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Form 990-PF

Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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

Name of foundation
TUCKER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) PO BOX 600667 Room/suite

City or town, state, and ZIP code
DALLAS, TX 753600667

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 555,024** **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	18	18	18	
4	Dividends and interest from securities.	11,475	11,475	11,475	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-17,870			
b	Gross sales price for all assets on line 6a 110,112				
7	Capital gain net income (from Part IV, line 2) . . .		0	0	
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	38,140	37,182	38,140	
12	Total. Add lines 1 through 11	31,763	48,675	49,633	

Revenue	13 Compensation of officers, directors, trustees, etc	0	0	0	0
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,445	2,445	2,445	0
	c Other professional fees (attach schedule)	4,382	4,382	4,382	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	2,360	2,360	2,360	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,013	11,013	11,013	0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	20,200	20,200	20,200	0
	25 Contributions, gifts, grants paid	35,000			35,000
	26 Total expenses and disbursements. Add lines 24 and 25	55,200	20,200	20,200	35,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-23,437			
	b Net investment income (if negative, enter -0-) . . .		28,475		
	c Adjusted net income (if negative, enter -0-) . . .			29,433	

Part III 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	Savings and temporary cash investments	77,997	79,623	79,623
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	333,203	324,112	419,767
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)	89,146	73,174	55,634
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	500,346	476,909	555,024
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)	58	58	58
23	Total liabilities (add lines 17 through 22)	58	58	
	Foundations that follow SFAS 117, check here ► <input checked="" 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	211,421	211,421	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	288,867	265,430	
30	Total net assets or fund balances (see page 17 of the instructions)	500,288	476,851	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	500,346	476,909	

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	500,288
2	Enter amount from Part I, line 27a	2	-23,437
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	476,851
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	476,851

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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	See Additional Data Table			
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 -17,870
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 pages 13 and 17 of the 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 page 18 of 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	29,000	508,510	0 057029
2009	30,500	446,092	0 068372
2008	40,000	645,434	0 061974
2007	51,708	550,800	0 093878
2006	37,000	500,124	0 073982

2	Total of line 1, column (d).	2 0 355235
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 071047
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4 563,574
5	Multiply line 4 by line 3.	5 40,040
6	Enter 1% of net investment income (1% of Part I, line 27b).	6 285
7	Add lines 5 and 6.	7 40,325
8	Enter qualifying distributions from Part XII, line 4.	8 35,000

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	570
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
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	0
3	Add lines 1 and 2.	3	570
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	570
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,342
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	1,342
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	772
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 772 Refunded <input type="checkbox"/>	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	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
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>	2	No
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>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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>	5	No
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	Yes
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>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	8b	Yes
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 on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► PEBBLE FRY	Telephone no ► (214) 526-7268		
Located at ► 4809 COLE AVENUE SUITE 340 DALLAS TX			ZIP + 4 ► 75225	
15	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?	16	Yes	No
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 page 20 of the instructions)?	1b	
	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	No
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?	2a	
	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 page 20 of the 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 ► 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?	3a	
	► 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?	4a	No
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	No

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))?	<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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7b	
	<i>If "Yes" to 6b, file Form 8870.</i>			
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?			

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 page 22 of the 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
M ROBERT BLAKENEY	TRUSTEE 0 00	0	0	0
4809 COLE AVENUE SUITE 340 DALLAS, TX 75205				
FRED E TUCKER III	TRUSTEE 0 00	0	0	0
4809 COLE AVENUE SUITE 340 DALLAS, TX 75205				
BETTY B TUCKER	TRUSTEE 0 00	0	0	0
4809 COLE AVENUE SUITE 340 DALLAS, TX 75205				

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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.			<input checked="" type="checkbox"/>	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 page 23 of the 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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the 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	0
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	
	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	497,419
b	Average of monthly cash balances.	1b	74,737
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	572,156
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	572,156
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	8,582
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	563,574
6	Minimum investment return. Enter 5% of line 5.	6	28,179

Part XI Distributable Amount (see page 25 of the 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	28,179
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	570
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	237
c	Add lines 2a and 2b.	2c	807
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	27,372
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	27,372
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	27,372

Part XII Qualifying Distributions (see page 25 of the 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	35,000
b	Program-related investments—total from Part IX-B.	1b	0
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	35,000
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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 page 26 of the instructions).	6	35,000
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				27,372
2 Undistributed income, if any, as of the end of 2011			0	
a Enter amount for 2010 only.		0		
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.	13,064			
b From 2007.	25,752			
c From 2008.	10,692			
d From 2009.	8,748			
e From 2010.	4,289			
f Total of lines 3a through e.	62,545			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 35,000			0	
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.			27,372	
e Remaining amount distributed out of corpus	7,628			0
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			
6 Enter the net total of each column as indicated below:	70,173			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	13,064			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	57,109			
10 Analysis of line 9				
a Excess from 2007.	25,752			
b Excess from 2008.	10,692			
c Excess from 2009.	8,748			
d Excess from 2010.	4,289			
e Excess from 2011.	7,628			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section <input checked="" 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.			
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 page 27 of the 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))

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

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 page 28 of the 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

MS PEBBLE FRY
PO BOX 600667
DALLAS, TX 753600667
(214) 526-7268

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

APPLICATIONS SHOULD BE WRITTEN OR TYPED WHEN SUBMITTED, THE APPLICATION SHOULD PROVIDE AS MUCH DETAILED INFORMATION AS POSSIBLE DESCRIBING THE CHARITABLE FUNCTION AND BENEFITS PROVIDED BY THE APPLICANT. THE NAME, ADDRESS, AND TELEPHONE NUMBER OF THE APPLICANT SHOULD BE PROVIDED, ALONG WITH A CONTACT PERSON FAMILIAR WITH THE ORGANIZATION'S CHARITABLE FUNCTIONS

c Any submission deadlines

APPLICATIONS FOR THE CURRENT CALENDAR YEAR MUST BE SUBMITTED PRIOR TO OCTOBER 31 OF EACH YEAR. THE T

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

GRANTS ARE NORMALLY LIMITED TO LOCAL AREA CHARITABLE ORGANIZATIONS ON A RECURRING BASIS. GRANTS ARE USUALLY IN THE \$500 - \$3,000 RANGE

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 See Additional Data Table				
Total			► 3a	35,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments				14	18	
4 Dividends and interest from securities.				14	11,475	
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.	211110	4,153	01	33,987		
8 Gain or (loss) from sales of assets other than inventory			18	-17,870		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).		4,153		27,610		0
13 Total. Add line 12, columns (b), (d), and (e).					13	31,763
(See worksheet in line 13 instructions on page 28 to verify calculations.)						

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

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?

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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		
<p>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 or fiduciary) is based on all information of which preparer has any knowledge.</p>				
<p>***** Signature of officer or trustee</p>	<p>2012-11-15 Date</p>	<p>***** Title</p>		
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature ► JAMES N HOWARD</p>	<p>Date</p>	<p>Check if self-employed ►</p>	<p>PTIN P00179840</p>
	<p>Firm's name ► HOWARD & CO LLP</p>	<p>Firm's EIN ► 20-2257536</p>		
	<p>8350 MEADOW ROAD SUITE 286</p>	<p></p>		
	<p>Firm's address ► DALLAS, TX 75231</p>	<p>Phone no (214) 346-0750</p>		

May the IRS discuss this return with the preparer shown above? See instructions **Yes** **No**

Additional Data

Software ID:

Software Version:

EIN: 75-6014646

Name: TUCKER FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1000 BRISTOL-MYERS		2009-12-23	2011-02-25
300 HEWLETT PACKARD		2007-09-14	2011-04-21
500 ENCANA CORP		2007-02-16	2011-08-31
200 DIAMOND OFFSHORE DRILLING		2007-07-19	2011-08-31
120 TRASOCEAN		2008-01-28	2011-08-31
1000 STATOIL		2009-10-08	2011-08-31
200 SAN JUAN BASIN		2006-04-18	2011-12-07
500 SAN JUAN BASIN		2003-04-29	2011-12-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,294		25,538	-244
12,244		14,468	-2,224
12,550		12,627	-77
12,809		20,949	-8,140
6,603		15,375	-8,772
23,924		23,293	631
4,768		8,458	-3,690
11,920		7,274	4,646

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-244
			-2,224
			-77
			-8,140
			-8,772
			631
			-3,690
			4,646

Form 990PF Part XV Line 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				
ATHENA FOUNDATION 11203 BUSHIRE DRIVE DALLAS, TX 75229	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
BAYLOR HEALTH CARE SYSTEM FOUNDATION 3500 GASTON AVENUE DALLAS, TX 75246	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
CAMP GRADY SPRUCE YMCA OF METRO DALLAS 601 NORTH AKARD DALLAS, TX 75201	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
CATHOLIC CHARITIES OF DALLAS INC 3725 BLACKBURN ST DALLAS, TX 75219	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	2,500
CENTER FOR BRAIN HEALTH THE UNIVERSITY OF TEXAS AT DALLAS UT-DALLAS CALLIER 1966 INWOOD ROAD DALLAS, TX 75235	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
CHILDREN'S MEDICAL CENTER DEVELOPMENT DEPARTMENT 2777 STEMMONS SUITE 1452 DALLAS, TX 75207	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
CHILDRENS ADVOCACY CENTER OF COLLIN CITY 2205 LOS RIOS BLVD PLANO, TX 75074	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
DEAF ACTION CENTER 3115 CRESTVIEW DALLAS, TX 75235	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	8,000
ELISA PROJECT 3102 OAK LAWN SUITE 520 DALLAS, TX 75219	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
HIGHLAND PARK PRESBYTERIAN 3821 UNIVERSITY BLVD DALLAS, TX 75205	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
HILLIER SCHOOL - HPPC 3821 UNIVERSITY BLVD DALLAS, TX 75205	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,500
MEALS ON WHEELS 1440 W MOCKINGBIRD LANE STE 500 DALLAS, TX 75274	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	2,000
MERCY STREET 3801 HOLYSTONE DALLAS, TX 75212	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	2,000
MINERAL COUNTY HEALTH COUNCIL PO BOX 425 CREEDE, CO 81130	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
MINISTERIO DE FE INC PO BOX 756 MCALLEN, TX 78505	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
PASTORAL COUNSELING CENTER 4525 LEMMON AVE STE 200 DALLAS, TX 75219	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
PRESBYTERIAN HEALTHCARE FDTN 8440 WALNUT HILL LN STE 800 LB6 DALLAS, TX 75231	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
SALESMANSHIP CLUB OF DALLAS 4005 ZANG BLVD 700 DALLAS, TX 75208	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
SALVATION ARMY PO BOX 36006 DALLAS, TX 75235	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
SCHREINER UNIVERSITY KERRVILLE KERRVILLE, TX 78028	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
ST MARK CATHOLIC CHURCH 1201 ALMA DRIVE PLANO, TX 75075	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
THE VENEGAS MEDICAL FOUNDATION 2301 S HAMPTON RD STE 150 DALLAS, TX 75224	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
US CENTER FOR WORLD MISSION PO BOX 3586 FAYETTEVILLE, AR 72702	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
WEST DALLAS COMMUNITY SCHOOL 9149 RAEFORD DALLAS, TX 75243	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
YMCA OF METROPOLITAN DALLAS 2708 FAIRMOUNT STE 201 DALLAS, TX 75201	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
DALLAS PROVIDENCE HOMES PO BOX 260671 PLANO, TX 75026	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	500
BISHOP'S ANNUAL APPEAL 3725 BLACKBURN ST DALLAS, TX 75219	NONE	VARIOUS	FURTHERANCE OF CHARITABLE PURPOSES	1,000
Total			► 3a	35,000

TY 2011 Accounting Fees Schedule

Name: TUCKER FOUNDATION

EIN: 75-6014646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HOWARD & CO , LLP	2,445	2,445	2,445	0

TY 2011 Investments Corporate Stock Schedule

Name: TUCKER FOUNDATION

EIN: 75-6014646

Name of Stock	End of Year Book Value	End of Year Fair Market Value
400 SHS CHEVRON CORP	14,857	42,560
400 SHS PEPSICO INCORPORATED	19,653	26,540
300 SHS PROCTOR & GAMBLE	16,070	20,013
300 SHS DEVON ENERGY CORP	22,183	18,600
400 SHS COCA COLA CORP	20,732	27,988
500 SHS ENCANA CORP	0	0
200 SHS DIAMOND OFFSHORE DRILLING	0	0
300 SHS HEWLETT PACKARD	0	0
300 SHS SPDR GOLD TRUST	19,759	45,597
120 SHS TRANSOCEAN	0	0
1,000 SHS BRISTOL-MYERS SQUIBB	0	0
500 SHS CENOVUS	11,891	16,600
1,000 SHS STATOILHYDRO (ADR)	0	0
100 SHS APPLE COMPUTER	20,150	40,500
1,000 SHS AT&T INC	26,747	30,240
400 SHS CONOCOPHILLIPS	22,979	29,148
1000 SHS CISCO SYSTEMS	25,932	18,080
2200 BIRCHCLIFF ENERTY	25,580	29,436
300 EOG RESOURCES	27,950	29,553
200 OIL SERVICE HOLDERS TRUST	26,835	22,976
600 PLUM CREEK TIMBER	22,794	21,936

TY 2011 Investments - Other Schedule

Name: TUCKER FOUNDATION**EIN:** 75-6014646

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MINERAL INTERESTS	AT COST	134	134
700 SHS SAN JUAN BASIN ROYALTY TRUST	AT COST	0	0
700 SHS PENN WEST ENERGY TRUST	AT COST	20,913	13,860
1,000 SHS HUGOTON ROYALTY TRUST	AT COST	26,752	18,840
1,000 SHS CANADIAN OIL SANDS TRUST	AT COST	25,375	22,800

TY 2011 Other Expenses Schedule

Name: TUCKER FOUNDATION

EIN: 75-6014646

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	9,160	9,160	9,160	0
ROYALTY EXPENSES	280	280	280	0
LEASE OPERATING EXPENSES	1,573	1,573	1,573	0

TY 2011 Other Income Schedule

Name: TUCKER FOUNDATION**EIN:** 75-6014646

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	33,029	33,029	33,029
OIL & GAS WORKING INTEREST, NET	4,153	4,153	4,153
MISCELLANEOUS	89	0	89
EXCISE TAX REFUND	869	0	869

TY 2011 Other Liabilities Schedule

Name: TUCKER FOUNDATION

EIN: 75-6014646

Description	Beginning of Year - Book Value	End of Year - Book Value
FET FAM P/S	58	58

TY 2011 Other Professional Fees Schedule

Name: TUCKER FOUNDATION**EIN:** 75-6014646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SLAYDEN, DIEHL & CO	4,382	4,382	4,382	0

TY 2011 Taxes Schedule

Name: TUCKER FOUNDATION**EIN:** 75-6014646

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	525	525	525	0
STATE INCOME TAX WITHHELD	1,572	1,572	1,572	0
SEVERENCE TAXES	263	263	263	0