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Return of Private Foundation
 or Section 4947(a)(1) Nonexempt Charitable Trust
 Treated as a Private Foundation

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
JAMES M COX FOUNDATION 58014850

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 64713; TRUST TAX SERVICES (402) 536-5129

City or town, state, and ZIP code
ST. PAUL, MN 55164-0713

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: 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, col. (c), line 16) ▶ \$ **1,985,430.** **J** Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis)

A Employer identification number
47-0719195

B Telephone number (see instructions)
(402) 536-5129

C If exemption application is pending, check here

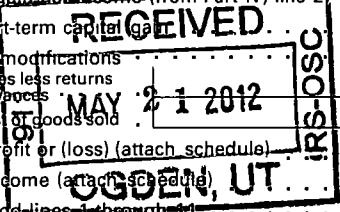
D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

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

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 (attach schedule)				
	2 Check <input checked="" 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	58,881.	58,881.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	35,010.			
	b Gross sales price for all assets on line 6a	319,436.			
	7 Capital gain net income (from Part IV, line 2)		35,010.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cos. of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	6,849.	1,349.		STMT 4	
12 Total. Add lines 1 through 11	100,740.	95,240.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	31,707.	21,465.		10,242.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 5	5,014.	2,507.	NONE	2,507.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	1,079.	676.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	37,800.	24,648.	NONE	12,749.
	25 Contributions, gifts, grants paid	147,500.			147,500.
26 Total expenses and disbursements. Add lines 24 and 25	185,300.	24,648.	NONE	160,249.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-84,560.				
b Net investment income (if negative, enter -0-)		70,592.			
c Adjusted net income (if negative, enter -0-)					

MAY 15 2012
 MAY 21 2012
 MAY 31 2012



SCANNED MAY 31 2012

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		2,265.	2,265.
	2	Savings and temporary cash investments	32,770.	24,849.	24,849.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Plédgés 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 ▶			NONE
	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) . STMT 7	1,100,520.	1,100,397.	1,221,222.
	c	Investments - corporate bonds (attach schedule) . STMT 10	758,565.	679,999.	734,549.
	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 ▶ STMT 11)	2,755.	2,545.	2,545.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,894,610.	1,810,055.	1,985,430.	
Liabilities	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)				
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	1,894,610.	1,810,055.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	1,894,610.	1,810,055.		
31	Total liabilities and net assets/fund balances (see instructions)	1,894,610.	1,810,055.		

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)	1,894,610.
2	Enter amount from Part I, line 27a	-84,560.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5.
4	Add lines 1, 2, and 3	1,810,055.
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,810,055.

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 PUBLICLY TRADED SECURITIES						
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 309,031.		284,426.	24,605.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FM V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a				24,605.		
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	35,010.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8						

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	151,978.	2,040,507.	0.07448050901
2009	144,612.	1,838,756.	0.07864665024
2008	145,791.	2,299,282.	0.06340718537
2007	148,856.	900,797.	0.16524921819
2006	145,065.	2,573,678.	0.05636485994
2 Total of line 1, column (d)			2 0.43814842275
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 0.08762968455
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,060,573.
5 Multiply line 4 by line 3			5 180,567.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 706.
7 Add lines 5 and 6			7 181,273.
8 Enter qualifying distributions from Part XII, line 4			8 160,249.

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 <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	1,412.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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		1,412.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)	4		NONE
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5		1,412.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		740.
b Exempt foreign organizations - tax withheld at source	6b		NONE
c Tax paid with application for extension of time to file (Form 8868)	6c		NONE
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		740.
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		672.
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"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of US BANK NATIONAL ASSOCIATION Telephone no (402) 536-5129
Located at 1700 FARNAM ST, OMAHA, NE ZIP + 4 68102
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 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? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

1a 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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X
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 X No
If "Yes," list the years
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
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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
SEE STATEMENT 13		31,707.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 NONE

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		NONE

Total number of others receiving over \$50,000 for professional services ▶		NONE

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 NONE	

2	

3	

4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	

2	

All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶	

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	2,083,641.
b	Average of monthly cash balances	1b	8,311.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,091,952.
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	NONE
3	Subtract line 2 from line 1d	3	2,091,952.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,379.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,060,573.
6	Minimum investment return. Enter 5% of line 5	6	103,029.

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	103,029.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,412.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,412.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	101,617.
4	Recoveries of amounts treated as qualifying distributions	4	4,500.
5	Add lines 3 and 4	5	106,117.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	106,117.

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	160,249.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	160,249.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	160,249.

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				106,117.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2011.				
a From 2006	18,163.			
b From 2007	99,966.			
c From 2008	31,624.			
d From 2009	53,249.			
e From 2010	48,692.			
f Total of lines 3a through e	251,694.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 160,249.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				106,117.
e Remaining amount distributed out of corpus	54,132.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		NONE		NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	305,826.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE		
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	18,163.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	287,663.			
10 Analysis of line 9.				
a Excess from 2007	99,966.			
b Excess from 2008	31,624.			
c Excess from 2009	53,249.			
d Excess from 2010	48,692.			
e Excess from 2011	54,132.			

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

NOT APPLICABLE

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

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

Table with columns: Tax year (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions from Part XII, line 4, 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, 3 Complete 3a, b, or c for the alternative test relied upon (Assets, Endowment, Support).

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).)

N/A

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

N/A

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 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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>a <i>Paid during the year</i></p> <p>SEE STATEMENT 27</p>				
Total ▶ 3a				147,500.
<p>b <i>Approved for future payment</i></p>				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	254.	254.
ABERDEEN FDS EMRGN	82.	82.
ALCOA INC	24.	24.
AMERICAN TOWER CORP	105.	105.
AMGEN INC	112.	112.
ANADARKO PETROLEUM CORP	63.	63.
APACHE CORP	135.	135.
BANK OF AMERICA CORP	44.	44.
BEST BUY CO INC	153.	153.
BRISTOL MYERS SQUIBB CO	561.	561.
C M S ENERGY CORP	305.	305.
CVS CAREMARK CORP	200.	200.
CATERPILLAR INC	92.	92.
CHEVRON CORPORATION	309.	309.
CISCO SYS INC	180.	180.
CITIGROUP INC	7.	7.
CONOCOPHILLIPS	281.	281.
EATON CORP	102.	102.
EXXON MOBIL CORP	370.	370.
NUVEEN REAL ESTATE SECS FD CL Y	175.	175.
NUVEEN CORE BOND FD CL Y	3,368.	3,368.
NUVEEN TOTAL RETURN BOND FD CL Y	2,984.	2,984.
NUVEEN HIGH INCOME BOND FD CL Y	1,664.	1,664.
FREEPORT MCMORAN COPPER GOLD	538.	538.
GAP INC	168.	168.
GENERAL ELECTRIC CO	696.	696.
GEN ELEC CAP CRP MTN 5.500% 1/08/20	2,750.	2,750.
GOLDMAN SACHS GROUP INC	207.	207.
HEWLETT PACKARD CO	152.	152.
HOME DEPOT INC	572.	572.
I T T CORPORATION	75.	75.
ILLINOIS TOOL WORKS	483.	483.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEL CORP	707.	707.
INTERNATIONAL BUSINESS MACHINES CORP	326.	326.
J P MORGAN CHASE CO	425.	425.
JARDEN CORP	66.	66.
JOHNSON JOHNSON	491.	491.
KEYCORP NEW	7.	7.
MACYS INC	75.	75.
MICROSOFT CORP	372.	372.
MONSANTO CO	56.	56.
MORGAN STANLEY 5.550% 4/27/17	2,775.	2,775.
NEUBERGER BERMAN GENESIS INSTL FD	803.	803.
NUVEEN HIGH INCOME BOND FD CL I	5,193.	5,193.
NUVEEN TOTAL RETURN BOND FD CL I	8,818.	8,818.
NUVEEN REAL ESTATE SECURIT CL I	932.	932.
NUVEEN CORE BOND FD CL I	8,056.	8,056.
NUVEEN MID CAP VALUE FUND CL I	524.	524.
NUVEEN INTERNATIONAL FUND CL I	1,616.	1,616.
NUVEEN PREFERRED SECURITIES FUND	1,377.	1,377.
OCCIDENTAL PETROLEUM CORPORATION	252.	252.
ORACLE CORPORATION	115.	115.
P G E CORP	364.	364.
PEPSICO INC	448.	448.
PFIZER INC	1,156.	1,156.
PROCTER & GAMBLE CO	383.	383.
PRUDENTIAL FINANCIAL INC	254.	254.
QUALCOMM INC	189.	189.
ST JUDE MED INC	42.	42.
SCHLUMBERGER LTD	192.	192.
LAUDUS INTL MARKETMASTERS FUND SEL	1,483.	1,483.
SCHWAB CHARLES CORP	102.	102.
SCOUT INTERNATIONAL FUND	765.	765.
SONOCO PRODS CO	151.	151.
TARGET CORPORATION	330.	330.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
TEXAS INSTRUMENTS INC	207.	207.
TEXTRON INC	8.	8.
3M CO	138.	138.
UNITED TECHNOLOGIES CORP	560.	560.
UNITED HEALTH GROUP INCORPORATED	123.	123.
VERIZON COMMUNICATIONS INC	50.	50.
WAL MART STORES INC	419.	419.
WALGREEN CO	220.	220.
WELLS FARGO CO	360.	360.
WINDSTREAM CORP	400.	400.
ACE LTD	340.	340.
-----	-----	-----
TOTAL	58,881.	58,881.
=====	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CLASS ACTION RETURNED SCHOLARSHIPS	1,349. 5,500.	1,349.
TOTALS	6,849.	1,349.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	5,014.	2,507.		2,507.
TOTALS	5,014.	2,507.	NONE	2,507.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX	403.	
FOREIGN TAXES ON QUALIFIED FOR	676.	676.
	-----	-----
TOTALS	1,079.	676.
	=====	=====

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ANDARKO PETROLEUM CORP	11,420.	11,420.	13,358.
GENERAL ELEC CO	13,795.	13,795.	21,492.
I T T CORPORATION	8,454.		
ILLINOIS TOOL WKS INC	14,373.	14,373.	16,349.
UNITED TECHNOLOGIES CORP	9,195.	9,195.	21,927.
3M CO	9,006.		
APACHE CORP	6,443.	6,443.	20,381.
CONOCOPHILLIPS	3,422.	2,738.	7,287.
EXXON MOBIL CORP	6,317.	6,317.	16,952.
BERKSHIRE HATHAWAY INC CL B	7,089.		
ORACLE CORPORATION	10,878.	10,878.	12,825.
JARDEN CORP	3,183.	14,901.	13,446.
TARGET CORPORATION	12,053.	12,053.	15,366.
PEPSICO INC	9,241.	9,241.	14,929.
WAL MART STORES INC	14,187.	14,187.	17,928.
WALGREEN CO	13,902.	12,744.	9,092.
AMGEN INC	11,524.	11,524.	12,842.
JOHNSON & JOHNSON	15,413.	12,188.	13,116.
PFIZER INC	31,761.	33,854.	32,352.
OFFICE DEPOT INC	3,830.		
ACE LTD	10,926.	10,926.	17,530.
BANK OF AMERICA CORP	31,681.	23,097.	5,560.
CITIGROUP INC	2,718.	9,539.	5,262.
BRISTOL MYERS SQUIBB CO	8,822.	11,409.	15,858.
ABBOTT LABS	14,530.	5,236.	5,623.
CISCO SYS INC	34,630.	34,630.	18,080.
HEWLETT PACKARD CO	15,637.	8,529.	7,728.
CHEVRON CORPORATION	7,918.	7,918.	10,640.
MICROSOFT CORP	2,311.	1,926.	12,980.

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PROCTER & GAMBLE CO	15,810.	7,869.	8,339.
QUALCOMM INC	5,489.	8,219.	13,675.
TEXAS INSTRUMENTS INC	10,620.	7,965.	8,733.
VERIZON COMMUNICATIONS INC		3,454.	4,012.
WELLS FARGO & CO	14,852.	19,910.	24,804.
APPLE INC	5,756.	5,756.	40,500.
FREEMONT-MCMORAN COPPER & GOLD	12,337.	13,498.	13,796.
UNITED HEALTH GROUP INCORPORAT	6,822.	6,822.	10,136.
SCHLUMBERGER LTD	13,018.	13,018.	13,662.
GAP INC	9,130.		
C V S/CAREMARK CORP	15,828.	15,828.	16,312.
GOLDMAN SACHS GROUP INC	27,694.	28,350.	13,565.
OCCIDENTAL PETROLEUM CORP	7,871.	14,705.	15,929.
AMERICAN TOWER CORP	13,687.	11,699.	18,003.
INTERNATIONAL BUSINESS MACHINE	11,794.	10,811.	20,227.
C M S ENERGY CORP	11,117.	6,485.	7,728.
J P MORGAN CHASE & CO	18,468.	22,491.	19,950.
INTEL CORP	15,363.	17,591.	23,038.
MONSANTO	7,070.		
SUNOCO PRODS CO	3,877.		
WMS INDS INC	7,377.		
BEST BUY CO INC	9,167.	9,167.	5,843.
DOLLAR TREE INC	8,411.	8,411.	24,933.
HOME DEPOT INC	12,725.	12,725.	23,122.
KEYCORP NEW	4,411.		
SCHWAB CHARLES CORP	7,473.	5,027.	3,941.
P G & E CORP	7,467.	7,467.	8,244.
NUVEEN INTL FD	41,138.	21,580.	25,743.
NUVEEN MID CAP GRWTH OPP F	80,086.	74,521.	68,246.

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NUVEEN MID CAP VALUE FD	46,904.	46,118.	61,420.
NUVEEN REAL ESTATE SECS FD	41,849.	56,349.	70,259.
LAUDUS INTL MRKTMSTERS INV FD	152,128.	162,128.	115,373.
WINDSTREAM CORP	4,428.	4,428.	4,696.
IPATH DOW JONES UBS COMMODITY	15,694.	18,082.	19,008.
NEUBERGER BERMAN GENESIS INSTL	60,000.	48,642.	58,493.
SCOUT INTERNATIONAL FUND	30,000.	39,000.	44,569.
ALOCA INC		6,620.	3,460.
CATERPILLAR INC		9,582.	9,060.
DOW CHEM CO		4,623.	5,033.
EATON CORP		7,837.	6,530.
MACYS INC		12,683.	14,481.
PRUDENTIAL FINANCIAL INC		10,979.	8,771.
ST JUDE MED INC		4,896.	3,430.
ABERDEEN FDS EMRGN MKT INSTL		6,000.	5,255.
TOTALS	1,100,520.	1,100,397.	1,221,222.

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NUVEEN CORE BOND FUND	325,042.	212,996.	238,436.
FIRST AMERICAN TOTAL RETURN FD	252,602.	249,082.	278,515.
FIRST AMERICAN HIGH INCOME BD	80,000.	85,000.	85,845.
MORGAN STANLEY SER M T N 5.55	50,778.	50,778.	48,241.
GENERAL ELEC CAP CORP MED TM	50,143.	50,143.	55,015.
NUVEEN PREFERRED SECURITIES FD		32,000.	28,497.
TOTALS	758,565.	679,999.	734,549.

JAMES M COX FOUNDATION 58014850

47-0719195

FORM 990PF, PART II - OTHER ASSETS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ACCRUED INCOME	2,755.	2,545.	2,545.
TOTALS	2,755.	2,545.	2,545.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	5.
TOTAL	----- 5.
	=====

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

OFFICER NAME:
 U S BANK NATIONAL ASSOCIATION
 ADDRESS:
 1700 FARNAM
 OMAHA, NE 68102
 TITLE:
 CORPORATE TRUSTEE
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8
 COMPENSATION 25,707.

OFFICER NAME:
 NORMAN A OTTO
 ADDRESS:
 1500 KINGSTON RD
 LINCOLN, NE 68506
 TITLE:
 PRESIDENT
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4
 COMPENSATION 6,000.

OFFICER NAME:
 RONALD C JENSEN
 ADDRESS:
 1500 WOODMEN TOWER
 OMAHA, NE 68102
 TITLE:
 SECRETARY
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

OFFICER NAME:
 MICHAEL J LYNCH
 ADDRESS:
 US BANK NA, 525 N 132ND STREET
 OMAHA, NE 68154
 TITLE:
 TREASURER
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

TOTAL COMPENSATION: 31,707.
 =====

=====

RECIPIENT NAME:

NORMAN OTTO, JAMES M COX FOUNDATION

ADDRESS:

1500 KINGSTON ROAD
LINCOLN, NE 68506

RECIPIENT'S PHONE NUMBER: 402-488-1951

FORM, INFORMATION AND MATERIALS:

APPLICATION FORMS ARE AVAILABLE UPON REQUEST.

SUBMISSION DEADLINES:

APRIL 1ST

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AMOUNT OF THE SCHOLARSHIP IS \$1,000 AND AWARDED TO HIGH SCHOOL SENIORS
ATTENDING COLLEGE OR TRADE SCHOOL. APPLICANTS MUST BE IN THE EASTERN
THIRD OF NEBRASKA.

=====

RECIPIENT NAME:

NEBRASKA CHILDREN'S HOME

ADDRESS:

4939 SOUTH 118TH ST
OMAHA, NE 68137

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

TEXAS SOUTHERN UNIVERSITY

ADDRESS:

3100 CLEBURNE ST; TSU BOX 1855
HOUSTON, TX 77004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

LINCOLN ACTION PLAN

ADDRESS:

210 O ST
LINCOLN, NE 68502

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

HAMILTON COMMUNITY FOUNDATION

ADDRESS:

PO BOX 283

AURORA, NE 68818-0283

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BOYS AND GIRLS CLUBS

ADDRESS:

2606 HAMILTON

OMAHA, NE 68131

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PERU STATE COLLEGE

ADDRESS:

P O BOX 10

PERU, NE 68421

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CAMPFIRE USA

ADDRESS:

2566 ST MARY'S AVENUE
OMAHA, NE 68105

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

JAN LARSON

ADDRESS:

5100 LONDON ROAD APT 1
LINCOLN, NE 68516

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

SOUTHEAST COMMUNITY COLL-MILFORD

ADDRESS:

600 STATE STREET
MILFORD, NE 68405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:
PROJECT HARMONY

ADDRESS:
11949 Q STREET
OMAHA, NE 68137

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
UTAH STATE UNIVERSITY

ADDRESS:
1400 OLD MAIN HILL
LOGAN, UT 84322-1400

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HASTINGS COLLEGE
OFFICE OF FINANCIAL AID

ADDRESS:
710 N TURNER AVE
HASTINGS, NE 68901

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

DOANE COLLEGE

ADDRESS:

1014 BOSWELL
CRETE, NE 68333

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MID PLAINS COMMUNITY COLLEGE

ADDRESS:

601 WEST STATE FARM ROAD
NORTH PLATTE, NE 69101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CHADRON STATE COLLEGE

ADDRESS:

1000 MAIN STREET
CHADRON, NE 69337

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
UNIVERSITY OF COLORADO AT BOULDER
REGENT ADMINISTRATIVE CENTER
ADDRESS:
77 UCB
BOULDER, CO 80309-0077
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CENTRAL COMMUNITY COLLEGE
ADDRESS:
PO BOX 4903
GRAND ISLAND, NE 68802
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP FOR STUDENT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
DORDT COLLEGE
ADDRESS:
498 4TH AVENUE NE
SIOUX CENTER, IA 51250
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

UNIVERSITY OF ILLINOIS AT
CHAMPAIGN-URBANA

ADDRESS:

620 E JOHN ST, MC-303
CHAMPAIGN, IL 61820

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF SOUTH DAKOTA
OFFICE OF THE REGISTRAR

ADDRESS:

414 E CLARK STREET
VERMILLION, SD 57069

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

GRACE CHILDREN'S HOME

ADDRESS:

1033 N MAIN STREET
HENERSON, NE 68371

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

MISSOURI WESTERN STATE UNIVERSITY
EDER 103

ADDRESS:

4525 DOWNS DRIVE
ST JOSEPH, MO 64507

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SOUTHEAST COMMUNITY COLLEGE

ADDRESS:

68 STREET PLACE
LINCOLN, NE 68510

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

NEBRASKA METHODIST COLLEGE

ADDRESS:

720 N 87TH ST
OMAHA, NE 68114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 500.

=====

RECIPIENT NAME:

CREIGHTON UNIVERSITY
ADDRESS:
2500 CALIFORNIA PLAZA
OMAHA, NE 68178

RELATIONSHIP:

NONE
PURPOSE OF GRANT:
SCHOLARSHIP FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

WAYNE STATE COLLEGE
ADDRESS:
111 MAIN ST
WAYNE, NE 68787

RELATIONSHIP:

NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A
AMOUNT OF GRANT PAID 11,000.

RECIPIENT NAME:

NORTHEAST COMMUNITY COLLEGE
ADDRESS:
801 EAST BENJAMIN AVE
NORFOLK, NE 68701

RELATIONSHIP:

NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA AT OMAHA
ADDRESS:
60 DODGE ST
OMAHA, NE 68182
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA AT KEARNEY
ADDRESS:
905 WEST 25TH ST
KEARNEY, NE 68849
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
UNIVERSITY OF NEBRASKA AT LINCOLN
ADDRESS:
1410 Q STREET
LINCOLN, NE 68588
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS FOR STUDENTS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID 30,000.

=====

RECIPIENT NAME:

NEBRASKA WESLEYAN UNIVERSITY

ADDRESS:

207 SMITH CURTIS CLASSROOM
LINCOLN, NE 68588

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

METROPOLITAN COMMUNITY COLLEGE
17 CANFIELD ADMIN BLDG

ADDRESS:

P O BOX 880411
LINCOLN, NE 68588-0411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

MIDLAND UNIVERSITY

ADDRESS:

900 N CLARKSON
FREMONT, NE 68025

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

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RECIPIENT NAME:

BROOK VALLEY SCHOOL

ADDRESS:

6960 SOUTH 110TH STREET
OMAHA, NE 68128

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SACRED HEART SCHOOL/CUES

ADDRESS:

2207 WIRT STREET
OMAHA, NE 68110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

TED E BEAR HOLLOW

ADDRESS:

347 NORTH 76TH STREET
OMAHA, NE 68114-3627

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

CENTRAL COMMUNITY COLLEGE-COLUMBUS

ADDRESS:

P O BOX 1027

COLUMBUS, AL 68602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

BRYANLGH COLLEGE OF HEALTH SCIENCES

ADDRESS:

5035 EVERETT STREET

LINCOLN, NE 68506

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FOR STUDENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID:

147,500.

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**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 JAMES M COX FOUNDATION 58014850	Employer identification number 47-0719195
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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	-5,978.
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	-5,978.

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 LONG-TERM CAPITAL GAIN DIVIDENDS					10,305.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	30,583.
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	100.
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	40,988.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D (Form 1041) 2011

Part III Summary of Parts I and II <i>Caution: Read the instructions before completing this part.</i>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-5,978.
14	Net long-term gain or (loss):			
a	Total for year	14a		40,988.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		35,010.

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: a The loss on line 15, column (3) or b \$3,000
16	()

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JAMES M COX FOUNDATION 58014850

47-0719195

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

(a) Description of property (Example 100 sh 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) Subtract (e) from (d)
6a 25. ABBOTT LABORATORIES	07/12/2007	01/07/2011	1,209.00	1,346.00	-137.00
617.829 NUVEEN CORE BOND F	03/31/1995	01/07/2011	7,019.00	6,410.00	609.00
25. WALGREEN CO	01/03/2007	01/07/2011	1,000.00	1,159.00	-159.00
100. ABBOTT LABORATORIES	08/21/2007	01/19/2011	4,742.00	5,320.00	-578.00
1496.479 NUVEEN CORE BOND	03/31/1995	01/19/2011	17,030.00	15,520.00	1,510.00
43.611 NEUBERGER BERMAN GE FD	01/20/2010	01/21/2011	1,991.00	1,684.00	307.00
50. ABBOTT LABORATORIES	08/21/2007	02/18/2011	2,338.00	2,628.00	-290.00
773.994 NUVEEN INTERNATION	05/08/2003	02/18/2011	10,008.00	6,029.00	3,979.00
100. GAP INC	07/12/2007	02/18/2011	2,297.00	1,851.00	446.00
25. CONOCOPHILLIPS	06/17/2003	04/13/2011	1,940.00	684.00	1,256.00
150. I T T CORPORATION	03/23/2006	04/13/2011	8,667.00	8,454.00	213.00
25. JOHNSON JOHNSON	07/13/2005	04/13/2011	1,489.00	1,613.00	-124.00
20.235 NEUBERGER BERMAN GE FD	01/20/2010	04/13/2011	1,004.00	781.00	223.00
40.437 NUVEEN MID CAP VALU	04/16/1997	04/13/2011	1,000.00	786.00	214.00
10. INTERNATIONAL BUSINESS CORP	01/29/2007	05/02/2011	1,725.00	983.00	742.00
260.87 NUVEEN CORE BOND FD	08/31/1994	05/02/2011	3,003.00	2,693.00	310.00
25. PROCTER & GAMBLE CO	08/21/2007	05/02/2011	1,625.00	1,610.00	15.00
700. KEYCORP NEW	03/18/2010	05/17/2011	5,880.00	4,411.00	1,469.00
865.052 NUVEEN CORE BOND F	08/31/1994	05/17/2011	10,009.00	8,929.00	1,080.00
50. PROCTER & GAMBLE CO	08/21/2007	05/17/2011	3,368.00	3,184.00	184.00
50. HEWLETT PACKARD CO	11/16/2005	05/27/2011	1,845.00	1,422.00	423.00
25. JOHNSON JOHNSON	07/13/2005	05/27/2011	1,668.00	1,613.00	55.00
100. MONSANTO CO	03/06/2009	05/27/2011	6,951.00	7,070.00	-119.00
39.912 NEUBERGER BERMAN GE FD	01/20/2010	05/27/2011	2,009.00	1,541.00	468.00
691.443 NUVEEN CORE BOND F	08/31/1994	05/27/2011	7,993.00	7,137.00	856.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

JAMES M COX FOUNDATION 58014850

47-0719195

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

(a) Description of property (Example 100 sh 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) Subtract (e) from (d)
6a 394.945 NUVEEN INTERNATIONAL	05/08/2003	05/27/2011	5,055.00	3,077.00	1,978.00
150. SCHWAB CHARLES CORP	01/07/2009	05/27/2011	2,625.00	2,446.00	179.00
250. WMS INDS INC	08/12/2009	05/27/2011	7,708.00	7,377.00	331.00
259.516 NUVEEN CORE BOND F	08/31/1994	06/06/2011	2,997.00	2,679.00	318.00
100. MICROSOFT CORP	01/25/1995	06/13/2011	2,396.00	385.00	2,011.00
20.894 NEUBERGER BERMAN GE FD	01/20/2010	06/13/2011	994.00	807.00	187.00
519.931 NUVEEN CORE BOND F	08/31/1994	06/13/2011	5,995.00	5,367.00	628.00
400.641 NUVEEN INTERNATIONAL	05/08/2003	06/13/2011	5,016.00	3,121.00	1,895.00
50. PROCTER & GAMBLE CO	07/12/2007	06/13/2011	3,237.00	3,147.00	90.00
125. 3M CO	01/07/2009	06/13/2011	11,430.00	9,006.00	2,424.00
870.322 NUVEEN CORE BOND F	08/31/1994	06/15/2011	10,026.00	8,983.00	1,043.00
868.056 NUVEEN CORE BOND F	08/31/1994	06/17/2011	9,991.00	8,960.00	1,031.00
521.739 NUVEEN CORE BOND F	08/31/1994	06/23/2011	6,005.00	5,385.00	620.00
50.546 NEUBERGER BERMAN GE FD	01/20/2010	06/29/2011	2,520.00	1,952.00	568.00
50. HEWLETT PACKARD CO	11/16/2005	07/06/2011	1,808.00	1,422.00	386.00
523.56 NUVEEN CORE BOND FD	08/31/1994	07/06/2011	6,005.00	5,404.00	601.00
40.185 NUVEEN MID CAP GRWT I	12/08/1998	07/06/2011	2,005.00	2,774.00	-769.00
38.812 NEUBERGER BERMAN GE FD	01/20/2010	07/07/2011	2,021.00	1,499.00	522.00
100. BERKSHIRE HATHAWAY IN	05/24/2010	07/13/2011	7,671.00	7,089.00	582.00
39.44 NEUBERGER BERMAN GEN FD	01/20/2010	07/13/2011	2,012.00	1,523.00	489.00
216.826 NUVEEN CORE BOND F	08/31/1994	07/13/2011	2,500.00	2,238.00	262.00
402.253 NUVEEN INTERNATIONAL	05/08/2003	07/13/2011	5,064.00	3,134.00	1,930.00
173.762 NUVEEN CORE BOND F	08/31/1994	07/20/2011	1,998.00	1,794.00	204.00
40.437 NUVEEN MID CAP GRWT I	12/08/1998	07/20/2011	1,983.00	2,791.00	-808.00
40.733 NEUBERGER BERMAN GE FD	01/20/2010	08/01/2011	1,985.00	1,573.00	412.00

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

