

See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2011

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

ROSA MAY GRIFFIN FOUNDATION
P O BOX 1790
KILGORE, TX 75663

RECEIVED
JUL 23 2012
OGDEN UT

A Employer identification number: 75-6011866

B Telephone number (see the instructions): (903) 983-2051

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶$ 4,325,155.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

SCANNED JUL 25 2012

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc, received (att sch)				
2 Ck ▶ ☒ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	7,223.	7,223.	7,223.	
4 Dividends and interest from securities	108,099.	108,099.	108,099.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-59,009.			
b Gross sales price for all assets on line 6a 1,192,970.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1	257,184.	257,184.	257,184.	
12 **Total.** Add lines 1 through 11	313,497.	372,506.	372,506.	
13 Compensation of officers, directors, trustees, etc	24,000.	24,000.	24,000.	
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 2	18,000.	18,000.	18,000.	
c Other prof fees (attach sch) SEE ST 3	41,226.	41,226.	41,226.	
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 4	9,417.	4,093.	4,093.	
19 Depreciation (attach sch) and depletion				
20 Occupancy	300.	300.	300.	
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	319.	319.	319.	
24 **Total operating and administrative expenses.** Add lines 13 through 23	93,262.	87,938.	87,938.	
25 Contributions, gifts, grants paid PART XV	246,917.			246,917.
26 **Total expenses and disbursements.** Add lines 24 and 25	340,179.	87,938.	87,938.	246,917.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-26,682.			
b **Net investment income** (if negative, enter 0)		284,568.		
C **Adjusted net income** (if negative, enter -0)			284,568.	

(714)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	392,856.	692,853.	692,853.
	3 Accounts receivable ► 11,966.			
	Less allowance for doubtful accounts ►		11,966.	11,966.
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ► 50,000.			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,583.	5,324.	5,324.
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	3,822,359.	3,533,973.	3,400,952.
	c Investments — corporate bonds (attach schedule)			
	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 ► 981.			
	Less accumulated depreciation (attach schedule) SEE STMT 6 ► 981.			
	15 Other assets (describe ► SEE STATEMENT 7)	1.	1.	214,060.
	16 **Total assets** (to be completed by all filers — see the instructions Also, see page 1, item I)	4,270,799.	4,244,117.	4,325,155.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	4,270,799.	4,244,117.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	4,270,799.	4,244,117.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	4,270,799.	4,244,117.	

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	4,270,799.
2	Enter amount from Part I, line 27a	2	-26,682.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	4,244,117.
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	4,244,117.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 8			
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 (Column (h) gain minus column (k), but not less than -0) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
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	-59,009.
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	-59,123.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	207,345.	4,106,933.	0.050487
2009	168,057.	4,442,439.	0.037830
2008	259,875.	4,976,158.	0.052224
2007	236,076.	6,116,185.	0.038599
2006	289,800.	5,669,874.	0.051112

2	**Total** of line 1, column (d)	2	0.230252
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	0.046050
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,364,013.
5	Multiply line 4 by line 3	5	200,963.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,846.
7	Add lines 5 and 6	7	203,809.
8	Enter qualifying distributions from Part XII, line 4	8	246,917.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b	1	2,846.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,846.
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	2,846.
6	Credits/Payments		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 — 6a: 5,324.		
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	5,324.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	25.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	0.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	2,453.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ► 2,453. **Refunded** ►	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► $ 0. (2) On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► DAN PHILLIPS Telephone no ► (903) 983-2051

Located at ► 1116 N KILGORE STREET KILGORE TX ZIP + 4 ► 75662

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

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
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	N/A	
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)?			5b	N/A
Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No		
If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
If 'Yes' to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A			7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EBB MOBLEY P O BOX 1790 KILGORE, TX 75663	PRESIDENT 5.00	12,000.	0.	0.
DAN PHILLIPS P O BOX 1790 KILGORE, TX 75663	CFO 10.00	12,000.	0.	0.
HELENA T. MOBLEY P O BOX 1790 KILGORE, TX 75663	ASSOC. TRUST 0	0.	0.	0.
FRANCYE W. PHILLIPS P O BOX 1790 KILGORE, TX 75663	ASSOC. TRUST 0	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 ► 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 **Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a Average monthly fair market value of securities		1a	3,747,381.
b Average of monthly cash balances		1b	438,147.
c Fair market value of all other assets (see instructions)		1c	244,942.
d **Total** (add lines 1a, b, and c)		1d	4,430,470.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	4,430,470.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	66,457.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,364,013.
6 **Minimum investment return.** Enter 5% of line 5		6	218,201.

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	218,201.
2a Tax on investment income for 2011 from Part VI, line 5	2a	2,846.			
b Income tax for 2011 (This does not include the tax from Part VI)	2b				
c Add lines 2a and 2b				2c	2,846.
3 Distributable amount before adjustments Subtract line 2c from line 1				3	215,355.
4 Recoveries of amounts treated as qualifying distributions				4	
5 Add lines 3 and 4				5	215,355.
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	215,355.

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	246,917.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	246,917.
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	2,846.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	244,071.

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				215,355.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			7,212.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► $ 246,917.				
a Applied to 2010, but not more than line 2a			7,212.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				215,355.
e Remaining amount distributed out of corpus	24,350.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	24,350.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	24,350.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	24,350.			

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

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ► ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE I	N/A	PUBLIC	ORGANIZATION'S EXEMPT FUNCTION	246,917.
Total			► **3a**	246,917.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu-sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,223.	
4 Dividends and interest from securities			14	108,099.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	789.	
8 Gain or (loss) from sales of assets other than inventory					-59,009.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OIL, GAS LEASE RENTS			16	128,387.	
b OIL, GAS REVENUES-NET			15	128,008.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				372,506.	-59,009.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	313,497.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

▶ Signature of officer or trustee 7-2-2012 Date ▶ MANAGING TRUSTEE Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNDA R. NEWSOME	Lynda R. Newsome	7-2-12		P01233123

Firm's name ▶ BROWN BRONSTAD HABENICHT & ROSSON. P.C. Firm's EIN ▶ 75-2378622

Firm's address ▶ 1116 N. KILGORE ST. KILGORE, TX 75662 Phone no (903) 983-2051

FAXOUL

Form **8868**
(Rev January 2012)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

COPY

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file).* You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions
ROSA MAY GRIFFIN FOUNDATION

Employer identification number (EIN) or
[X] 75-6011866

Number, street, and room or suite number If a P O box, see instructions
P O BOX 1790

Social security number (SSN)
[ ]

City, town or post office, state, and ZIP code For a foreign address, see instructions
KILGORE, TX 75663

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► DAN PHILLIPS

Telephone No ► (903) 983-2051 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 12, to file the exempt organization return for the organization named above
The extension is for the organization's return for
► [X] calendar year 20 11 or
► [ ] tax year beginning _____, 20 ___, and ending _____, 20 ___

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 5,324.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 5,324.
c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

75-6011866

ROSA MAY GRIFFIN FOUNDATION

SCHEDULE I

CONTRIBUTIONS AND GRANTS PAID - CASH BASIS

Year Ended December 31, 2011

Name	Address	Amount
Alpine Presbyterian	4102 Tryon Road, Longview, TX 75605	250
Asbury House	320 S. Center, Longview, TX 75601	10,000
Boys and Girls Club of Gregg County	P O Box 2426, Longview, TX 75606	15,000
Camp Gilmont	6075 State Hwy 155 N , Gilmer, TX 75644	16,667
Christian Heritage School	2715 FM 1844, Longview, TX 75605	5,000
Community Healthcored Foundation	1300 N 6th Street, Longview, TX 75601	500
East Texas Council on Alcoholism and Drug Abuse	708 Glencrest, Longview, TX 75601	5,750
East Texas Food Bank	3201 Robertson, Tyler, TX 75701	500
East Texas Symphonic Band	P O Box 251, Longview, TX 75606	500
First Presbyterian Church	815 E. Main, Kilgore, TX 75662	47,500
Gregg County Historical Museum	214 N Fredonia, Longview, TX 75601	5,000
Kilgore Boys and Girls Club	724 Harris St , Kilgore, TX 75662	5,000
Kilgore Chamber of Commerce	813 N Kilgore, Kilgore, TX 75662	500
Kilgore College All State Music Scholarship	1100 Broadway St , Kilgore, TX 75662	25,000
Kilgore College Music Department	1100 Broadway St , Kilgore, TX 75662	500
Kilgore College Texas Shakespeare Festival	1100 Broadway St , Kilgore, TX 75662	55,000
Kilgore ISD Education Foundation	301 N Kilgore St , Kilgore, Tx 75662	1,000
Longview Ballet Theatre	1116 N 3rd, Longview, TX 75601	1,000
Longview ISD Foundation	P O Box 3268, Longview, TX 75606	5,000
Longview Museum of Fine Arts	215 E Tyler Street, Longview, TX 75601	33,000
Newgate Mission	P O Box 3891, Longview, TX 75606	500
Hugh O'Brian Youth Leadership	31255 Cedar Valley Drive, Suite 327, Westlake Village, CA 91362	1,500
The Salesmanship Club	106 East Tenth Street, Dallas, TX 75203	1,000
Southwest Diabetic Foundation	P O. Box 918, Gainesville, TX 76241	500
Trinity School of Texas	215 N, Teague St , Longview, TX 75601	10,000
United Fund of Kilgore	P O Box 1832, Kilgore, TX 75662	250
Windridge Therapeutic Equestrian Center	593 Windridge Rd , Gilmer, TX 75645	500
	TOTAL	**$ 246,917**

ROSA MAY GRIFFIN FOUNDATION

75-6011866

SCHEDULE II

SCHEDULE OF CORPORATE STOCKS - CASH BASIS

December 31, 2011

	Date Acquired	Shares Owned	Tax Basis 12/31/11	Market Value 12/31/2011
Blackrock Global Allocation FD Inc	Various	24,897 644	478,909	454,133
Delaware Limited Term Div INCM FD	Various	16,104 530	143,567	142,042
Eaton Vance GLB Macro Ab	Various	19,095 351	191,740	184,461
Fairholme Fund	Various	4,697.609	159,211	108,750
First Eagle Global Class I	Various	5,789.608	268,187	262,096
Goldman Sachs Small/Mid	Various	2,887 986	43,247	39,825
IVA Worldwide Fund CL I	Various	16,881 202	283,870	259,295
Ivy Asset Strategy	Various	6,864 745	167,251	154,114
J P Morgan Core Bond FD	Various	12,447 400	143,180	147,253
Loomis Sayles Strategic Inc FD	Various	12,706 927	186,827	182,344
Natixis Gateway Fund CL Y	Various	5,047 154	131,103	133,194
Permanent Portfolio FD	Various	7,860 823	354,661	362,305
Pimco Total Return Fund CL P	Various	13,176 941	142,333	143,234
UAM FPA Crescent Port	Various	16,407 069	440,284	439,381
Virtus Multi Sector Short Term Bond FD	Various	27,587 554	133,820	130,489
Virtus Premium Alpha Sector Fund	Various	21,290 157	265,783	258,036
			$ 3,533,973	$ 3,400,952

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OIL, GAS LEASE RENTS	$ 128,387.	$ 128,387.	$ 128,387.
OIL, GAS REVENUES-NET	128,008.	128,008.	128,008.
OTHER INVESTMENT INCOME	789.	789.	789.
TOTAL	$ 257,184.	$ 257,184.	$ 257,184.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 18,000.	$ 18,000.	$ 18,000.	
TOTAL	$ 18,000.	$ 18,000.	$ 18,000.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 500.	$ 500.	$ 500.	
MERRILL LYNCH MGT FEE	40,726.	40,726.	40,726.	
TOTAL	$ 41,226.	$ 41,226.	$ 41,226.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	$ 4,093.	$ 4,093.	$ 4,093.	
PRIOR YEAR EXCISE TAX	5,324.			
TOTAL	$ 9,417.	$ 4,093.	$ 4,093.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	$ 319.	$ 319.	$ 319.	
TOTAL	$ 319.	$ 319.	$ 319.	$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	$ 981.	$ 981.	$ 0.	$ 0.
TOTAL	$ 981.	$ 981.	$ 0.	$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
OIL, GAS PROPERTIES	$ 1.	$ 214,060.
TOTAL	$ 1.	$ 214,060.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	25.052 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	2/14/2011
2	148.275 FAIRHOLME FUND	PURCHASED	VARIOUS	2/14/2011
3	922.000 DELAWARE LTD TM DVS	PURCHASED	12/09/2010	2/24/2011
4	817.000 ENT VNCE GL MAC AR	PURCHASED	12/09/2010	2/24/2011
5	160.000 NATIXIS GATEWAY FD CL	PURCHASED	12/09/2010	2/24/2011
6	65.874 IVA WOLRDWIDE	PURCHASED	VARIOUS	2/14/2011
7	71.844 UAM FPA CRESCENT PORT	PURCHASED	VARIOUS	2/14/2011
8	615.468 LOOMIS SAYLES	PURCHASED	VARIOUS	2/14/2011
9	174.927 PERMENANT PORTFOLIO FUND	PURCHASED	12/09/2010	2/14/2011
10	112.262 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	2/14/2011
11	2435.185 FAIRHOLME FUND	PURCHASED	VARIOUS	6/09/2011
12	40.606 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	8/01/2011
13	304.914 DELAWARE LTD TM DVS	PURCHASED	VARIOUS	8/01/2011
14	70.077 ETN VNCE GL MAC	PURCHASED	VARIOUS	8/01/2011
15	1689.911 NATAXIS GATEWAY FUND CL	PURCHASED	VARIOUS	8/01/2011
16	33.1870 IVA WOLRDWIDE	PURCHASED	12/09/2010	8/01/2010
17	306.046 L SAYLES STRT INC	PURCHASED	VARIOUS	8/01/2011

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
18	112.407 PERMANMENT PORT FUND	PURCHASED	12/09/2010	8/01/2011
19	82.716 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	8/01/2011
20	1455.000 JP MORGAN CORE BOND	PURCHASED	12/09/2010	2/08/2011
21	77.000 DELAWARE LTD TM DVS	PURCHASED	12/09/2010	2/08/2011
22	973.000 ETN VNCE GL MAC	PURCHASED	12/09/2010	2/08/2011
23	1544.00 PIMCO TOTAL RETURN	PURCHASED	12/09/2011	2/08/2011
24	1027.000 VIRTUS MULTI SECTOR	PURCHASED	12/09/2010	2/08/2011
25	672.000 L SAYLES STRT INC	PURCHASED	12/09/2010	2/08/2011
26	1683.858 JP MORGAN CORE BOND	PURCHASED	VARIOUS	8/01/2011
27	1738.027 PIMCO TOTAL RETURN	PURCHASED	VARIOUS	8/01/2011
28	186.476 L SAYLES STRT INC	PURCHASED	VARIOUS	8/01/2011
29	98.295 PERMENANT PORTFOLIO FUND	PURCHASED	12/09/2010	8/01/2011
30	.843 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	8/02/2011
31	240.00 WEYERHAEUSER CO	PURCHASED	7/29/2008	1/01/2011
32	1721.433 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	8/01/2011
33	544.353 FAIRHOLME FUND	PURCHASED	VARIOUS	8/01/2011
34	35.321 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	8/01/2011
35	1107.211 IVY ASSET STRATEGY FD	PURCHASED	VARIOUS	8/01/2011
36	456.107 PERMENANT PORTFOLIO FUND	PURCHASED	VARIOUS	8/01/2011
37	405.78 UAM FPA CRESCENT PORT	PURCHASED	VARIOUS	8/01/2011
38	149.047 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	7/29/2011
39	3002.89 FAIRHOLME FUND	PURCHASED	1/09/2011	7/29/2011
40	1200.000 FAIRHOLME FUND	PURCHASED	12/09/2010	8/08/2011
41	329.683 IVY ASSET STRATEGY FD	PURCHASED	VARIOUS	7/29/2011
42	322.84 IVA WOLRDWIDE	PURCHASED	VARIOUS	7/29/2011
43	152.42 UAM FPA CRESCENT PORT	PURCHASED	VARIOUS	7/29/2011
44	358.698 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	7/29/2011
45	1469.017 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	9/08/2011
46	588.75 FAIRHOLME FUND	PURCHASED	12/09/2010	9/08/2011
47	4701.388 VIRTUS MULTI SECTOR	PURCHASED	7/29/2011	9/08/2011
48	3841.3650 GLD SAC SM/MID CAP GRO	PURCHASED	VARIOUS	9/08/2011
49	2798.608 IVY ASSET STRATEGY FD	PURCHASED	VARIOUS	9/08/2011
50	4085.882 IVA WOLRDWIDE	PURCHASED	12/09/2010	9/08/2011
51	2635.478 UAM FPA CRESCENT PORT	PURCHASED	12/09/2010	9/08/2011
52	4133.84 BLACKROCK GLOBAL ALLOC	PURCHASED	VARIOUS	VARIOUS
53	439.567 FIRST EAGLE GLOBAL	PURCHASED	VARIOUS	10/17/2011
54	562.68 FAIRPOINT COMMUNICATIONS	PURCHASED	12/09/2010	10/17/2011
55	1417.44 VIRTUS PREM ALPHA	PURCHASED	7/29/2011	10/17/2011
56	1305.364 GLD SAC SM/MID CAP GRO	PURCHASED	VARIOUS	10/17/2011
57	694.86 IVY ASSET STRATEGY FD	PURCHASED	VARIOUS	10/17/2011
58	1271.40 IVA WOLRDWIDE	PURCHASED	12/09/2010	10/17/2011
59	771.332 UAM FPA CRESCENT PORT	PURCHASED	12/09/2010	10/17/2011
60	1169.33 BLACKROCK GLOBAL ALLOC	PURCHASED	12/09/2011	10/17/2011

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	1,192.		1,162.	30.				$ 30.
2	5,394.		5,286.	108.				108.
3	8,142.		8,191.	-49.				-49.
4	8,252.		8,211.	41.				41.
5	4,235.		4,164.	71.				71.
6	1,130.		1,121.	9.				9.
7	1,943.		1,932.	11.				11.
8	9,222.		9,048.	174.				174.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
9	8,039.		7,822.	217.				$ 217.
10	2,240.		2,167.	73.				73.
11	76,197.		86,562.	-10,365.				-10,365.
12	1,978.		1,883.	95.				95.
13	2,763.		2,717.	46.				46.
14	723.		704.	19.				19.
15	44,478.		43,993.	485.				485.
16	574.		566.	8.				8.
17	4,744.		4,499.	245.				245.
18	5,565.		5,027.	538.				538.
19	1,659.		1,597.	62.				62.
20	16,514.		16,649.	-135.				-135.
21	4,848.		4,890.	-42.				-42.
22	9,856.		9,778.	78.				78.
23	16,598.		16,659.	-61.				-61.
24	4,960.		4,919.	41.				41.
25	10,073.		9,878.	195.				195.
26	19,735.		19,331.	404.				404.
27	19,327.		18,771.	556.				556.
28	2,890.		2,741.	149.				149.
29	4,867.		4,396.	471.				471.
30	17.		17.	0.				0.
31	114.		0.	114.				114.
32	34,532.		33,224.	1,308.				1,308.
33	16,946.		19,406.	-2,460.				-2,460.
34	1,721.		1,639.	82.				82.
35	29,684.		27,038.	2,646.				2,646.
36	22,582.		20,397.	2,185.				2,185.
37	11,102.		10,916.	186.				186.
38	7,273.		6,914.	359.				359.
39	93,360.		107,053.	-13,693.				-13,693.
40	30,648.		42,780.	-12,132.				-12,132.
41	8,822.		8,052.	770.				770.
42	5,601.		5,495.	106.				106.
43	4,190.		4,101.	89.				89.
44	7,213.		6,924.	289.				289.
45	67,648.		68,148.	-500.				-500.
46	15,637.		20,989.	-5,352.				-5,352.
47	55,664.		59,332.	-3,668.				-3,668.
48	51,820.		56,775.	-4,955.				-4,955.
49	67,894.		68,340.	-446.				-446.
50	66,682.		69,542.	-2,860.				-2,860.
51	69,260.		70,894.	-1,634.				-1,634.
52	78,626.		79,783.	-1,157.				-1,157.
53	20,154.		20,392.	-238.				-238.
54	14,241.		20,059.	-5,818.				-5,818.
55	16,683.		17,888.	-1,205.				-1,205.
56	17,740.		19,293.	-1,553.				-1,553.
57	16,135.		16,968.	-833.				-833.
58	20,915.		21,639.	-724.				-724.
59	20,178.		20,749.	-571.				-571.
60	21,750.		22,568.	-818.				-818.
							TOTAL	$ -59,009.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	THE ROSA MAY GRIFFIN FOUNDATION
CARE OF:	DAN PHILLIPS
STREET ADDRESS:	P O BOX 1790
CITY, STATE, ZIP CODE:	KILGORE, TX 75663
TELEPHONE:	
FORM AND CONTENT:	LETTER EXPLAINING PURPOSE OR USE OF THE REQUESTING ORGANIZATION'S GRANT REQUEST, DOLLAR AMOUNT REQUESTED, AND COPY OF IRS EXEMPT STATUS LETTER.
SUBMISSION DEADLINES:	APPLICATIONS ARE ACCEPTED AT ANY TIME.
RESTRICTIONS ON AWARDS:	GRANTS MADE ONLY TO QUALIFYING SEC. 501(C)(3) TAX EXEMPT ORGANIZATIONS CHARTERED AND OPERATING IN THE STATE OF TEXAS.