GRAND LAKE FESTIVALS GROVE, OK 74344		PUBLIC	OPERATING EXPENSES	1,000.
GROVE YMCA GROVE, OK 74344		PUBLIC	OPERATING FUNDS	5,000.
			TOTAL	$ 134,500.

GEORGE AND MARY CORKLE CHARITABLE TRUST
INVESTMENT BASIS
FOR THE YEAR ENDED DECEMBER 31, 2011

DESCRIPTION	NO SHARES	BEGINNING TAX BASIS	ACQ DATE	PURCHASES	SOLD DATE	NO SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO SHARES	CURRENT VALUE
MUTUAL FUNDS												
ACCOUNT 641-08840-1-6												
AMCAP FUND	3858 025	75,000 00	1/27/06							75,000 00	3858 025	137,572 68
AMCAP FUND	30 057	563 27	6/19/06							563 27	30 057	
AMCAP FUND	84 229	1,691 32	12/22/06							1,691 32	84 229	
AMCAP FUND	17 16	373 40	6/18/07							373 40	17 16	
AMCAP FUND	203 76	4,077 24	12/17/07							4,077 24	203 76	
AMCAP FUND	171 63	2,952 03	6/23/08							2,952 03	171 63	
AMCAP FUND	2941 176	50,000 00	8/19/08							50,000 00	2941 176	
AMERICAN HIGH INCOME TRUST	14456 869	181,000 00	9/24/04							181,000 00	14456 87	170,010 87
AMERICAN HIGH INCOME TRUST	11 04	135 24	9/29/04							135 24	11 04	
AMERICAN HIGH INCOME TRUST	84 583	1,048 83	10/29/04							1,048 83	84 583	
AMERICAN HIGH INCOME TRUST	84	1,055 04	11/29/04							1,055 04	84	
AMERICAN HIGH INCOME TRUST	113 263	1,427 12	12/29/04							1,427 12	113 263	
AMERICAN HIGH INCOME TRUST	73 687	921 82	1/31/05							921 82	73 687	
AMERICAN HIGH INCOME TRUST	85 155	1,074 65	3/1/05							1,074 65	85 155	
AMERICAN HIGH INCOME TRUST	88 16	1,080 84	3/29/05							1,080 84	88 16	
AMERICAN HIGH INCOME TRUST	90 377	1,087 23	4/29/05							1,087 23	90 377	
AMERICAN HIGH INCOME TRUST	90 401	1,093 85	5/31/05							1,093 85	90 401	
AMERICAN HIGH INCOME TRUST	89 686	1,100 45	6/29/05							1,100 45	89 686	
AMERICAN HIGH INCOME TRUST	91 973	1,145 06	7/29/05							1,145 06	91 973	
AMERICAN HIGH INCOME TRUST	92 597	1,151 91	8/29/05							1,151 91	92 597	
AMERICAN HIGH INCOME TRUST	94 531	1,158 95	9/29/05							1,158 95	94 531	
AMERICAN HIGH INCOME TRUST	96 369	1,166 06	10/31/05							1,166 06	96 369	
AMERICAN HIGH INCOME TRUST	96 802	1,173 24	11/29/05							1,173 24	96 802	
AMERICAN HIGH INCOME TRUST	123 471	1,495 23	12/29/05							1,495 23	123 471	
AMERICAN HIGH INCOME TRUST	53 288	645 32	12/29/05							645 32	53 288	
AMERICAN HIGH INCOME TRUST	32 235	381 99	12/31/07							381 99	32 235	
BOND FUND OF AMERICA	15037 594	200,000 00	1/27/06		6/7/11	15037 59	186,616 54	200,000 00		0 00	0	
CAPITAL WORLD BOND FUND	6668 062	126,359 78	1/27/06		9/16/11	1892 148	40,000 00	35,856 21		90,503 57	4775 914	98,260 50
CAPITAL WORLD BOND FUND	24 306	474 93	12/24/07							474 93	24 306	
EURO PACIFIC GROWTH FUND	1175 088	50,000 00	1/27/06							50,000 00	1175 088	49,198 16
EURO PACIFIC GROWTH FUND	69 33	3,185 67	12/27/06							3,185 67	69 33	
EURO PACIFIC GROWTH FUND	86 502	4,519 73	12/13/07							4,519 73	86 502	
EURO PACIFIC GROWTH FUND	68 345	1,845 99	12/24/08							1,845 99	68 345	
FUNDAMENTAL INVESTORS FUND	1747 641	50,000 00	8/9/01							50,000 00	1747 641	225,621 34
FUNDAMENTAL INVESTORS FUND	4065 041	150,000 00	1/27/06							150,000 00	4065 041	
FUNDAMENTAL INVESTORS FUND	227 352	9,125 91	12/28/06							9,125 91	227 352	
FUNDAMENTAL INVESTORS FUND	9 076	374 48	2/22/07							374 48	9 076	
FUNDAMENTAL INVESTORS FUND	283 751	12,158 71	12/26/07							12,158 71	283 751	
FUNDAMENTAL INVESTORS FUND	42 424	1,659 21	2/19/07							1,659 21	42 424	
GROWTH FUND OF AMERICA	3129 89	100,000 00	1/27/06							100,000 00	3129 89	98,636 15
GROWTH FUND OF AMERICA	104 203	3,442 88	12/19/06							3,442 88	104 203	
GROWTH FUND OF AMERICA	199 118	6,652 53	12/19/07							6,652 53	199 118	
INCOME FUND OF AMERICA	1784 718	32,000 00	9/24/04							32,000 00	1784 718	232,140 55
INCOME FUND OF AMERICA	29 174	540 59	12/27/04							540 59	29 174	
INCOME FUND OF AMERICA	15 564	281 24	3/28/05							281 24	15 564	
INCOME FUND OF AMERICA	16 454	301 76	6/27/05							301 76	16 454	
INCOME FUND OF AMERICA	16 471	304 71	9/26/05							304 71	16 471	
INCOME FUND OF AMERICA	59 993	1,093 08	12/27/05							1,093 08	59 993	

GEORGE AND MARY CORKLE CHARITABLE TRUST
INVESTMENT BASIS
FOR THE YEAR ENDED DECEMBER 31, 2011

DESCRIPTION	NO SHARES	BEGINNING TAX BASIS	ACQ DATE	PURCHASES	SOLD DATE	NO SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO SHARES	CURRENT VALUE
INCOME FUND OF AMERICA	8156 607	150,000 00	1/27/06							150,000 00	8156 607	
INCOME FUND OF AMERICA	231 288	4,676 65	12/26/06							4,676 65	231 288	
INCOME FUND OF AMERICA	449 748	8,743 11	12/24/07							8,743 11	449 748	
INCOME FUND OF AMERICA	3090 751		12/20/11	50,875 41						50,875 41	3090 751	
INTER BOND FD OF AMERICA	2928 258	39,443 64	1/27/06		9/16/11	2928 258	40,000 00	39,443 64		0 00	0	
INTER BOND FD OF AMERICA	7465 209	100,556 36	1/27/06		12/20/11	7465 209	101,750 80	100,556 36		0 00	0	
NEW ECONOMY FUND	2544 529	50,000 00	8/9/01							50,000 00	2544 529	119,587 19
NEW ECONOMY FUND	2087 683	50,000 00	1/27/06							50,000 00	2087 683	
NEW ECONOMY FUND	396 686	10,908 86	12/27/07							10,908 86	396 686	
SMALLCAP WORLD FUND CL A	624 274	23,154 33	1/27/06							23,154 33	624 274	29,817 27
SMALLCAP WORLD FUND CL A	124 296	4,862 49	12/29/06							4,862 49	124 296	
SMALLCAP WORLD FUND CL A	150 082	6,135 36	12/27/07							6,135 36	150 082	
WASHINGTON MUTUAL INVS FD	6594 224		6/7/11	186,616 54						186,616 54	6594 224	240,376 32
WASHINGTON MUTUAL INVS FD	1869 731		12/20/11	50,875 39						50,875 39	1869 731	
TOTAL ACCOUNT 641-08840-1-6		1,536,802 09		288,367 34			368,367 34	375,856 21	0 00	1,449,313 22		1,401,221 03
ACCOUNT 641-08840-1-0												
ALLIANZ NFJ DIVIDEND VALUE	437 445		1/10/11	5,000 00						5,000 00	437 445	31,378 77
ALLIANZ NFJ DIVIDEND VALUE	409 45		2/17/11	4,905 21						4,905 21	409 45	
ALLIANZ NFJ DIVIDEND VALUE	4 831		3/18/11	56 19						56 19	4 831	
ALLIANZ NFJ DIVIDEND VALUE	400 13		4/13/11	4,821 57						4,821 57	400 13	
ALLIANZ NFJ DIVIDEND VALUE	458 695		6/14/11	5,394 25						5,394 25	458 695	
ALLIANZ NFJ DIVIDEND VALUE	13 854		6/17/11	161 12						161 12	13 854	
ALLIANZ NFJ DIVIDEND VALUE	485 415		8/5/11	5,271 61						5,271 61	485 415	
ALLIANZ NFJ DIVIDEND VALUE	89 37		8/26/11	947 32						947 32	89 37	
ALLIANZ NFJ DIVIDEND VALUE	412 044		9/15/11	4,421 23						4,421 23	412 044	
ALLIANZ NFJ DIVIDEND VALUE	20 14		9/23/11	203 21						203 21	20 14	
ALLIANZ NFJ DIVIDEND VALUE	21 15		12/23/11	240 69						240 69	21 15	
AMERICAN CENTURY DIVERSIFIED BOND	650 558		1/10/11	7,000 00	8/26/11	650 558	7,214 69	7,000 00		0 00	0	
AMERICAN CENTURY DIVERSIFIED BOND	1 294		2/1/11	13 88	8/26/11	1 294	14 35	13 88		0 00	0	
AMERICAN CENTURY DIVERSIFIED BOND	674 778		2/17/11	7,199 88	8/26/11	674 778	7,483 29	7,199 88		0 00	0	
AMERICAN CENTURY DIVERSIFIED BOND	2 56		3/1/11	27 52	8/26/11	2 56	28 39	27 52		0 00	0	
AMERICAN CENTURY DIVERSIFIED BOND	3 798		4/1/11	40 64	8/26/11	3 798	42 12	40 64		0 00	0	
AMERICAN CENTURY DIVERSIFIED BOND	655 003		4/13/11	7,015 08	8/26/11	121 125	1,343 27	1,297 25		5,717 83	533 878	23,224 03
AMERICAN CENTURY DIVERSIFIED BOND	4 907		5/2/11	53 09						53 09	4 907	
AMERICAN CENTURY DIVERSIFIED BOND	5 254		6/1/11	57 37						57 37	5 254	
AMERICAN CENTURY DIVERSIFIED BOND	570 977		6/14/11	6,235 07						6,235 07	570 977	
AMERICAN CENTURY DIVERSIFIED BOND	6 085		7/1/11	65 96						65 96	6 085	
AMERICAN CENTURY DIVERSIFIED BOND	6 691		8/1/11	73 53						73 53	6 691	
AMERICAN CENTURY DIVERSIFIED BOND	563 503		8/5/11	6,271 79						6,271 79	563 503	
AMERICAN CENTURY DIVERSIFIED BOND	7 145		9/1/11	79 24						79 24	7 145	
AMERICAN CENTURY DIVERSIFIED BOND	372 43		9/15/11	4,148 87						4,148 87	372 43	
AMERICAN CENTURY DIVERSIFIED BOND	5 538		10/3/11	61 58						61 58	5 538	
AMERICAN CENTURY DIVERSIFIED BOND	5 383		11/1/11	60 07						60 07	5 383	
AMERICAN CENTURY DIVERSIFIED BOND	5 663		12/1/11	62 63						62 63	5 663	
AMERICAN CENTURY DIVERSIFIED BOND	9 05		12/12/11	98 74						98 74	9 05	
AMERICAN CENTURY DIVERSIFIED BOND	18 627		12/12/11	203 11						203 11	18 627	
BAIRD AGGREGATE BOND FUND	664 767		1/10/11	7,000 00	8/26/11	664 767	7,239 31	7,000 00		0 00	0	
BAIRD AGGREGATE BOND FUND	1 843		1/26/11	19 42	8/26/11	1 843	20 07	19 42		0 00	0	
BAIRD AGGREGATE BOND FUND	682 784		2/17/11	7,162 40	8/26/11	682 784	7,435 52	7,162 40		0 00	0	
BAIRD AGGREGATE BOND FUND	5 304		2/28/11	55 90	8/26/11	5 304	57 76	55 90		0 00	0	

GEORGE AND MARY CORKLE CHARITABLE TRUST
INVESTMENT BASIS
FOR THE YEAR ENDED DECEMBER 31, 2011

DESCRIPTION	NO SHARES	BEGINNING TAX BASIS	ACQ DATE	PURCHASES	SOLD DATE	NO SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO SHARES	CURRENT VALUE
BAIRD AGGREGATE BOND FUND	4 527		3/28/11	47 67	8/26/11	4 527	49 30	47 67		0 00	0	
BAIRD AGGREGATE BOND FUND	657 26		4/13/11	6,939 01	8/26/11	559 585	6,093 88	5,907 81		1,031 20	97 675	17,520 77
BAIRD AGGREGATE BOND FUND	6 679		4/26/11	70 80						70 80	6 679	
BAIRD AGGREGATE BOND FUND	7 611		5/26/11	81 51						81 51	7 611	
BAIRD AGGREGATE BOND FUND	578 486		6/14/11	6,218 72						6,218 72	578 486	
BAIRD AGGREGATE BOND FUND	9 125		6/28/11	97 73						97 73	9 125	
BAIRD AGGREGATE BOND FUND	8 386		7/26/11	89 65						89 65	8 386	
BAIRD AGGREGATE BOND FUND	582 381		8/5/11	6,347 95						6,347 95	582 381	
BAIRD AGGREGATE BOND FUND	5 117		8/26/11	55 32						55 32	5 117	
BAIRD AGGREGATE BOND FUND	291 713		9/15/11	3,176 75						3,176 75	291 713	
BAIRD AGGREGATE BOND FUND	5 545		9/27/11	60 11						60 11	5 545	
BAIRD AGGREGATE BOND FUND	5 742		10/26/11	62 13						62 13	5 742	
BAIRD AGGREGATE BOND FUND	5 923		11/29/11	64 09						64 09	5 923	
BAIRD AGGREGATE BOND FUND	7 727		12/28/11	81 75						81 75	7 727	
BAIRD AGGREGATE BOND FUND	7 769		12/28/11	82 20						82 20	7 769	
BAIRD AGGREGATE BOND FUND	24 798		12/28/11	262 36						262 36	24 798	
BLACKROCK EQUITY DIVIDEND FUND	341 491		1/10/11	6,000 00						6,000 00	341 491	37,634 35
BLACKROCK EQUITY DIVIDEND FUND	316 021		2/17/11	5,849 55						5,849 55	316 021	
BLACKROCK EQUITY DIVIDEND FUND	314 315		4/13/11	5,849 40						5,849 40	314 315	
BLACKROCK EQUITY DIVIDEND FUND	4 336		4/21/11	81 13						81 13	4 336	
BLACKROCK EQUITY DIVIDEND FUND	358 456		6/14/11	6,473 71						6,473 71	358 456	
BLACKROCK EQUITY DIVIDEND FUND	6 825		7/22/11	129 07						129 07	6 825	
BLACKROCK EQUITY DIVIDEND FUND	355 691		8/5/11	6,050 36						6,050 36	355 691	
BLACKROCK EQUITY DIVIDEND FUND	33 936		8/26/11	571 48						571 48	33 936	
BLACKROCK EQUITY DIVIDEND FUND	312 884		9/15/11	5,340 93						5,340 93	312 884	
BLACKROCK EQUITY DIVIDEND FUND	10 558		10/21/11	184 13						184 13	10 558	
BLACKROCK EQUITY DIVIDEND FUND	13 57		12/9/11	240 05						240 05	13 57	
BLACKROCK EQUITY DIVIDEND FUND	0 872		12/9/11	15 42						15 42	0 872	
DODGE & COX INCOME FUND	907 029		1/10/11	12,000 00	8/26/11	907 029	12,141 40	12,000 00		0 00	0	
DODGE & COX INCOME FUND	920 226		2/17/11	12,220 60	8/26/11	339 249	4,596 11	4,505 23		7,715 37	580 977	52,318 40
DODGE & COX INCOME FUND	19 293		3/29/11	255 82						255 82	19 293	
DODGE & COX INCOME FUND	893 68		4/13/11	11,885 94						11,885 94	893 68	
DODGE & COX INCOME FUND	806 444		6/14/11	10,943 45						10,943 45	806 444	
DODGE & COX INCOME FUND	35 731		6/28/11	478 80						478 80	35 731	
DODGE & COX INCOME FUND	809 702		8/5/11	11,028 14						11,028 14	809 702	
DODGE & COX INCOME FUND	707 151		9/15/11	9,525 32						9,525 32	707 151	
DODGE & COX INCOME FUND	39 316		9/28/11	520 15						520 15	39 316	
DODGE & COX INCOME FUND	41 42		12/21/11	548 81						548 81	41 42	
DODGE & COX INTERNATIONAL STOCK FUND	84 938		1/10/11	3,000 00						3,000 00	84 938	17,534 82
DODGE & COX INTERNATIONAL STOCK FUND	79 967		2/17/11	2,961 16						2,961 16	79 967	
DODGE & COX INTERNATIONAL STOCK FUND	80 084		4/13/11	2,952 71						2,952 71	80 084	
DODGE & COX INTERNATIONAL STOCK FUND	91 591		6/14/11	3,283 53						3,283 53	91 591	
DODGE & COX INTERNATIONAL STOCK FUND	100 595		8/5/11	3,271 35						3,271 35	100 595	
DODGE & COX INTERNATIONAL STOCK FUND	28 348		8/26/11	886 44						886 44	28 348	
DODGE & COX INTERNATIONAL STOCK FUND	118 832		9/15/11	3,547 14						3,547 14	118 832	
DODGE & COX INTERNATIONAL STOCK FUND	15 331		12/21/11	443 53						443 53	15 331	
FEDERATED KAUFMANN FUND	725 953		1/10/11	4,000 00						4,000 00	725 953	23,116 51
FEDERATED KAUFMANN FUND	722 338		2/17/11	4,045 09						4,045 09	722 338	
FEDERATED KAUFMANN FUND	695 683		4/13/11	3,909 74						3,909 74	695 683	
FEDERATED KAUFMANN FUND	801 125		6/14/11	4,358 12						4,358 12	801 125	
FEDERATED KAUFMANN FUND	902 203		8/5/11	4,483 95						4,483 95	902 203	

GEORGE AND MARY CORKLE CHARITABLE TRUST
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FEDERATED KAUFMANN FUND	280 92		8/26/11	1,331 56						1,331 56	280 92	
FEDERATED KAUFMANN FUND	746 297		9/15/11	3,567 30						3,567 30	746 297	
FEDERATED KAUFMANN FUND	96 773		12/6/11	460 64						460 64	96 773	
HARTFORD CAPITAL APPRECIATION FUND	113 733		1/10/11	4,000 00						4,000 00	113 733	23,589 11
HARTFORD CAPITAL APPRECIATION FUND	109 691		2/17/11	3,982 89						3,982 89	109 691	
HARTFORD CAPITAL APPRECIATION FUND	118 799		4/13/11	4,188 84						4,188 84	118 799	
HARTFORD CAPITAL APPRECIATION FUND	138 182		6/14/11	4,612 53						4,612 53	138 182	
HARTFORD CAPITAL APPRECIATION FUND	142 241		8/5/11	4,351 15						4,351 15	142 241	
HARTFORD CAPITAL APPRECIATION FUND	53 452		8/26/11	1,535 69						1,535 69	53 452	
HARTFORD CAPITAL APPRECIATION FUND	125 438		9/15/11	3,655 26						3,655 26	125 438	
HARTFORD CAPITAL APPRECIATION FUND	17 246		12/23/11	499 26						499 26	17 246	
INVESCO VAN KAMPEN GRWTH & INCM FD	256 805		1/10/11	5,000 00						5,000 00	256 805	31,187 89
INVESCO VAN KAMPEN GRWTH & INCM FD	234 585		2/17/11	4,848 88						4,848 88	234 585	
INVESCO VAN KAMPEN GRWTH & INCM FD	1 539		3/18/11	30 12						30 12	1 539	
INVESCO VAN KAMPEN GRWTH & INCM FD	255 632		4/13/11	5,158 65						5,158 65	255 632	
INVESCO VAN KAMPEN GRWTH & INCM FD	284 391		6/14/11	5,531 40						5,531 40	284 391	
INVESCO VAN KAMPEN GRWTH & INCM FD	3 381		6/17/11	73 86						73 86	3 381	
INVESCO VAN KAMPEN GRWTH & INCM FD	294 701		8/5/11	5,310 51						5,310 51	294 701	
INVESCO VAN KAMPEN GRWTH & INCM FD	85 061		8/26/11	1,459 65						1,459 65	85 061	
INVESCO VAN KAMPEN GRWTH & INCM FD	247 871		9/15/11	4,337 74						4,337 74	247 871	
INVESCO VAN KAMPEN GRWTH & INCM FD	6 574		9/16/11	117 01						117 01	6 574	
INVESCO VAN KAMPEN GRWTH & INCM FD	8 487		12/12/11	155 90						155 90	8 487	
JPMORGAN CORE BOND FUND	958 188		1/10/11	11,000 00	8/26/11	958 188	11,354 53	11,000 00		0 00	0	
JPMORGAN CORE BOND FUND	3 093		2/1/11	35 45	8/26/11	3 093	36 65	35 45		0 00	0	
JPMORGAN CORE BOND FUND	992 513		2/17/11	11,294 80	8/26/11	109 755	1,300 60	1,249 01		10,045 79	882 758	52,255 54
JPMORGAN CORE BOND FUND	6 143		3/1/11	70 34						70 34	6 143	
JPMORGAN CORE BOND FUND	6 35		4/1/11	72 52						72 52	6 35	
JPMORGAN CORE BOND FUND	956 185		4/13/11	10,938 76						10,938 76	956 185	
JPMORGAN CORE BOND FUND	9 133		5/2/11	105 21						105 21	9 133	
JPMORGAN CORE BOND FUND	9 343		6/1/11	108 47						108 47	9 343	
JPMORGAN CORE BOND FUND	846 702		6/14/11	9,855 61						9,855 61	846 702	
JPMORGAN CORE BOND FUND	11 478		7/1/11	132 57						132 57	11 478	
JPMORGAN CORE BOND FUND	11 04		8/1/11	129 17						129 17	11 04	
JPMORGAN CORE BOND FUND	840 311		8/5/11	9,924 07						9,924 07	840 311	
JPMORGAN CORE BOND FUND	10 911		9/1/11	128 86						128 86	10 911	
JPMORGAN CORE BOND FUND	779 33		9/15/11	9,250 65						9,250 65	779 33	
JPMORGAN CORE BOND FUND	13 286		10/3/11	157 31						157 31	13 286	
JPMORGAN CORE BOND FUND	13 349		11/1/11	157 79						157 79	13 349	
JPMORGAN CORE BOND FUND	12 678		12/1/11	149 47						149 47	12 678	
JPMORGAN CORE BOND FUND	8 208		12/16/11	97 26						97 26	8 208	
JPMORGAN HIGH YIELD FUND	486 027		1/10/11	4,000 00	8/26/11	16 812	129 79	138 36	-8 57	3,870 21	469 215	23,678 24
JPMORGAN HIGH YIELD FUND	2 924		2/1/11	24 30						24 30	2 924	
JPMORGAN HIGH YIELD FUND	474 565		2/17/11	3,986 35						3,986 35	474 565	
JPMORGAN HIGH YIELD FUND	5 187		3/1/11	43 36						43 36	5 187	
JPMORGAN HIGH YIELD FUND	6 061		4/1/11	50 37						50 37	6 061	
JPMORGAN HIGH YIELD FUND	474 016		4/13/11	3,967 51						3,967 51	474 016	
JPMORGAN HIGH YIELD FUND	9 163		5/2/11	76 79						76 79	9 163	
JPMORGAN HIGH YIELD FUND	9 09		6/1/11	75 81						75 81	9 09	
JPMORGAN HIGH YIELD FUND	473 99		6/14/11	3,910 42						3,910 42	473 99	
JPMORGAN HIGH YIELD FUND	11 126		7/1/11	91 23						91 23	11 126	
JPMORGAN HIGH YIELD FUND	11 666		8/1/11	95 66						95 66	11 666	

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JPMORGAN HIGH YIELD FUND	487 09		8/5/11	3,930 82						3,930 82	487 09	
JPMORGAN HIGH YIELD FUND	15 663		9/1/11	121 70						121 70	15 663	
JPMORGAN HIGH YIELD FUND	539 494		9/15/11	4,164 89						4,164 89	539 494	
JPMORGAN HIGH YIELD FUND	18 757		10/3/11	140 49						140 49	18 757	
JPMORGAN HIGH YIELD FUND	17 243		11/1/11	135 36						135 36	17 243	
JPMORGAN HIGH YIELD FUND	19 378		12/1/11	148 24						148 24	19 378	
JPMORGAN HIGH YIELD FUND	23 847		12/16/11	180 76						180 76	23 847	
JPMORGAN HIGH YIELD FUND	38 905		12/16/11	294 90						294 90	38 905	
JPMORGAN MID CAP FUND	85 911		1/10/11	2,000 00						2,000 00	85 911	12,542 87
JPMORGAN MID CAP FUND	80 028		2/17/11	1,956 69						1,956 69	80 028	
JPMORGAN MID CAP FUND	80 919		4/13/11	1,979 28						1,979 28	80 919	
JPMORGAN MID CAP FUND	85 775		6/14/11	2,067 18						2,067 18	85 775	
JPMORGAN MID CAP FUND	100 397		8/5/11	2,217 77						2,217 77	100 397	
JPMORGAN MID CAP FUND	20 933		8/26/11	449 85						449 85	20 933	
JPMORGAN MID CAP FUND	72 935		9/15/11	1,616 25						1,616 25	72 935	
JPMORGAN MID CAP FUND	5 256		12/21/11	121 62						121 62	5 256	
LOOMIS INVESTMENT GRADE BOND FUND	247 525		1/10/11	3,000 00	8/26/11	49 363	616 55	598 28		2,401 72	198 162	17,187 04
LOOMIS INVESTMENT GRADE BOND FUND	1 087		2/2/11	13 22						13 22	1 087	
LOOMIS INVESTMENT GRADE BOND FUND	251 097		2/17/11	3,050 83						3,050 83	251 097	
LOOMIS INVESTMENT GRADE BOND FUND	2 113		3/2/11	25 88						25 88	2 113	
LOOMIS INVESTMENT GRADE BOND FUND	2 192		4/4/11	26 90						26 90	2 192	
LOOMIS INVESTMENT GRADE BOND FUND	234 814		4/13/11	2,897 61						2,897 61	234 814	
LOOMIS INVESTMENT GRADE BOND FUND	3 106		5/3/11	38 86						38 86	3 106	
LOOMIS INVESTMENT GRADE BOND FUND	3 08		6/2/11	38 65						38 65	3 08	
LOOMIS INVESTMENT GRADE BOND FUND	217 727		6/14/11	2,719 41						2,719 41	217 727	
LOOMIS INVESTMENT GRADE BOND FUND	4 089		7/5/11	50 74						50 74	4 089	
LOOMIS INVESTMENT GRADE BOND FUND	4 011		8/2/11	50 66						50 66	4 011	
LOOMIS INVESTMENT GRADE BOND FUND	209 53		8/5/11	2,646 36						2,646 36	209 53	
LOOMIS INVESTMENT GRADE BOND FUND	4 65		9/2/11	58 13						58 13	4 65	
LOOMIS INVESTMENT GRADE BOND FUND	259 065		9/15/11	3,207 22						3,207 22	259 065	
LOOMIS INVESTMENT GRADE BOND FUND	5 582		10/4/11	67 37						67 37	5 582	
LOOMIS INVESTMENT GRADE BOND FUND	5 724		11/2/11	70 58						70 58	5 724	
LOOMIS INVESTMENT GRADE BOND FUND	5 862		12/2/11	70 58						70 58	5 862	
LOOMIS INVESTMENT GRADE BOND FUND	9 992		12/28/11	118 60						118 60	9 992	
LOOMIS INVESTMENT GRADE BOND FUND	3 544		12/28/11	42 07						42 07	3 544	
LOOMIS INVESTMENT GRADE BOND FUND	14 024		12/28/11	166 46						166 46	14 024	
MANNING & NAPIER WORLD OPPORTUNITIES	710 9		1/10/11	6,000 00						6,000 00	710 9	34,230 60
MANNING & NAPIER WORLD OPPORTUNITIES	625 115		2/17/11	5,713 55						5,713 55	625 115	
MANNING & NAPIER WORLD OPPORTUNITIES	660 008		4/13/11	5,992 87						5,992 87	660 008	
MANNING & NAPIER WORLD OPPORTUNITIES	682 209		6/14/11	6,139 88						6,139 88	682 209	
MANNING & NAPIER WORLD OPPORTUNITIES	873 179		8/5/11	7,029 09						7,029 09	873 179	
MANNING & NAPIER WORLD OPPORTUNITIES	178 049		8/26/11	1,379 88						1,379 88	178 049	
MANNING & NAPIER WORLD OPPORTUNITIES	1011 599		9/15/11	7,465 60						7,465 60	1011 599	
MANNING & NAPIER WORLD OPPORTUNITIES	11 757		9/16/11	88 18						88 18	11 757	
MANNING & NAPIER WORLD OPPORTUNITIES	18 521		9/16/11	138 91						138 91	18 521	
MANNING & NAPIER WORLD OPPORTUNITIES	213 782		12/16/11	1,374 62						1,374 62	213 782	
MANNING & NAPIER WORLD OPPORTUNITIES	177 868		12/16/11	1,143 69						1,143 69	177 868	
METROPOLITIAN WEST TOTAL RETURN FD	3155 295		8/26/11	33,099 04						33,099 04	3155 295	40,565 89
METROPOLITIAN WEST TOTAL RETURN FD	1 353		9/1/11	14 22						14 22	1 353	
METROPOLITIAN WEST TOTAL RETURN FD	681 131		9/15/11	7,165 50						7,165 50	681 131	
METROPOLITIAN WEST TOTAL RETURN FD	13 411		10/3/11	140 41						140 41	13 411	

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METROPOLITIAN WEST TOTAL RETURN FD	15 045		11/1/11	157 37						157 37	15 045	
METROPOLITIAN WEST TOTAL RETURN FD	14 324		12/1/11	148 68						148 68	14 324	
METROPOLITIAN WEST TOTAL RETURN FD	13 486		12/13/11	139 31						139 31	13 486	
METROPOLITIAN WEST TOTAL RETURN FD	17 806		12/13/11	183 94						183 94	17 806	
MUTUAL GLOBAL DISCOVERY FUND	202 02		1/10/11	6,000 00						6,000 00	202 02	36,947 37
MUTUAL GLOBAL DISCOVERY FUND	190 731		2/17/11	5,910 76						5,910 76	190 731	
MUTUAL GLOBAL DISCOVERY FUND	195 04		4/13/11	6,016 99						6,016 99	195 04	
MUTUAL GLOBAL DISCOVERY FUND	204 5		6/14/11	6,218 84						6,218 84	204 5	
MUTUAL GLOBAL DISCOVERY FUND	241 325		8/5/11	6,747 44						6,747 44	241 325	
MUTUAL GLOBAL DISCOVERY FUND	36 589		8/26/11	990 11						990 11	36 589	
MUTUAL GLOBAL DISCOVERY FUND	0 128		9/6/11	3 42						3 42	0 128	
MUTUAL GLOBAL DISCOVERY FUND	20 063		9/6/11	537 89						537 89	20 063	
MUTUAL GLOBAL DISCOVERY FUND	6 606		9/6/11	177 12						177 12	6 606	
MUTUAL GLOBAL DISCOVERY FUND	220 857		9/15/11	5,848 29						5,848 29	220 857	
MUTUAL GLOBAL DISCOVERY FUND	27 149		12/19/11	722 71						722 71	27 149	
T ROWE PRICE BLUE CHIP GROWTH FUND	77 6		1/10/11	3,000 00						3,000 00	77 6	17,820 86
T ROWE PRICE BLUE CHIP GROWTH FUND	69 509		2/17/11	2,875 58						2,875 58	69 509	
T ROWE PRICE BLUE CHIP GROWTH FUND	81 427		4/13/11	3,222 07						3,222 07	81 427	
T ROWE PRICE BLUE CHIP GROWTH FUND	84 471		6/14/11	3,240 31						3,240 31	84 471	
T ROWE PRICE BLUE CHIP GROWTH FUND	65 666		8/5/11	2,479 53						2,479 53	65 666	
T ROWE PRICE BLUE CHIP GROWTH FUND	29 722		8/26/11	1,075 64						1,075 64	29 722	
T ROWE PRICE BLUE CHIP GROWTH FUND	52 257		9/15/11	1,986 82						1,986 82	52 257	
T ROWE PRICE BLUE CHIP GROWTH FUND	0 431		12/15/11	16 12						16 12	0 431	
T ROWE PRICE EQUITY INCOME FUND	250 522		1/10/11	6,000 00						6,000 00	250 522	37,442 84
T ROWE PRICE EQUITY INCOME FUND	232 437		2/17/11	5,857 40						5,857 40	232 437	
T ROWE PRICE EQUITY INCOME FUND	1 749		3/30/11	43 47						43 47	1 749	
T ROWE PRICE EQUITY INCOME FUND	244 925		4/13/11	6,081 50						6,081 50	244 925	
T ROWE PRICE EQUITY INCOME FUND	278 341		6/14/11	6,655 13						6,655 13	278 341	
T ROWE PRICE EQUITY INCOME FUND	4 595		6/29/11	110 88						110 88	4 595	
T ROWE PRICE EQUITY INCOME FUND	288 423		8/5/11	6,382 81						6,382 81	288 423	
T ROWE PRICE EQUITY INCOME FUND	66 81		8/26/11	1,427 06						1,427 06	66 81	
T ROWE PRICE EQUITY INCOME FUND	237 312		9/15/11	5,171 03						5,171 03	237 312	
T ROWE PRICE EQUITY INCOME FUND	9 198		9/29/11	192 61						192 61	9 198	
T ROWE PRICE EQUITY INCOME FUND	9 402		12/14/11	209 86						209 86	9 402	
T ROWE PRICE INTERNATIONAL BOND FD	412 371		1/10/11	4,000 00	8/26/11	103 202	1,097 04	1,001 06		2,998 94	309 169	22,445 06
T ROWE PRICE INTERNATIONAL BOND FD	0 589		2/1/11	5 85						5 85	0 589	
T ROWE PRICE INTERNATIONAL BOND FD	410 319		2/17/11	4,041 64						4,041 64	410 319	
T ROWE PRICE INTERNATIONAL BOND FD	1 148		3/1/11	11 51						11 51	1 148	
T ROWE PRICE INTERNATIONAL BOND FD	1 842		4/1/11	18 55						18 55	1 842	
T ROWE PRICE INTERNATIONAL BOND FD	371 475		4/13/11	3,774 19						3,774 19	371 475	
T ROWE PRICE INTERNATIONAL BOND FD	2 365		5/2/11	24 83						24 83	2 365	
T ROWE PRICE INTERNATIONAL BOND FD	2 592		6/1/11	26 88						26 88	2 592	
T ROWE PRICE INTERNATIONAL BOND FD	343 013		6/14/11	3,570 77						3,570 77	343 013	
T ROWE PRICE INTERNATIONAL BOND FD	2 972		7/1/11	30 82						30 82	2 972	
T ROWE PRICE INTERNATIONAL BOND FD	3 304		8/1/11	34 96						34 96	3 304	
T ROWE PRICE INTERNATIONAL BOND FD	334 04		8/5/11	3,480 70						3,480 70	334 04	
T ROWE PRICE INTERNATIONAL BOND FD	3 906		9/1/11	41 21						41 21	3 906	
T ROWE PRICE INTERNATIONAL BOND FD	454 432		9/15/11	4,667 02						4,667 02	454 432	
T ROWE PRICE INTERNATIONAL BOND FD	4 807		10/3/11	48 07						48 07	4 807	
T ROWE PRICE INTERNATIONAL BOND FD	4 708		11/1/11	48 30						48 30	4 708	
T ROWE PRICE INTERNATIONAL BOND FD	4 859		12/1/11	48 35						48 35	4 859	

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FOR THE YEAR ENDED DECEMBER 31, 2011

DESCRIPTION	NO SHARES	BEGINNING TAX BASIS	ACQ DATE	PURCHASES	SOLD DATE	NO SHS SOLD	SALES PRICE	COST	BASIS ADJUSTMENT	ENDING TAX BASIS	ENDING NO SHARES	CURRENT VALUE
T ROWE PRICE INTERNATIONAL BOND FD	48 881		12/19/11	473 66						473 66	48 881	
T ROWE PRICE NEW INCOME FUND	2437 337		8/26/11	23,642 17						23,642 17	2437 337	29,145 34
T ROWE PRICE NEW INCOME FUND	0 702		9/1/11	6 80						6 80	0 702	
T ROWE PRICE NEW INCOME FUND	529 586		9/15/11	5,142 28						5,142 28	529 586	
T ROWE PRICE NEW INCOME FUND	8 446		10/3/11	81 76						81 76	8 446	
T ROWE PRICE NEW INCOME FUND	7 969		11/1/11	77 46						77 46	7 969	
T ROWE PRICE NEW INCOME FUND	8 18		12/1/11	78 86						78 86	8 18	
T ROWE PRICE NEW INCOME FUND	6 22		12/8/11	59 84						59 84	6 22	
T ROWE PRICE NEW INCOME FUND	12 442		12/8/11	119 69						119 69	12 442	
TOTAL ACCOUNT 641-08840-1-0		0 00		671,798 12			68,294 62	66,299 76	-8 57	605,506 93		581,766 30
TOTAL ALL ACCOUNTS		1,536,802 09		960,165 46			436,661 96	442,155 97	-8 57	2,054,820 15		1,982,987 33
REAL ESTATE												
LOT - BERNALILLO, NEW MEXICO		1,489 00	12/16/92							1,489 00		1,489 00
LOT - POLK COUNTY, FLORIDA		630 00	12/16/92							630 00		630 00
TOTAL REAL ESTATE		2,119 00		0 00			0 00	0 00	0 00	2,119 00		2,119 00
TOTAL INVESTMENTS		1,538,921 09		960,165 46			436,661 96	442,155 97	-8 57	2,056,939 15		1,985,106 33