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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation LINDA T. WATSON FAMILY FOUNDATION		A Employer identification number 43-6816063
C/O ASSURED MANAGEMENT COMPANY		
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions)
1901 WEST 47TH PLACE	200	(913) 432-1020
City or town, state, and ZIP code		
WESTWOOD, KS 66205		
G Check all that apply		
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 526,281.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		C If exemption application is pending, check here <input type="checkbox"/>
		D 1 Foreign organizations, check here <input type="checkbox"/>
		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		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 instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		151,595.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		4,016.	4,016.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-4,672.			
b Gross sales price for all assets on line 6a 346,233.					
7 Capital gain net income (from Part IV, line 2)			123,636.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		150,939.	127,652.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans (attach schedule)					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 2		1,000.	500.		500.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		1,000.	500.		500.
25 Contributions, gifts, grants paid		133,845.			133,845.
26 Total expenses and disbursements. Add lines 24 and 25		134,845.	500.	0	134,345.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		16,094.			
b Net investment income (if negative, enter -0-)			127,152.		
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	84,891.	296,362.	296,362.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 3	425,296.	229,919.	229,919.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶ ATCH 4)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	510,187.	526,281.	526,281.
17		Accounts payable and accrued expenses			
18		Grants payable			
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 ▶)				
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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	510,187.	526,281.	
	30	Total net assets or fund balances (see instructions)	510,187.	526,281.	
31	Total liabilities and net assets/fund balances (see instructions)	510,187.	526,281.		

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	510,187.
2	Enter amount from Part I, line 27a	2	16,094.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	526,281.
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	526,281.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
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	123,636.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	91,114.	398,521.	0.228630
2009	89,420.	387,427.	0.230805
2008	39,789.	463,661.	0.085815
2007	39,688.	411,546.	0.096436
2006	45,431.	378,931.	0.119893
2 Total of line 1, column (d)			2 0.761579
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 0.152316
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 470,921.
5 Multiply line 4 by line 3			5 71,729.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,272.
7 Add lines 5 and 6			7 73,001.
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			8 134,345.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	1,272.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	1,272.
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	1,272.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	189.	
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	189.	
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	1,083.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> KS, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> CHARLES RUBIN Telephone no. <input type="checkbox"/> 913-432-1020			
	Located at <input type="checkbox"/> 1901 W. 47TH PL., STE. 200 WESTWOOD, KS ZIP + 4 <input type="checkbox"/> 66205			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input checked="" type="checkbox"/>	1b	
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? <input type="checkbox"/>	1c	
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 <input type="checkbox"/>		
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) <input type="checkbox"/>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 5		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
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.

1 NOTE: THE ONLY ACTIVITY OF THE FOUNDATION WAS DONATING
TO VARIOUS ORGANIZATIONS THAT WERE SELECTED BY THE TRUSTEES.

2 THERE WERE NO DIRECT EXPENSES INCURRED IN MAKING THESE
DONATIONS.

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

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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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	236,242.
b	Average of monthly cash balances	1b	241,850.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	478,092.
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	478,092.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,171.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	470,921.
6	Minimum investment return. Enter 5% of line 5	6	23,546.

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	23,546.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,272.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,272.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	22,274.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,274.
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	22,274.

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	134,345.
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	134,345.
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	1,272.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	133,073.

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				22,274.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	26,807.			
b From 2007	39,688.			
c From 2008	39,789.			
d From 2009	89,420.			
e From 2010	71,210.			
f Total of lines 3a through e	266,914.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 134,345.				
a Applied to 2010, but not more than line 2a				
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				22,274.
e Remaining amount distributed out of corpus	112,071.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	378,985.			
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				
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)	26,807.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	352,178.			
10 Analysis of line 9				
a Excess from 2007	39,688.			
b Excess from 2008	39,789.			
c Excess from 2009	89,420.			
d Excess from 2010	71,210.			
e Excess from 2011	112,071.			

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

NOT APPLICABLE

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))

LINDA WATSON

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

ATTACHMENT 6

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

ATTACHMENT 7

c Any submission deadlines

ATTACHMENT 8

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

NO RESTRICTIONS

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
<p><i>a Paid during the year</i></p> <p>ATTACHMENT 9</p>				
Total			▶ 3a	133,845.
<i>b Approved for future payment</i>				
Total			▶ 3b	

Schedule of Contributors

OMB No 1545-0047

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

2011

Name of the organization

LINDA T. WATSON FAMILY FOUNDATION
C/O ASSURED MANAGEMENT COMPANY

Employer identification number

43-6816063

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization **LINDA T. WATSON FAMILY FOUNDATION**
C/O ASSURED MANAGEMENT COMPANY

Employer identification number
43-6816063

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LINDA WATSON 1901 W. 47TH PLACE, SUITE 200 WESTWOOD, KS 66205	\$ 151,595.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number
43-6816063

[illegible]

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	83.	83.
INTEREST	3,933.	3,933.
TOTAL	<u>4,016.</u>	<u>4,016.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX CONSULTING FEES	1,000.	500.		500.
TOTALS	<u>1,000.</u>	<u>500.</u>		<u>500.</u>

ATTACHMENT 3

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CD	229,919.	229,919.
TOTALS	<u>229,919.</u>	<u>229,919.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 4

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATION COSTS	1,500.	1,500.
LESS: ACCUMULATED AMORTIZATION	-1,500.	-1,500.
TOTALS		

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 5

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS		EXPENSE ACCT AND OTHER ALLOWANCES	

LINDA WATSON
C/O ASSURED MANAGEMENT COMPANY
1901 WEST 47TH PLACE, SUITE 200
WESTWOOD, KS 66205

CO-TRUSTEE
1.00

0

0

0

MARGARET E WATSON
C/O ASSURED MANAGEMENT COMPANY
1901 WEST 47TH PLACE, SUITE 200
WESTWOOD, KS 66205

CO-TRUSTEE
1.00

0

0

0

CHARLES E RUBIN
C/O ASSURED MANAGEMENT COMPANY
1901 WEST 47TH PLACE, SUITE 200
WESTWOOD, KS 66205

CO-TRUSTEE
1.00

0

0

0

ARNOLD H BROWN
C/O ASSURED MANAGEMENT COMPANY
1901 WEST 47TH PLACE, SUITE 200
WESTWOOD, KS 66205

CO-TRUSTEE
1.00

0

0

0

GRAND TOTALS

0

0

0

ATTACHMENT 6

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

CHARLES E RUBIN, ASSURED MANAGEMENT
1091 WEST 47TH PLACE, SUITE 200
WESTWOOD, KS 66205
913-432-1020

ATTACHMENT 7

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

SEE 2(A) ABOVE
WRITTEN REQUEST NAMING THE CHARITY AND ITS PURPOSE AND PROPOSED USE
OF THE REQUESTED FUNDS.

ATTACHMENT 8

990PF, PART XV - SUBMISSION DEADLINES

SEE 2(A) ABOVE

REQUESTS MUST BE SUBMITTED BY NOVEMBER 1ST TO BE CONSIDERED FOR THE
YEAR ENDING DECEMBER 31ST.

**LINDA WATSON FAMILY FOUNDATION
A STATEMENT MADE PART OF FORM 990-PF
U.S. RETURN OF PRIVATE FOUNDATION
FOR THE YEAR ENDED DECEMBER 31, 2011**

43-6816063

**PAGE 11, PART XV -
GRANTS AND CONTRIBUTIONS PAID**

For the year ended December 31, 2011, the following contributions were made to the listed charitable organizations.

<u>NAME</u>	<u>TYPE OF ORGANIZATION</u>	<u>AMOUNT</u>	<u>PURPOSE</u>
Barstow School, The 11511 State Line Road Kansas City, MO 64114	501(c)(3) - Public	1,000	EDUCATIONAL
Camp Watcha Wanna-Do PO Box 11166 Fort Wayne, IN 46856-1166	501(c)(3) - Public	500	CIVIC
Children's Mercy Hospital Resource Development Office 2401 Gillham Road Kansas City, MO 64108	501(c)(3) - Public	1,000	CIVIC
Gillis 8150 Wornall Road Kansas City, MO 64114	501(c)(3) - Public	1,250	EDUCATIONAL
Harvesters P O Box 87-9025 Kansas City, MO 64187	501(c)(3) - Public	2,000	CIVIC
JCCC Foundation 12345 College Blvd Overland Park, KS 66210	501(c)(3) - Public	500	EDUCATIONAL
Jewish Federation of GKC 5801 West 115th Street Overland Park, KS 66211	501(c)(3) - Public	2,420	RELIGIOUS
Kansas City Ballet 1601 Broadway Kansas City, MO 64105	501(c)(3) - Public	1,000	CIVIC
Kansas City Chorale 5601 Wyandotte, Suite 412 Kansas City, MO 64113	501(c)(3) - Public	13,000	CIVIC

Kansas City Hospice 1625 W. 92nd St Kansas City, MO 64114	501(c)(3) - Public	5,000	CIVIC
Kauffman Center 906 Grand Blvd., 11th Floor Kansas City, MO 64106	501(c)(3) - Public	30,000	CIVIC
Kansas City Symphony 1020 Central, Suite 300 Kansas City, MO 64105-1672	501(c)(3) - Public	1,000	CIVIC
KC Ronald McDonald House 2501 Cherry Street Kansas City, MO 64108	501(c)(3) - Public	1,000	CIVIC
KCPT 125 E. 31st St Kansas City, MO 64108	501(c)(3) - Public	500	CIVIC
Kemper Museum 4420 Warwick Blvd. Kansas City, MO 64111	501(c)(3) - Public	500	CIVIC
Mayo Foundation 200 1st St SW #W4 Rochester, MN 55905	501(c)(3) - Public	50,000	CIVIC
Midwest Center for Holocaust 5801 West 115th Street, Ste 106 Overland Park, KS 66211	501(c)(3) - Public	500	CIVIC
Nelson Gallery Foundation 4525 Oak Street Kansas City, MO 64111	501(c)(3) - Public	1,250	CIVIC
The New Reform Temple 7100 Main Street Kansas City, MO 64114	501(c)(3) - Public	3,675	CIVIC
Planned Parenthood 1001 East 47th Street Kansas City, MO 64110	501(c)(3) - Public	750	CIVIC
Salvation Army 3637 Broadway Kansas City, MO 64108	501(c)(3) - Public	3,000	CIVIC
Temple Israel 5311 W 75th Street Prairie Village, KS 66208	501(c)(3) - Public	8,000	CIVIC

United Way 434 Minnesota Kansas City, KS 66101	501(c)(3) - Public	5,000	CIVIC
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Veterans of Foreign Wars 406 West 34th Street, Suite 514 Kansas City, MO 64111	501(c)(3) - Public	1,000	CIVIC
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TOTAL CONTRIBUTIONS		<u>\$ 133,845</u>	
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FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
346,233.		MSSB # 15349 LT - SEE ATTACHMENT B PROPERTY TYPE: SECURITIES 222,597.				D	VARIOUS 123,636.	VARIOUS
TOTAL GAIN (LOSS)					<u>123,636.</u>	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust **LINDA T. WATSON FAMILY FOUNDATION**
C/O ASSURED MANAGEMENT COMPANY

Employer identification number
43-6816063

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back. ►	5	

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	123,636.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back. ►	12	123,636.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		
14 Net long-term gain or (loss):			
a Total for year	14a		123,636.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		123,636.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16 ()
a The loss on line 15, column (3) or b \$3,000	

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (15)		30	
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32 Add lines 30 and 31		32	
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

Schedule D (Form 1041) 2011

Employer identification number

43-6816063

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	123,636.
--	----------

Schedule D-1 (Form 1041) 2011

Linda Watson Family Foundation
 EIN- 43-6816063
 Supplement to 990-PF pg 1
 Contributions

Recipient
 Linda Watson Family Foundation
 196 shs

Linda Watson Family Foundation
 103 shs

Linda Watson Family Foundation
 275 shs

Linda Watson Family Foundation
 148 shs

Linda Watson Family Foundation
 220 shs

Linda Watson Family Foundation
 205 shs

Linda Watson Family Foundation
 183 shs

Linda Watson Family Foundation
 407 shs

Linda Watson Family Foundation
 42 shs

Linda Watson Family Foundation
 140 shs

Linda Watson Family Foundation
 114 shs

Linda Watson Family Foundation
 138 shs

Date of Purchase		Cost/Sh	Value on Gift Date 12/15/11	High	Low	Average =
Willis Group Holdings PLC (WSH)						
12/27/2009		23 258	4,558 63	38 18	37 73	37 955
Total Value of Gift as of 12/15/11: \$7,439 18 (calculated on 'average price')						
Ace Limited (ACE)						
4/30/2010		53 09	5,468 32	67 98	66 83	67 405
Total Value of Gift as of 12/15/11: \$6,942.72 (calculated on 'average price')						
AT&T Inc (T)						
10/27/2005		23 697	6,516 63	29 02	28 71	28 865
Total Value of Gift as of 12/15/11: \$7,937.88 (calculated on 'average price')						
Chevron Corp (CVX)						
3/26/2009		70 223	10,392 99	101 60	99 32	100 46
Total Value of Gift as of 12/15/11: \$14,868 08 (calculated on 'average price')						
ConocoPhillips (COP)						
11/11/2009		53 591	11,790 05	69 33	67 96	68 645
Total Value of Gift as of 12/15/11: \$15,101 90 (calculated on 'average price')						
Edison International (EIX)						
3/26/2009		28 976	5,940 16	39 34	38 71	39 025
Total Value of Gift as of 12/15/11: \$8,000.13 (calculated on 'average price')						
Glaxosmithkline PLC (GSK)						
3/26/2009		34 877	6,382 43	45 40	44 93	45 165
Total Value of Gift as of 12/15/11: \$8,262 20 (calculated on 'average price')						
Gold Fields Ltd (GFI)						
5/22/2008		14 193	5,776 60	15 45	15 00	15 225
Total Value of Gift as of 12/15/11: \$6,196 58 (calculated on 'average price')						
Int'l Business Machines Corp (IBM)						
4/15/2009		100 626	4,226 31	191 20	186 89	189 045
Total Value of Gift as of 12/15/11: \$7,939 89 (calculated on 'average price')						
Northrop Grumman Corp (NOC)						
10/26/2009		45 827	6,415 83	55 83	55 26	55 545
Total Value of Gift as of 12/15/11: \$7,776.30 (calculated on 'average price')						
Royal Dutch Shell PLC (RDSA)						
3/26/2009		46 698	5,323 57	70 62	69 91	70 265
Total Value of Gift as of 12/15/11: \$8,010 21 (calculated on 'average price')						
Seven & I Holdings Co Ltd (SVNDY)						

Linda Watson Family Foundation 182 shs	Total Value of Gift as of 12/15/11: \$7,575.65 (calculated on 'average price')	6/5/2009	47 305	6,528 08	54 896 54 896 84 896
	Swisscom AG Spons (SCMWY)				
Linda Watson Family Foundation 439 shs	Total Value of Gift as of 12/15/11: \$6,665 75 (calculated on 'average price')	3/17/2006	32 76	5,962 32	36 625 36 625 36 625
	Time Warner Inc (TWX)				
Linda Watson Family Foundation 147 shs	Total Value of Gift as of 12/15/11 \$14,976.49 (calculated on 'average price')	9/23/2009	27 945	12,267 33	34 41 33 82 34 115
	Travelers Companies Inc (TRV)				
Linda Watson Family Foundation 310 shs	Total Value of Gift as of 12/15/11: \$8,345 19 (calculated on 'average price')	3/26/2009	39 734	5,840 96	57 17 56 37 56 77
	Vodafone Group PLC (VOD)				
Linda Watson Family Foundation 300 shs	Total Value of Gift as of 12/15/11: \$8,444.40 (calculated on 'average price')	11/10/2008	16 724	5,184 50	27 24 27 24 27 24
	Wells Fargo & Co New (WFC)				
	Total Value of Gift as of 12/15/11: \$7,780.50 (calculated on 'average price')	8/27/2010	23 626	7,088 01	26 31 25 56 25 935

Approximate total value of gift as of 12/15/11: \$152,263 05

Details of Long-Term Gain (Loss) 2011

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	47	COOPER INDUSTRIES PLC	09/17/09	01/10/11	\$ 2,716 04	\$ 1,785.74		\$ 930.30
	91	DUBLIN-USD	09/18/09		5,258 72	3,433.49		1,825.23
	20		09/22/09		1,155 76	744 73		411.03
125000020	27	WILLIS GROUP HLDGS PLC	01/27/09	12/20/11	1,026 32	647 27		379.05
	160	IRELAND	02/04/09		6,081 91	3,686.78		2,395.13
	9		07/31/09		342 11	224.58		117.53
125000030	103	ACE LIMITED	04/30/10	12/20/11	6,898 50	5,468 32		1,430 18
125000040	99	AT&T INC	10/27/05	12/20/11	2,828 14	2,345 08		483 06
	176		10/28/05		5,027 80	4,171.55		856.25

2011 Year End Summary

LINDA T WATSON FAMILY FDN

Account Number 183-15349-10 411

Details of Long Term Gain (Loss) 2011 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000080	194	ALLSTATE CORP	03/28/09	01/10/11	\$ 5,894 31	\$ 3,879 22		\$ 2,015.09
125000060	118	ANGLOGOLD ASHANTI LTD ADR	07/22/08	01/10/11	5,183 85	2,904 52		2,279 33
125000070	18	APPLE INC	03/12/09	01/10/11	5,992 83	1,686 51		4,306.32
125000080	16	AUTOZONE INC	10/29/08	01/10/11	3,949 30	1,909 68		2,039 62
	4		11/10/08		987 32	466 57		520 75
	16		08/28/09		3,949 30	2,371 36		1,577.94
125000090	127	BARRICK GOLD CORP CAD	09/16/08	01/10/11	6,190 51	3,515 50		2,675.01
	64		08/18/09		3,119 63	2,142 28		977 35
125000100	104	CENTURYLINK INC	03/26/09	01/10/11	4,554 16	2,832 59		1,721.57
125000110	78	CHEVRON CORP	03/26/09	12/20/11	7,967 54	5,445 34		2,522 20
	70		02/12/10		7,150 36	4,947 65		2,202 71
125000120	98	COACH INC	11/10/08	01/10/11	5,043 81	1,660 43		3,383 38
125000130	200	CONOCOPHILLIPS	11/11/09	12/20/11	13,787 23	10,760 00		3,037 23
	20		11/20/09		1,378 72	1,040 05		338 67
125000140	231	DOLLAR TREE INC	03/05/09	01/10/11	11,801 84	6,247 46		5,554.38
125000150	225	CGMI AND/OR ITS AFFILIATES	03/26/09	01/10/11	3,853 93	1,864 87		1,988.06
125000160	207	EMC CORP-MASS	02/19/09	01/10/11	4,721 15	2,437 53		2,283.62
125000170	112	EATON CORP	11/24/09	01/10/11	11,317 80	7,168 59		4,149 21
125000180	205	EDISON INTERNATIONAL	03/26/09	12/20/11	8,061 68	5,940 16		2,121 52
125000190	68	GLAXOSMITHKLINE PLC SP ADR	03/26/09	12/20/11	3,031 67	2,071 15		960 52
	115		03/05/10		5,127 09	4,311 28		815 81
125000200	407	GOLD FIELDS LTD SPONS ADR	05/22/08	12/20/11	6,240 42	5,776 60		463 82
125000210	53	HARRIS CORP-DELAWARE	03/26/09	01/10/11	2,346 26	1,562 95		783 31
125000220	7	INTL BUSINESS MACHINES CORP	04/15/09	12/20/11	1,282 70	686 14		596.56
	35		04/23/09		6,413 49	3,540 17		2,873.32
125000230	121	JOY GLOBAL INC	08/06/09	01/10/11	10,301 03	4,893 00		5,408.03
125000240	132	KBR INC	05/15/09	01/10/11	3,702 13	2,260 68		1,441 45
125000250	62	MAGNA INTERNATIONAL INC	07/15/08	01/10/11	3,581 07	1,708 98		1,872 09
125000260	194	METLIFE INC	05/04/09	01/10/11	8,732 49	5,318 42		3,414 07
125000270	286	NEW YORK COMMUNITY BANCORP	03/26/09	01/10/11	5,216 37	3,240 15		1,976 22

2011 YEAR END SUMMARY

Ref 00013852 00114941

LINDA T WATSON FAMILY FDN

Account Number 183-15349-10 411

Details of Long Term Gain (Loss) 2011 continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000280	57	NORFOLK SOUTHERN CORP	04/14/09	01/10/11	\$ 3,666 90	\$ 2,084 10		\$ 1,582.80
	112		05/07/09		7,205 15	4,138 73		3,066 42
125000290	140	NORTHROP GRUMMAN CORP	10/26/09	12/20/11	7,831 74	6,415 83		1,415.91
125000300	46	OCCIDENTAL PETROLEUM CORP-DEL	05/21/09	01/10/11	4,290 60	2,797 98		1,492 62
125000310	17	PRICELINE COM INC (NEW)	11/06/09	01/10/11	7,390 82	2,908 20		4,482 62
	18	CGMI AND/OR ITS AFFILIATES	11/09/09		7,825 57	3,152 64		4,672 93
125000320	188	REYNOLDS AMERICAN INC	03/26/09	01/10/11	6,116 69	3,501 19		2,615.50
125000330	114	ROYAL DUTCH SHELL PLC ADR CL A	03/26/09	12/20/11	7,984 82	5,323 57		2,661.25
125000340	29	SEVEN & I HLDGS CO LTD-JPY	06/05/09	12/20/11	1,556 74	1,371 87		184.87
	109	CGMI AND/OR ITS AFFILIATES	08/19/09		5,851 21	5,156 21		695 00
125000350	47	SIEMENS A G SPONS ADR	09/29/08	01/10/11	5,350 35	4,384 67		965.68
	72		10/24/08		8,196 28	3,626 74		4,569.54
125000360	182	SWISSCOM AG SPONS ADR CGMI AND/OR ITS AFFILIATES	03/17/06	12/20/11	6,678 82	5,962 32		716 50
125000370	20 6666	TIME WARNER INC	09/23/08	12/20/11	704 27	603 32		100 95
	41 6667		10/13/08		1,419 91	865 30		554 61
	2 6667		10/20/08		90.88	56 87		34 01
	24		06/02/09		817 87	549 14		268 73
	83		06/03/09		2,828 46	1,879 77		948 69
	35		12/29/09		1,192 73	1,028 51		164 22
	232		12/08/10		7,906 07	7,284 92		621 15
125000380	147	TRAVELERS COMPANIES INC	03/26/09	12/20/11	8,382 07	5,840 96		2,541 11
125000390	38	UNION PACIFIC CORP	10/23/09	01/10/11	3,605 03	2,172 91		1,432.12
	27		10/26/09		2,561 47	1,567 51		993.96
	66		10/27/09		6,261 36	3,798 83		2,462 53
125000400	310	VODAFONE GROUP PLC SPONS ADR NEW	11/10/08	12/20/11	8,360 95	5,184 50		3,176 45
		CGMI AND/OR ITS AFFILIATES						
125000410	300	WELLS FARGO & CO NEW	08/27/10	12/20/11	7,667 78	7,088 01		579 77
125000420	163	WESTERN DIGITAL CORP	04/14/09	01/10/11	5,235 41	3,444 23		1,791.18
125000430	635	XEROX CORP	03/26/09	01/10/11	7,037 62	3,320 98		3,716.64
Total					\$ 346,232.86	\$ 222,697.18		\$ 123,635 68