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

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

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

<p>Name of foundation RAYMOND B. PRESTON FAMILY FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address)</p> <p>P.O. BOX 5</p> <p>City or town, state, and ZIP code</p> <p>HENDERSON, KY 42419-0005</p>		<p>A Employer identification number 52-1676236</p> <p>B Telephone number (see instructions) (270) 831-1544</p>													
		<p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>													
<p>G Check all that apply</p> <table border="1"> <tr> <td><input type="checkbox"/></td> <td>Initial return</td> <td><input type="checkbox"/></td> <td>Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Final return</td> <td><input type="checkbox"/></td> <td>Amended return</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td>Address change</td> <td><input type="checkbox"/></td> <td>Name change</td> </tr> </table> <p>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</p> <p>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 9,451,773.</p> <p>J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>		<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 checked="" type="checkbox"/>	Address change	<input type="checkbox"/>	Name change		
<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 checked="" type="checkbox"/>	Address change	<input type="checkbox"/>	Name change												
<p>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))</p>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)										
<p>1 Contributions, gifts, grants, etc., received (attach schedule)</p> <p>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B</p> <p>3 Interest on savings and temporary cash investments</p> <p>4 Dividends and interest from securities</p> <p>5a Gross rents</p> <p>b Net rental income or (loss) _____</p> <p>6a Net gain or (loss) from sale of assets not on line 10</p> <p>b Gross sales price for all assets on line 6a 1,077,743.</p> <p>7 Capital gain net income (from Part IV, line 2)</p> <p>8 Net short-term capital gain</p> <p>9 Income modifications</p> <p>10a Gross sales less returns and allowances</p> <p>b Less Cost of goods sold</p> <p>c Gross profit or (loss) (attach schedule)</p> <p>11 Other income (attach schedule)</p> <p>12 Total Add lines 1 through 11</p>		210,000.													
<p>13 Compensation of officers, directors, trustees, etc</p> <p>14 Other employee salaries and wages</p> <p>15 Pension plans, employee benefits</p> <p>16a Legal fees (attach schedule)</p> <p>b Accounting fees (attach schedule) ATCH 3</p> <p>c Other professional fees (attach schedule) *</p> <p>17 Interest</p> <p>18 Taxes (attach schedule) (see instructions) **</p> <p>19 Depreciation (attach schedule) and depletion</p> <p>20 Occupancy</p> <p>21 Travel, conferences, and meetings</p> <p>22 Printing and publications</p> <p>23 Other expenses (attach schedule) ATCH 6</p> <p>24 Total operating and administrative expenses.</p> <p>Add lines 13 through 23</p> <p>25 Contributions, gifts, grants paid</p> <p>26 Total expenses and disbursements Add lines 24 and 25</p> <p>27 Subtract line 26 from line 12</p> <p>a Excess of revenue over expenses and disbursements</p> <p>b Net investment income (if negative, enter -0-)</p> <p>c Adjusted net income (if negative, enter -0-)</p>		89,909.	331,723.	89,909.	ATCH 1										
		633,666.	422,002.		ATCH 2										
<p>REVENUE</p> <p>RECEIVED</p> <p>1 MAY 2012</p> <p>OPENED</p>		0													
<p>13 Compensation of officers, directors, trustees, etc</p> <p>14 Other employee salaries and wages</p> <p>15 Pension plans, employee benefits</p> <p>16a Legal fees (attach schedule)</p> <p>b Accounting fees (attach schedule) ATCH 3</p> <p>c Other professional fees (attach schedule) *</p> <p>17 Interest</p> <p>18 Taxes (attach schedule) (see instructions) **</p> <p>19 Depreciation (attach schedule) and depletion</p> <p>20 Occupancy</p> <p>21 Travel, conferences, and meetings</p> <p>22 Printing and publications</p> <p>23 Other expenses (attach schedule) ATCH 6</p> <p>24 Total operating and administrative expenses.</p> <p>Add lines 13 through 23</p> <p>25 Contributions, gifts, grants paid</p> <p>26 Total expenses and disbursements Add lines 24 and 25</p> <p>27 Subtract line 26 from line 12</p> <p>a Excess of revenue over expenses and disbursements</p> <p>b Net investment income (if negative, enter -0-)</p> <p>c Adjusted net income (if negative, enter -0-)</p>		44,503.			44,503.										
		5,532.			5,532.										
		2,390.			2,390.										
		52,601.	51,101.		1,500.										
		7,312.			3,427.										
		79.													
		3,512.			3,512.										
		3,617.			3,617.										
		119,546.	51,101.		64,481.										
		227,316.			227,316.										
		346,862.	51,101.	0	291,797.										
		286,804.													
			370,901.												

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
	1	Cash - non-interest-bearing	2,389.	212,547.	212,547.
	2	Savings and temporary cash investments	522,955.	468,893.	468,893.
	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) ► *	93,614.	* 71,614.	ATCH 7 71,614.
		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)	2,411,246.	2,082,018.	2,261,863.
	b	Investments - corporate stock (attach schedule) ATCH 9	2,964,459.	3,196,881.	3,853,268.
	c	Investments - corporate bonds (attach schedule) ATCH 10	360,801.	310,819.	328,623.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	ATCH 11	1,607,236.	1,906,570.
	14	Land, buildings, and equipment basis ►	5,655.		
		Less accumulated depreciation ► (attach schedule)	4,698.	1,037.	957.
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	7,963,737.	8,250,299.	9,451,773.
	17	Accounts payable and accrued expenses	3,293.	3,051.	
	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)	3,293.	3,051.	
		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	1,000,000.	1,000,000.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	1,278,612.	1,278,612.	
	29	Retained earnings, accumulated income, endowment, or other funds	5,681,832.	5,968,636.	
	30	Total net assets or fund balances (see instructions)	7,960,444.	8,247,248.	
	31	Total liabilities and net assets/fund balances (see instructions)	7,963,737.	8,250,299.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,960,444.
2	Enter amount from Part I, line 27a	2	286,804.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	8,247,248.
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	8,247,248.

** ATCH 8

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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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
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	89,909.	
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	205,776.	8,410,697.	0.024466
2009	229,720.	7,410,376.	0.031000
2008	308,171.	6,825,828.	0.045148
2007	365,491.	6,105,136.	0.059866
2006	595,086.	5,304,901.	0.112177

2 Total of line 1, column (d)	2	0.272657
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	0.054531
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,306,233.
5 Multiply line 4 by line 3	5	507,478.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,709.
7 Add lines 5 and 6	7	511,187.
8 Enter qualifying distributions from Part XII, line 4	8	291,797.
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	7,418.
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	7,418.
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	7,418.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	2,672.
b	Exempt foreign organizations - tax withheld at source . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	
d	Backup withholding erroneously withheld . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . .	7	2,672.
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	9	4,746.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ► 10	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ► 0 Refunded ► 11	11	

Part VII-A Statements Regarding Activities

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? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	X	
1c	<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	
d	Did the foundation file Form 1120-POL for this year? . . .		
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) ► KY, MD, _____		
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)

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)

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

11		X
12		X
13	X	

Website address ► N/A

14 The books are in care of ► SCOTT P DAVIS Telephone no ► 270-831-1544
Located at ► PO BOX 5 HENDERSON, KY ZIP + 4 ► 42419-000515 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15
and enter the amount of tax-exempt interest received or accrued during the year

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?

Yes	No
16	X

See the instructions for exceptions and filing requirements for Form TD F 90-221. 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 No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?

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

1c X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No

If "Yes," list the years ►

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 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?

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		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 ATTACHED SCHEDULE		0	0	0

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

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

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

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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
ATTACHMENT 13		51,101.

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A	-----
2	-----
3	-----
4	-----

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

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

Amount

1 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	8,993,862.
b	Average of monthly cash balances	1b	453,133.
c	Fair market value of all other assets (see instructions)	1c	957.
d	Total (add lines 1a, b, and c)	1d	9,447,952.
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	
3	Subtract line 2 from line 1d	3	9,447,952.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	141,719.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,306,233.
6	Minimum investment return. Enter 5% of line 5	6	465,312.

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	465,312.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,418.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,418.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	457,894.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	457,894.
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	457,894.

Part XII Qualifying Distributions(see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	291,797.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	291,797.
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	291,797.
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				457,894.
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	333,731.			
b From 2007	69,161.			
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e		402,892.		
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 291,797.				
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				291,797.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	166,097.			166,097.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	236,795.			
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)	167,634.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	69,161.			
10 Analysis of line 9				
a Excess from 2007	69,161.			
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							
	Tax year				Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008				
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)(ii)							
(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).)

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:

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

c Any submission deadlines:

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year				
ATTACHMENT 14				
Total			► 3a	227,316.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:		1a(1)	X
(1) Cash		1a(2)	X
(2) Other assets			
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization		1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization		1b(2)	X
(3) Rental of facilities, equipment, or other assets		1b(3)	X
(4) Reimbursement arrangements		1b(4)	X
(5) Loans or loan guarantees		1b(5)	X
(6) Performance of services or membership or fundraising solicitations		1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		1c	X
d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here  5.14.12  correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

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

Paid Preparer Use Only	Print/Type preparer's name SIDNEY I. DILL, CPA	Preparer's signature 	Date 5/9/12	Check <input type="checkbox"/> if self-employed	PTIN P01262937
	Firm's name ► BKD, LLP	Firm's EIN ► 44-0160260			
	Firm's address ► P O BOX 628 EVANSVILLE, IN	47704-0628	Phone no	812-428-6500	

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

2011

Name of the organization

RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 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 RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

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	OHIO VALLEY BANCORP PO BOX 5 HENDERSON, KY 42419	\$ 210,000.	Person <input checked="" 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.)
		\$	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.)

Name of organization RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.*

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

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>
INTEREST INCOME	108,114.	108,144.
ACCRUED INTEREST PURCHASED	-75.	-75.
TAX EXEMPT INTEREST	1,694.	
INTEREST INCOME-US GOVERNMENT	12,967.	12,967.
DIVIDEND INCOME	194,305.	194,305.
RESTRICTED FBO WKU	16,382.	16,382.
TOTAL	<u>333,387.</u>	<u>331,723.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SECURITY SETTLEMENTS	370.	370.
TOTALS	<u>370.</u>	<u>370.</u>

ATTACHMENT 2

FORM 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>
ACCOUNTING FEES	2,390.			2,390.
TOTALS	<u><u>2,390.</u></u>			<u><u>2,390.</u></u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT FEES	51,101.	51,101.	
MISC PROFESSIONAL SERVICES	1,500.		1,500.
TOTALS	<u>52,601.</u>	<u>51,101.</u>	<u>1,500.</u>

ATTACHMENT 4

69830

ATTACHMENT 4
PAGE 25

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	3,427.	3,427.
BALANCE DUE 2010	1,213.	
2011 ESTIMATES	2,672.	
 TOTALS	 <u>7,312.</u>	 <u>3,427.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
OFFICE SUPPLIES	148.	148.
DUES & SUBSCRIPTIONS	1,054.	1,054.
TRAINING EXPENSE	516.	516.
INSURANCE	1,864.	1,864.
STATE FILING FEES	35.	35.
TOTALS	<u>3,617.</u>	<u>3,617.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: ST. PAUL'S EPISCOPAL CHURCH
ORIGINAL AMOUNT: 626,954.
INTEREST RATE: 5.000000
DATE OF NOTE: 10/23/2008
MATURITY DATE: 10/01/2024

BEGINNING BALANCE DUE 93,614.

ENDING BALANCE DUE 71,614.

ENDING FAIR MARKET VALUE 71,614.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 93,614.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 71,614.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 71,614.

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE DETAIL-W KY FBO PRESTON	5,000.	5,000.
SEE DETAIL-W KY FBO PRESTON	15,055.	16,584.
SEE DETAIL-W KY STUDENT DVLP	15,055.	16,584.
SEE DETAIL-PRESTON FAM FDN	100,000.	100,529.
SEE DETAIL-PRESTON FAM FDN	1,946,908.	2,123,166.
US OBLIGATIONS TOTAL	<u><u>2,082,018.</u></u>	<u><u>2,261,863.</u></u>

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
	3,196,881.	3,853,268.
	<u>3,196,881.</u>	<u>3,853,268.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-PRESTON FAMILY FDN
SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE DETAIL-W KY FBO PRESTON	19,652.	22,109.
SEE DETAIL-PRESTON FAMILY FDN	218,664.	237,912.
SEE DETAIL-PRESTON FAMILY FDN	72,503.	68,602.
	<hr/> <u>310,819.</u>	<hr/> <u>328,623.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-W KY STUDENT DEV
SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
	139,405.	175,871.
	157,825.	210,658.
	1,609,340.	1,867,479.
	<u>1,906,570.</u>	<u>2,254,008.</u>

ATTACHMENT 11

Report Date **May 02, 2012**
 Time Prepared. **04:33:33 PM**
 Requested By **KAREN JOHNSON**
 Includes **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2011

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
U.S. GOVT AGENCIES						
31331JEN9	FFCB 4.190% 02/24/20	100,000.0000	100,000.00	100.529	100,529.00	12/30/2011
Total	U.S. GOVT AGENCIES	100,000.0000	100,000.00		100,529.00	
TAX-EXEMPT MUNICIPAL BDS & NTS						
02765UCU6	AM 5.514% 2/15/21 TX	50,000 0000	50,001.54	111.026	55,513.00	12/30/2011
02765UCW2	AM 5 814% 2/15/23 TX	50,000.0000	50,000.00	109.668	54,834.00	12/30/2011
035438CD0	ANN 5 4% 5/1/23 TXBL	50,000 0000	49,998.00	111 731	55,865.50	12/30/2011
068524EW3	BAR 5.370% 12/15/24	40,000 0000	40,489.07	109.274	43,709.60	12/30/2011
077006EN0	BEE 5.7% 8/1/23 TXBL	50,000.0000	50,001.14	110 253	55,126.50	12/30/2011
091096CV7	BIRM 3.463% 01/01/17	50,000.0000	49,500.00	103.758	51,879.00	12/30/2011
102885GV6	BOWL 5.480% 06/01/21	100,000.0000	100,000.00	112.886	112,886.00	12/30/2011
134041EF5	CAM 6.25% 8/1/26 TXB	50,000 0000	50,038.50	113.701	56,850.50	12/30/2011
145217CJ2	CAR 6.000% 12/01/26	35,000.0000	35,000.00	111.057	38,869.95	12/30/2011
158249JK9	CHA 4% 06/01/17 TXBL	100,000 0000	100,813.00	110.197	110,197.00	12/30/2011
16753XAG7	CH 4 41% 1/1/17 TXBL	100,000 0000	100,000.00	108 61	108,610.00	12/30/2011
221039CK4	CORY 5.500% 01/15/24	50,000.0000	50,000.00	111.931	55,965.50	12/30/2011
299620ED2	EV 5 9% 7/15/26 TXBL	50,000.0000	51,575.00	111.382	55,691.00	12/30/2011
312432RW9	FAYE 5 125% 06/01/22	50,000.0000	49,234.27	109.121	54,560.50	12/30/2011
349035KE4	FT 6% 08/01/24 TXBL	50,000.0000	50,002.00	111.637	55,818.50	12/30/2011
389102HX5	GRAV 5.600% 06/01/20	50,000 0000	50,002.85	113.942	56,971.00	12/30/2011
424794BY0	HEND 4 400% 11/01/22	50,000.0000	49,997.50	107.779	53,889.50	12/30/2011
452024GP1	IL 5.728% 2/1/18 TXB	25,000.0000	25,805.19	108.346	27,086.50	12/30/2011
452152BH3	IL 5.363% 2/1/19 TXB	100,000.0000	100,000.00	104.643	104,643.00	12/30/2011
472904P21	JEFF 5.125% 11/01/29	100,000 0000	100,971.00	104.70	104,700.00	12/30/2011
47689RQA0	JESS 6.350% 08/01/27	50,000.0000	50,010.50	111.688	55,844.00	12/30/2011
491089PU6	KEN 4.85% 9/1/18 TXB	50,000.0000	50,363.87	112 43	56,215.00	12/30/2011
49151E3Q4	KYST 4.004% 08/01/13	50,000 0000	50,001.93	104.242	52,121.00	12/30/2011
518651PB4	LAU 5.65% 8/1/22 TXB	50,000 0000	50,003.01	114.155	57,077.50	12/30/2011
546585EB2	LO 5.15% 11/15/25 TX	25,000.0000	25,000.57	112.838	28,209.50	12/30/2011
597502BE2	MI 5.355% 5/15/19 TX	25,000.0000	25,675.00	112.256	28,064.00	12/30/2011
616640CC0	MOR 5.6% 11/1/22 TXB	50,000.0000	49,995.66	106.875	53,437.50	12/30/2011
649902KR3	NYST 5.500% 12/15/13	15,000.0000	15,429.66	108.826	16,323.90	12/30/2011
65888UAG8	ND 4 9% 10/01/16 TXB	25,000.0000	25,310.00	109.394	27,348.50	12/30/2011
691021KS7	OWEN 5.030% 01/01/22	50,000.0000	50,000.00	104.379	52,189.50	12/30/2011
770565AZ2	ROBT 4.500% 09/01/27	50,000.0000	50,000.00	101.779	50,889.50	12/30/2011
787760JF5	ST IL 4 95% 12/15/22	100,000.0000	100,955.00	106.568	106,568.00	12/30/2011
935007QT4	WARR 6.000% 06/01/24	50,000.0000	49,658.50	112.333	56,166.50	12/30/2011
969080ET3	WIL 6.1% 1/1/23 TXBL	50,000.0000	51,074.91	114.826	57,413.00	12/30/2011
987720CU1	YOUN 4.959% 12/15/18	100,000.0000	100,000.00	111.632	111,632.00	12/30/2011
Total	TAX-EXEMPT MUNICIPAL BDS & NT	1,940,000.0000	1,946,907.67		2,123,165.95	
CORPORATE BDS & NTS						
172967EH0	CITI 6.000% 08/15/17	30,000.0000	29,700.52	104 796	31,438.80	12/30/2011
189054AP4	CLX 5.450% 10/15/12	25,000.0000	25,673.00	103 609	25,902.25	12/30/2011
191216AM2	COCA 4.875% 03/15/19	25,000 0000	25,051.32	117.11	29,277.50	12/30/2011
369604BC6	GE 5.250% 12/06/17	30,000.0000	29,403.00	114.776	34,432.80	12/30/2011
36962G4T8	GE 2.250% 11/09/15	50,000.0000	48,867.00	100.447	50,223.50	12/30/2011
36962GZY3	GE 5.450% 01/15/13	20,000.0000	20,150.41	104.626	20,925.20	12/30/2011
87612EAP1	TARG 5.375% 05/01/17	25,000 0000	24,795.00	117.528	29,382.00	12/30/2011
929903CH3	WACH 5.625% 10/15/16	15,000.0000	15,024.37	108 87	16,330.50	12/30/2011

Report Date **May 02, 2012**
 Time Prepared **04:33:33 PM**
 Requested By: **KAREN JOHNSON**
 Includes: **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2011

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
Total	CORPORATE BDS & NTS	220,000.0000	218,664.62		237,912.55	
COMMON STOCK - LARGE CAP						
001055102	AFLAC	1,000.0000	36,652.20	43.26	43,260.00	12/30/2011
00206R102	AT&T INC.	1,000.0000	29,718.61	30.24	30,240.00	12/30/2011
002824100	ABBOTT LABORATORIES	700 0000	36,941.87	56.23	39,361.00	12/30/2011
013817101	ALCOA INC	3,000.0000	34,497.35	8.65	25,950.00	12/30/2011
018490102	ALLERGAN INC	300.0000	16,485.33	87.74	26,322.00	12/30/2011
02209S103	ALTRIA GROUP INC	2,200 0000	46,146.97	29.65	65,230.00	12/30/2011
03076C106	AMERIPRISE FINL INC	300.0000	11,576.40	49.64	14,892.00	12/30/2011
037833100	APPLE INC.	400 0000	56,376.22	405.00	162,000.00	12/30/2011
053015103	AUTO DATA PROCESSING	500.0000	18,877.75	54.01	27,005.00	12/30/2011
067901108	BARRICK GOLD CORP	200.0000	10,444.50	45.25	9,050.00	12/30/2011
073730103	BEAM INC	500.0000	25,680.52	51.23	25,615.00	12/30/2011
086516101	BEST BUY CO INC	250.0000	7,128.60	23.37	5,842.50	12/30/2011
149123101	CATERPILLAR INC	1,200 0000	50,939.41	90.60	108,720.00	12/30/2011
17275R102	CISCO SYSTEMS	1,700.0000	36,370.90	18.08	30,736.00	12/30/2011
172967424	CITIGROUP INC NEW	1,500.0000	78,930.15	26.31	39,465.00	12/30/2011
194162103	COLGATE PALMOLIVE CO	300 0000	26,158.05	92.39	27,717.00	12/30/2011
20825C104	CONOCOPHILLIPS	300.0000	15,591.96	72.87	21,861.00	12/30/2011
219350105	CORNING INC	600 0000	12,141.87	12.98	7,788.00	12/30/2011
25179M103	DEVON ENERGY CORP	700.0000	53,388.53	62.00	43,400.00	12/30/2011
254687106	DISNEY (WALT) CO	1,200 0000	34,800.41	37.50	45,000.00	12/30/2011
26441C105	DUKE ENERGY HLDG COR	1,900 0000	34,410.80	22.00	41,800.00	12/30/2011
268648102	EMC CORPORATION	400.0000	8,298.72	21.54	8,616.00	12/30/2011
278058102	EATON CORP	300 0000	11,020.65	43.53	13,059.00	12/30/2011
29358Q109	ENSCO PLC	400 0000	18,501.88	46.92	18,768.00	12/30/2011
302182100	EXPRESS SCRIPTS INC	400 0000	21,072.36	44.69	17,876.00	12/30/2011
30231G102	EXXON MOBIL CORP	800.0000	47,687.07	84.76	67,808.00	12/30/2011
35671D857	FREEPORT-MCMORAN COP	600 0000	11,265.34	36.79	22,074.00	12/30/2011
369604103	GEN ELECTRIC COM	3,000.0000	28,791.84	17.91	53,730.00	12/30/2011
370334104	GENERAL MLS INC	1,400.0000	35,437.63	40.41	56,574.00	12/30/2011
375558103	GILEAD SCIENCES INC	500 0000	23,401.34	40.93	20,465.00	12/30/2011
38141G104	GOLDMAN SACHS	450.0000	67,672.87	90.43	40,693.50	12/30/2011
38259P508	GOOGLE INC	200.0000	96,409.00	645.90	129,180.00	12/30/2011
40414L109	HCP INC	1,000 0000	33,569.29	41.43	41,430.00	12/30/2011
437076102	HOME DEPOT INC	600.0000	16,250.57	42.04	25,224.00	12/30/2011
458140100	INTEL CORP	1,400.0000	11,924.50	24.25	33,950.00	12/30/2011
459200101	IBM COM	400.0000	32,316.93	183.88	73,552.00	12/30/2011
46120E602	INTUITIVE SURGICAL	100.0000	32,187.76	463.01	46,301.00	12/30/2011
464287176	ISHARES LEHMAN TIPS	1,500.0000	159,511.79	116.69	175,035.00	12/30/2011
46625H100	JPMORGAN CHASE & CO	2,800.0000	112,391.05	33.25	93,100.00	12/30/2011
478160104	JOHNSON & JOHNSON	400.0000	25,801.72	65.58	26,232.00	12/30/2011
478366107	JOHNSON CONTROLS INC	500.0000	14,651.50	31.26	15,630.00	12/30/2011
500255104	KOHL'S CORP	1,000 0000	51,460.97	49.35	49,350.00	12/30/2011
565849106	MARATHON OIL CORP	400.0000	10,771.32	29.27	11,708.00	12/30/2011
56585A102	MARATHON PETE CORP	300.0000	10,597.61	33.29	9,987.00	12/30/2011
580135101	MCDONALDS CORP	500 0000	34,949.50	100.33	50,165.00	12/30/2011
585055106	MEDTRONIC INC	200.0000	9,127.80	38.25	7,650.00	12/30/2011
58933Y105	MERCK & CO INC NEW	1,200.0000	38,011.90	37.70	45,240.00	12/30/2011
594918104	MICROSOFT CORP	1,000.0000	5,984.47	25.96	25,960.00	12/30/2011
629491101	NYSE EURONEXT GROUP	800.0000	23,129.36	26.10	20,880.00	12/30/2011
65339F101	NEXTERA ENERGY	700.0000	34,628.00	60.88	42,616.00	12/30/2011
670346105	NUCOR CORP	1,300.0000	56,571.79	39.57	51,441.00	12/30/2011

Report Date: **May 02, 2012**
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OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2011

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
68389X105	ORACLE SYSTEMS	1,500.0000	31,194.33	25.65	38,475.00	12/30/2011
693506107	PPG INDUSTRIES, INC.	600 0000	35,323.99	83.49	50,094.00	12/30/2011
704549104	PEABODY ENERGY	1,500.0000	52,428.47	33.11	49,665.00	12/30/2011
713448108	PEPSICO	300.0000	19,130.70	66.35	19,905.00	12/30/2011
72201R205	PIMCO US TIPS INDEX	1,000.0000	52,628.30	53.36	53,360.00	12/30/2011
74005P104	PRAXAIR INC.	400.0000	24,546.90	106.90	42,760.00	12/30/2011
742718109	PROCTOR & GAMBLE	500.0000	26,572.77	66.71	33,355.00	12/30/2011
744320102	PRUDENTIAL FIN.	200 0000	11,215.37	50.12	10,024.00	12/30/2011
747525103	QUALCOMM INC	1,500.0000	62,425.91	54.70	82,050.00	12/30/2011
755111507	RAYTHEON CO	300.0000	18,534.83	48.38	14,514.00	12/30/2011
803054204	SAP AG	500 0000	27,036.00	52.95	26,475.00	12/30/2011
806857108	SCHLUMBERGER LTD	1,000 0000	49,735.26	68.31	68,310.00	12/30/2011
857477103	STATE STREET CORP	600.0000	23,970.54	40.31	24,186.00	12/30/2011
863667101	STRYKER CORP	300.0000	15,302.13	49.71	14,913.00	12/30/2011
871829107	SYSCO CORP	1,600 0000	34,416.81	29.33	46,928.00	12/30/2011
872540109	TJX CO., INC	800.0000	33,935.87	64.55	51,640.00	12/30/2011
87971M202	TELUS CORPORATION	600.0000	26,464.90	53.55	32,130.00	12/30/2011
881624209	TEVA PHAR INDUS ADR	1,700.0000	87,164.11	40.36	68,612.00	12/30/2011
88579Y101	MMM CO	800 0000	52,621.79	81.73	65,384.00	12/30/2011
892331307	TOYOTA MTR CORP	1,000 0000	79,596.50	66.13	66,130.00	12/30/2011
904767704	UNILEVER ADR	1,100 0000	27,686.55	33.52	36,872.00	12/30/2011
907818108	UNION PACIFIC CORP	700.0000	40,378.35	105.94	74,158.00	12/30/2011
913017109	UNITED TECHNOLOGIES	1,100 0000	66,390.48	73.09	80,399.00	12/30/2011
91324P102	UNITEDHEALTH GROUP	600.0000	30,037.73	50.68	30,408.00	12/30/2011
922042858	VANGUARD EMER MKT	3,000.0000	88,084.39	38.21	114,630.00	12/30/2011
92220P105	VARIAN MEDICAL SYS	800.0000	28,847.75	67.13	53,704.00	12/30/2011
92240G101	VECTREN CORP	500.0000	13,762.14	30.23	15,115.00	12/30/2011
92343V104	VERIZON COMM	600.0000	16,444.94	40.12	24,072.00	12/30/2011
92553P201	VIACOM INC	1,000.0000	32,070.90	45.41	45,410.00	12/30/2011
92826C839	VISA INC	1,200.0000	70,094.41	101.53	121,836.00	12/30/2011
92857W209	VODAFONE GROUP PLC	800.0000	22,062.10	28.03	22,424.00	12/30/2011
931142103	WALMART STORES INC	800.0000	42,613.01	59.76	47,808.00	12/30/2011
931422109	WALGREEN COMPANY	1,200.0000	45,664.23	33.06	39,672.00	12/30/2011
949746101	WELLS FARGO & CO NEW	1,000.0000	29,837.07	27.56	27,560.00	12/30/2011
G1151C101	ACCENTURE PLC	1,000.0000	30,300.64	53.23	53,230.00	12/30/2011
G6359F103	NABORS INDUST LTD	800.0000	15,730.27	17.34	13,872.00	12/30/2011
H8817H100	TRANSOCEAN LTD	900.0000	50,725.10	38.39	34,551.00	12/30/2011
Y0486S104	AVAGO TECHNOLOGIES	800.0000	25,250.90	28.86	23,088.00	12/30/2011
Total	COMMON STOCK - LARGE CAP	78,900.0000	3,196,881.37		3,853,268.00	
PREFERRED STOCK						
61750K208	MORGAN 6.600% PFD	1,500.0000	37,502.14	21.76	32,640.00	12/30/2011
63540U207	NAT CITY 8.000% PFD	400.0000	10,000.13	25.53	10,212.00	12/30/2011
74460D257	PUBLIC 6.750% PFD	1,000 0000	25,000.71	25.75	25,750.00	12/30/2011
Total	PREFERRED STOCK	2,900.0000	72,502.98		68,602.00	
MUTUAL FDS-GOVERNMENT BONDS						
04314H501	ARTISAN SMALL CAP	20,610.5500	275,458.56	14.92	307,509.41	12/30/2011
411511306	HARBOR INTL FUND	6,372.2170	313,942.75	52.45	334,222.78	12/30/2011
47103E684	JANUS TWENTY "D"	1,054.6940	58,467.44	51.11	53,905.41	12/30/2011
641224100	NEU BERM GENESIS INV	9,567.1690	233,186.60	33.07	316,386.28	12/30/2011
779556109	T ROWE PRICE MC FD	8,281.9100	360,872.90	52.73	436,705.11	12/30/2011

Report Date

May 02, 2012

OHIO VALLEY FINANCIAL GROUP

Time Prepared

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Requested By

KAREN JOHNSON

Includes

Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION

Account Holdings as of 12/31/2011

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
880208400	TEMPLETON GLOBAL BD	13,197.4250	178,714.15	12.37	163,252.15	12/30/2011
921926200	VANGUARD EXPLORER	3,844.3930	188,697.49	66.46	255,498.36	12/30/2011
Total	MUTUAL FDS-GOVERNMENT BOND	62,928.3580	1,609,339.89		1,867,479.50	

Report Date

May 02, 2012**OHIO VALLEY FINANCIAL GROUP**

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Requested By:

KAREN JOHNSON

Includes

Account: 52 01 7174 0 01 AGENT WESTERN KY UNIV FBO PRESTON CENTER**Account Holdings as of 12/31/2011**

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
U.S. GOVT AGENCIES						
3133XLH22	FHLB 6.000% 07/03/17	5,000.0000	5,000.11	100.00	5,000.00	12/30/2011
Total	U.S. GOVT AGENCIES	5,000.0000	5,000.11		5,000.00	
TAX-EXEMPT MUNICIPAL BDS & NTS						
389102HY3	GRAV 5.700% 06/01/21	5,000.0000	5,000.10	112.848	5,642.40	12/30/2011
616640CC0	MOR 5.6% 11/1/22 TXB	5,000.0000	4,999.57	106.875	5,343.75	12/30/2011
706770FK5	PEND 6.250% 06/01/24	5,000.0000	5,055.37	111.949	5,597.45	12/30/2011
Total	TAX-EXEMPT MUNICIPAL BDS & NT	15,000.0000	15,055.04		16,583.60	
CORPORATE BDS & NTS						
36966RW85	GE 4 000% 04/15/12	5,000.0000	5,000.21	100.515	5,025.75	12/30/2011
437076AP7	HOME 5.400% 03/01/16	10,000.0000	9,887.76	115.497	11,549.70	12/30/2011
91324PAM4	UHG 4.875% 03/15/15	5,000.0000	4,763.84	110.667	5,533.35	12/30/2011
Total	CORPORATE BDS & NTS	20,000.0000	19,651.81		22,108.80	
COMMON STOCK - LARGE CAP						
922042858	VANGUARD EMER MKT	100 0000	3,294.16	38.21	3,821.00	12/30/2011
Total	COMMON STOCK - LARGE CAP	100.0000	3,294.16		3,821.00	
MUTUAL FDS-GOVERNMENT BONDS						
04314H501	ARTISAN SMALL CAP	871.2930	11,833.78	14.92	12,999.69	12/30/2011
411511306	HARBOR INTL FUND	373 8770	18,151.87	52.45	19,609.85	12/30/2011
641224100	NEU BERM GENESIS INV	365.2120	9,517.84	33.07	12,077.56	12/30/2011
779547108	T ROWE EQUITY INCOME	1,428.6580	34,471.43	23.06	32,944.85	12/30/2011
77954Q106	T. ROWE BLUE CHIP	1,374.3840	31,192.50	38.65	53,119.94	12/30/2011
779556109	T ROWE PRICE MC FD	584.8200	23,164.61	52.73	30,837.56	12/30/2011
921926200	VANGUARD EXPLORER	157 3930	7,778.89	66.46	10,460.34	12/30/2011
Total	MUTUAL FDS-GOVERNMENT BOND	5,155.6370	136,110.92		172,049.79	

Report Date **May 02, 2012**
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 Requested By **KAREN JOHNSON**
 Includes **Account: 52 02 7174 0 01 AGENT WESTERN KY UNIV FBO STUDENT DEVELOPMENT**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2011

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
TAX-EXEMPT MUNICIPAL BDS & NTS						
389102HY3	GRAV 5.700% 06/01/21	5,000.0000	5,000.10	112.848	5,642.40	12/30/2011
616640CC0	MOR 5.6% 11/1/22 TXB	5,000.0000	4,999.57	106.875	5,343.75	12/30/2011
706770FK5	PEND 6.250% 06/01/24	5,000.0000	5,055.37	111.949	5,597.45	12/30/2011
Total	TAX-EXEMPT MUNICIPAL BDS & NT	15,000.0000	15,055.04		16,583.60	
COMMON STOCK - LARGE CAP						
922042858	VANGUARD EMER MKT	150.0000	4,941.24	38.21	5,731.50	12/30/2011
Total	COMMON STOCK - LARGE CAP	150.0000	4,941.24		5,731.50	
MUTUAL FDS-GOVERNMENT BONDS						
04314H501	ARTISAN SMALL CAP	888 1970	12,113.40	14.92	13,251.90	12/30/2011
411511108	HARBOR BOND FUND	461 5350	5,713.72	12.19	5,626.11	12/30/2011
411511306	HARBOR INTL FUND	353.6850	16,263.60	52.45	18,550.78	12/30/2011
641224100	NEU BERM GENESIS INV	724.1360	18,393.87	33.07	23,947.18	12/30/2011
77954Q106	T. ROWE BLUE CHIP	1,256.1210	29,164.62	38.65	48,549.08	12/30/2011
779556109	T ROWE PRICE MC FD	752 3410	29,967.55	52.73	39,670.94	12/30/2011
921926200	VANGUARD EXPLORER	75 5180	3,054.68	66.46	5,018.93	12/30/2011
922031307	VANGUARD GNMA FD	520.8070	5,605.70	11.07	5,765.33	12/30/2011
922031836	VANG S-T INV GRD ADM	509.3470	5,390.01	10.64	5,419.45	12/30/2011
922908496	VANG 500 INDEX (SIG)	409.0660	27,216.55	95.65	39,127.16	12/30/2011
Total	MUTUAL FDS-GOVERNMENT BOND	5,950.7530	152,883.70		204,926.86	

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 12

FIXED ASSET DETAIL

ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING			ENDING			BALANCE
		BALANCE	ADDITIONS	DISPOSALS	BALANCE	ADDITIONS	DISPOSALS	
BUSEQ/TOSHI COPIER	M5	5,655			4,619		79	4,698
TOTALS					4,619			4,698

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
OHIO VALLEY FINANCIAL GROUP PO BOX 5 HENDERSON, KY 42419 MANAGEMENT OF FOUNDATION		51,101.
	TOTAL COMPENSATION	<u>51,101.</u>

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2011)

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
American Red Cross 300 Center Street Henderson KY 42420	Matching	\$ 50
Bainbridge Schools Fdn 8489 Madison Avenue NE Bainbridge Island WA 98110	Family Fund-Walaskay	\$ 10,000
Big Brothers & Big Sisters 101 Plaza East - Suite 315 Evansville IN 47715 35-1305578	Civic	\$ 5,000
Brain Injury Adventure Camp P O Box 236 Robards KY 42452 27-1226106	Other Matching	\$ 10,000 \$ 125
Chemical Educational Fdn 1555 Wilson Blvd Suite 700 Arlington VA 22209 52-1780515	Education Family Fund-Critser	\$ 10,000 \$ 5,000
Children's Museum of Evansville P O Box 122 Evansville IN 47701 35-1951848	Arts	\$ 5,000
Community Fdn for Excellence 230 Second Street Henderson KY 42420 20-3030575	Civic	\$ 5,000
Community Fdn of Louisville 325 W. Main Street, Suite 1110 Louisville KY 40202 31-0997017	Family Fund- Leigh Anne & Jeff Preston	\$ 8,000

**Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2011)**

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Friends of Audubon P O Box 576 Henderson KY 42419-0576	Matching	\$ 50
Good News Jail Ministry 380 Borax Drive Henderson KY 42420 54-0703077	Volunteer	\$ 250
Habitat for Humanity of Henderson P O Box 1071 Henderson KY 42419-1071 61-1191876	Matching	\$ 250
Henderson Area Arts Alliance P O Box 234 Henderson KY 42419-0234 31-1005619	Arts	\$ 15,000
Henderson Comm College 2660 S Green Street Henderson KY 42420	Scholarship	\$ 1,500
Henderson Co. Archery Club P O Box 437 Henderson KY 42419-0437	Other	\$ 10,000
Henderson Co. Diabetes Coalition P O Box 863 Henderson KY 42419-0863 31-1536401	Other	\$ 5,000
Henderson Leadership Initiative P O Box 596 Henderson KY 42419-0596 20-5075422	Education	\$ 25,000
Historic Locust Grove 561 Blankenbaker Lane Louisville KY 40207 61-1390403	Matching	\$ 50

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2011)

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>	
Humane Society of Henderson 203 Drury Lane Henderson KY 42420 61-6053026	Other	\$	5,000
Junior Achievement of W KY 1195 Wing Avenue Owensboro KY 42403 84-1267604	Other Volunteer	\$	5,000 500
Lipscomb University 3901 Granny White Pike Nashville TN 37204 110429	Matching	\$	120
Military Funeral Detail Post 40 P O Box 215 Henderson KY 42419-0215 26-2883118	Other	\$	2,451
New Beginnings Ministries 7437 Lawrence Co. Avenue LaRussell MO 64848	Matching	\$	375
Ohio Valley Art League P O Box 1043 Henderson KY 42419-1043 61-1209649	Arts Volunteer Matching	\$	1,500 250 120
Operation Mobilization P O Box 444 Tyrone GA 30290-0444	Matching	\$	500
Prichard Committee for Academic Exc. P O Box 1658 Lexington KY 40588-1658 61-1026214	Matching	\$	500
Richard J. Caron Foundation P O Box 150 Wernersville PA 19565 23-6050680	Matching	\$	250

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2011)

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Riverbend Academy P O Box 482 Henderson KY 42419-0482 20-5397816	Arts	\$ 7,500
Rotary Club of Henderson P O Box 596 Henderson KY 42419-0596 61-6054810	Volunteer	\$ 250
Salvation Army 1213 Washington St Henderson KY 42420 58-0660607	Matching	\$ 125
St. Paul's Episcopal Church 5 S. Green Street Henderson KY 42420	Other	\$ 22,000
Univ of Southern Indiana 8600 University Blvd Evansville IN 47712	Higher Educ Scholarship Matching	\$ 2,000 \$ 4,000 \$ 500
Univ of KY College of Design 117 Pence Hall Lexington KY 40506	Higher Educ	\$ 5,000
Volunteer & Information Center 125 First Street, Suite 102 Henderson KY 42420 62-1436387	Civic Matching	\$ 1,500 \$ 100
Western KY Univ 1 Big Red Way Bowling Green KY 42101	Scholarship	\$ 1,500
WNIN 405 Carpenter Street Evansville IN 47708 35-1307165	Other	\$ 1,000

**Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2011)**

TOTAL \$ 227,316

Depreciation and Amortization
(Including Information on Listed Property)

2011

Attachment
Sequence No 179Department of the Treasury
Internal Revenue Service (99)

► See separate instructions.

► Attach to your tax return.

Name(s) shown on return

RAYMOND B. PRESTON FAMILY FOUNDATION

Business or activity to which this form relates

Identifying number

52-1676236

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost
7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12 ► 13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	79
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ►		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs		S/L
c 40-year			40 yrs	MM	S/L

Part IV Summary (See instructions.)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	79
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? **Yes** **No** 24b If "Yes," is the evidence written? **Yes** **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) **25**

26 Property used more than 50% in a qualified business use

	%						
	%						
	%						

27 Property used 50% or less in a qualified business use

	%				S/L -		
	%				S/L -		
	%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.) Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2011 tax year (see instructions)

43 Amortization of costs that began before your 2011 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Assets Retired

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)	
1,077,743.		PUBLICALLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 987,834.				P	VARIOUS 89,909.	VARIOUS
TOTAL GAIN (LOSS)							<u>89,909.</u>	

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