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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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 04-01-2011 , and ending 03-31-2012

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
EDWARD & THEA LAWTON FOUNDATION

A Employer identification number
43-1580512

Number and street (or P O box number if mail is not delivered to street address) 7215 CREVELING DR
Room/suite

B Telephone number (see page 10 of the instructions)
(314) 727-1155

City or town, state, and ZIP code
ST LOUIS, MO 631304124

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 ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,590,090

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))*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	129	129	129	
	4	Dividends and interest from securities.	34,914	34,914	34,914	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	42,112			
	b	Gross sales price for all assets on line 6a 726,442				
	7	Capital gain net income (from Part IV, line 2)		42,112		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	77,155	77,155	35,043	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,000	0	0	0
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	549	0	0	0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,444	0	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,993	0	0	0
	25	Contributions, gifts, grants paid	79,500			79,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	91,493	0	0	79,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-14,338			
	b	**Net investment income** (if negative, enter -0-)		77,155		
	c	**Adjusted net income** (if negative, enter -0-) . . .			35,043	

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	27,955	32,887	32,887
	2	Savings and temporary cash investments	109,416	37,475	37,475
	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	551	520	520
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,141,098	1,193,800	1,519,208
	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 ▶ 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)	1,279,020	1,264,682	1,590,090
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,279,020	1,264,682	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,279,020	1,264,682	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,279,020	1,264,682	

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	1,279,020
2	Enter amount from Part I, line 27a	2	-14,338
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,264,682
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	1,264,682

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			(l) 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	
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	42,112
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	992

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	78,026	1,477,382	0 052814
2009	76,885	1,291,438	0 059534
2008	82,028	1,475,837	0 055581
2007	94,990	1,933,725	0 049123
2006	89,750	1,870,572	0 047980

2	**Total** of line 1, column (d).	2	0 265032
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 053006
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,535,724
5	Multiply line 4 by line 3.	5	81,403
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	772
7	Add lines 5 and 6.	7	82,175
8	Enter qualifying distributions from Part XII, line 4.	8	79,500

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 ▶ ☐ and enter "N/A" on line 1 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 ▶ ☐ and enter 1% of Part I, line 27b		1	1,543
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	1,543
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,543
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 520		
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	520
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,023
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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
	*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		No
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		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MO			
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	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 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 ▶EVELYN GOLDBERG Telephone no ▶(314) 721-2195

Located at ▶7215 CREVELING DRIVE ST LOUIS MO ZIP+4 ▶63130

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

			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		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		No
	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? ☐ 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 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? ☐ 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))? ☐ 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 page 22 of the 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 page 22 of the instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. . . ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . .	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 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
EVELYN GOLDBERG 7215 CREVELING DRIVE ST LOUIS, MO 63130	TRUSTEE 0 00	0	0	0
MARTHA ARONSON 818 S MERAMEC ST LOUIS, MO 63105	TRUSTEE 0 00	0	0	0
MIRIAM WILHELM 7010 WASHINGTON ST LOUIS, MO 63130	TRUSTEE 0 00	0	0	0

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. . . ▶ 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	
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	1,429,589
b	Average of monthly cash balances	1b	129,522
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	1,559,111
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	1,559,111
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	23,387
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,535,724
6	**Minimum investment return.** Enter 5% of line 5	6	76,786

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	76,786
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 1,543		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,543
3	Distributable amount before adjustments Subtract line 2c from line 1	3	75,243
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	75,243
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	75,243

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	79,500
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		
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	79,500
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)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,500

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				75,243
2 Undistributed income, if any, as of the end of 2011				
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. 181				
b From 2007. 1,014				
c From 2008. 9,004				
d From 2009. 12,943				
e From 2010. 4,672				
f **Total** of lines 3a through e.	27,814			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 79,500				
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.				75,243
e Remaining amount distributed out of corpus	4,257			
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	32,071			
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)	181			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	31,890			
10 Analysis of line 9				
a Excess from 2007. . . . 1,014				
b Excess from 2008. . . . 9,004				
c Excess from 2009. . . . 12,943				
d Excess from 2010. . . . 4,672				
e Excess from 2011. . . . 4,257				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV **Supplementary Information (Complete this part only if the 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				79,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	129	
4 Dividends and interest from securities			14	34,914	
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					
8 Gain or (loss) from sales of assets other than inventory			18	42,112	
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)		0		77,155	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 77,155

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2012-08-14 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature MIRIAM G WILHELM	Date	Check if self-employed ☐	PTIN P01263356
Firm's name ▶ WILHELM & WILHELM LLC		Firm's EIN ▶ 43-1870213	
Firm's address ▶ 7777 BONHOMME AVE 2001 ST LOUIS, MO 631051946		Phone no (314) 727-1155	

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

Additional Data

Software ID:	
Software Version:	
EIN:	43-1580512
Name:	EDWARD & THEA LAWTON 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)
700 AMERICAN TOWER	P	2011-08-24	2012-02-17
480 BHP BILLITON	P	2010-08-09	2011-04-06
1020 BEST BUY	P	2010-12-28	2011-04-06
12967 CAP WORLD	P	2010-06-21	2011-04-06
3 CAP WORLD	P	2010-09-20	2011-04-06
4 CAP WORLD	P	2010-12-20	2011-04-06
2 CAP WORLD	P	2011-03-21	2011-04-06
650 GILEAD SCIENCE	P	2010-05-14	2011-04-06
3712 FRONITER COMM	P	2011-04-06	2011-10-12
1130 INERGY	P	2011-06-24	2012-02-17
540 RESEARCH IN MOTION	P	2011-04-06	2011-06-24
400 VH CORPORATION	P	2011-04-06	2011-10-12
490 VISA INC	P	2010-12-28	2011-10-12
430 AIR PRODUCTS	P	2010-05-14	2012-02-17
1100 CVS CAREMARK	P	2009-07-14	2011-08-24
1047 CAP WORLD	P	2007-09-27	2011-04-06
86 CAP WORLD	P	2007-12-17	2011-04-06
3 3 CAP WORLD	P	2008-03-20	2011-04-06
9 8 CAP WORLD	P	2008-06-25	2011-04-06
5 8 CAP WORLD	P	2008-09-24	2011-04-06
10 8 CAP WORLD	P	2008-12-17	2011-04-06
5 2 CAP WORLD	P	2009-03-23	2011-04-06
14 8 CAP WORLD	P	2009-06-22	2011-04-06
3 4 CAP WORLD	P	2009-09-28	2011-04-06
3 8 CAP WORLD	P	2009-12-17	2011-04-06
3 06 CAP WORLD	P	2010-03-22	2011-04-06
450 CATEPILLAR	P	2009-01-29	2011-06-24
650 CIGNA	P	2010-04-05	2011-04-06
420 GENL DYNAMICS	P	2010-05-14	2011-11-29
288 FRONTIER	P	2010-04-05	2011-10-12

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)
850 HEWLETT	P	2010-01-08	2011-06-24
475 MONSANTO	P	2009-07-14	2011-06-24
550 QUALCOMM	P	2010-04-05	2011-11-29
530 TEVA	P	2010-05-14	2011-10-12
750 UNITED TECH	P	2008-12-15	2012-02-17
375 WHOLE FOODS	P	2007-05-10	2012-02-17

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)
47,223		39,924	7,299
47,301		32,849	14,452
29,981		35,155	-5,174
482		403	79
116		103	13
164		155	9
100		95	5
26,879		25,095	1,784
22,054		30,416	-8,362
20,366		36,065	-15,699
15,382		30,360	-14,978
52,065		39,730	12,335
44,350		35,121	9,229
39,006		30,170	8,836
39,706		34,728	4,978
38,939		50,000	-11,061
3,215		3,712	-497
125		133	-8
365		393	-28
217		200	17
401		285	116
193		120	73
552		409	143
127		110	17
144		130	14
114		103	11
44,814		14,593	30,221
28,066		24,571	3,495
26,535		30,280	-3,745
1,711		2,410	-699

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)
22,427		34,482	-12,055
31,149		35,420	-4,271
29,274		23,821	5,453
20,435		30,280	-9,845
62,342		47,114	15,228
30,122		15,395	14,727

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			7,299
			14,452
			-5,174
			79
			13
			9
			5
			1,784
			-8,362
			-15,699
			-14,978
			12,335
			9,229
			8,836
			4,978
			-11,061
			-497
			-8
			-28
			17
			116
			73
			143
			17
			14
			11
			30,221
			3,495
			-3,745
			-699

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) 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	
			-12,055
			-4,271
			5,453
			-9,845
			15,228
			14,727

Form 990PF Part XV Line 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*				
ANNIE MALONE HOUSE5025A WELLS ST LOUIS, MO 63113	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	500
ASTHMA & ALLERGY FOUNDATION1500 S BIG BEND SUITE 1-S ST LOUIS, MO 63117	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
BACKSTOPPERSPO BOX 66927 ST LOUIS, MO 63166	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
CENTRAL INSTITUTE FOR THE DEAF818 S EUCLID ST LOUIS, MO 63110	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	2,000
CENTRAL REFORM CONGREGATION5020 WATERMAN ST LOUIS, MO 63108	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	2,000
CHRISTIAN BROTHERS COLLEGE 1850 DE LA SALLE DR ST LOUIS, MO 63141	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
CROWN CENTER8350 DELCREST DR ST LOUIS, MO 63124	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	2,000
CULTURAL LEADERSHIP225 LINDEN AVENUE ST LOUIS, MO 63105	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
DAUGHTERS OF ST PAUL9804 WATSON ROAD ST LOUIS, MO 63126	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
DEUTSCH NURSERYTEMPLE ISRAEL 1 RABBI RUBIN DR ST LOUIS, MO 63141	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	2,500
GOLDFARB SCHOOL OF NURSING AT BARNES JEWISH COLLEGE306 S KINGSHIGHWAY BLVD ST LOUIS, MO 63110	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	5,000
GOOD SHEPHERD CHILDREN & FAMILY SERVICES1340 PARTRIDGE ST LOUIS, MO 63130	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
HADASSAH745 CRAIG RD SUITE 102 ST LOUIS, MO 63141	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
HOLOCAUST MUSEUMPO BOX 28385 ST LOUIS, MO 631469785	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
JEWISH FAMILY & CHILDREN'S SERVICES10950 SCHUETZ RD ST LOUIS, MO 63146	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
JEWISH FEDERATIONPO BOX 28385 ST LOUIS, MO 63146	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	10,000
JEWISH FOOD PANTRY10950 SCHUETZ RD ST LOUIS, MO 63146	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
LEUKEMIA SOCIETY77 WESTPORT PLAZA ST LOUIS, MO 63146	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
LIFT FOR LIFE1731 SOUTH BROADWAY ST LOUIS, MO 63104	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
LIGHTS OF JEWISH SPECIAL NEEDS10950 SCHUETZ RD ST LOUIS, MO 63146	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,100
LUPUS FOUNDATION5701 COLUMBIA AVE ST LOUIS, MO 63139	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
MANASSAH MINISTRY7370 N HANLEY HAZELWOOD, MO 63042	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	500
MEMORY CARE HOME SOLUTIONS 1526 S BIG BEND ST LOUIS, MO 63117	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
MIRIAM SCHOOL501 BACON AVE ST LOUIS, MO 63119	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	4,050
MOUNT GRACE CONVENT1438 E WARNE AVE ST LOUIS, MO 631250459	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	50
MUNI OPERA200 FOREST PARK ST LOUIS, MO 63112	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	500
NAMI OF MISSOURI3405 W TRUMAN BLVD JEFFERSON CITY, MO 651092501	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	2,000
NATIONAL ALLIANCE OF MUSICAL THEATRE520 EIGHTH AVE SUITE 301 NEW YORK, NY 10018	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,500
OASIS PROGRAM7710 CARONDELET AVE ST LOUIS, MO 63105	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
OPTIONS FOR JUSTICE200 S HANLEY SUITE 207 ST LOUIS, MO 63105	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	500

Form 990PF Part XV Line 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*				
PARAQUAD5340 OAKLAND AVE ST LOUIS, MO 63110	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
READY READERS9378 OLIVE BLVD SUITE 213 ST LOUIS, MO 63132	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
SCHOLARSHIP FOUNDATION8215 CLAYTON RD ST LOUIS, MO 63117	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	15,100
SHERWOOD FOREST CAMP2708 SUTTON BLVD ST LOUIS, MO 63143	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
SPECIAL OLYMPICS METROPOLITAN PLACE 1200 CLARK ST LOUIS, MO 63103	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	500
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL501 ST JUDE PLACE MEMPHIS, TN 381050050	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO PHYSICALLY OR MENTALLY HANDICAPPED PERSONS	1,000
ST LOUIS ART MUSEUM FOUNDATIONPO BOX 78871 ST LOUIS, MO 631789983	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
ST LOUIS SYMPHONY718 N GRAND BLVD ST LOUIS, MO 63103	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
SOLOMON SCHECTER DAY SCHOOL348 S MASON ROAD ST LOUIS, MO 63141	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	100
UNIVERSITY CITY EDUCATION FOUNDATION8136 GROBY ST LOUIS, MO 63130	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
UNIVERSITY CITY PUBLIC LIBRARY 6701 DELMAR ST LOUIS, MO 63130	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
VISITATION ACADEMY3010 N BALLAS ROAD ST LOUIS, MO 63131	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
WASH U LAW SCHOOLONE BROOKINGS ST LOUIS, MO 63130	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	3,000
WASH U - SCHOOL OF OCCUPATIONAL THERAPY444 FOREST PARK CAMPUS BOX 8505 ST LOUIS, MO 63108	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	1,000
WELLNESS COMMUNITY NOW CANTER SUPPORT1058 OLD DES PERES RD ST LOUIS, MO 63131	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	2,000
WOMEN IN CHARGE1340 PATRIDGE ST LOUIS, MO 63130	NONE	501(C)(3)	PROVIDING CARE, SUPPORT, RELIEF AND FINANCIAL ASSISTANCE TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT OR NEEDY PERSONS	1,000
ST LOUIS PUBLIC RADIOPO BOX 843184 KANSAS CITY, MO 641843048	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
CHANNEL NONE3655 OLIVE STREET ST LOUIS, MO 631089984	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	500
ANNA LEE & JOHN E BROWN CHARITABLE FOUNDATIONTEMPLE ISRAEL 1 RABBI RUBIN DR ST LOUIS, MO 63141	NONE	501(C)(3)	PROVIDING EDUCATIONAL ASSISTANCE AND OPPORTUNITIES TO POOR, OR DISTRESSED, OR UNDERPRIVILEGED, OR INDIGENT AND OR NEEDY PERSONS	100
Total . . . . ▶ **3a**				79,500

TY 2011 Accounting Fees Schedule

Name: EDWARD & THEA LAWTON FOUNDATION

EIN: 43-1580512

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WILHELM & WILHELM	5,000	0	0	0

TY 2011 Investments Corporate Stock Schedule

Name: EDWARD & THEA LAWTON FOUNDATION

EIN: 43-1580512

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1000 AFLAC	26,733	45,990
1000 ABBOTT	39,969	61,290
700 ACCENTURE PLC	40,132	45,150
970 AMERICAN ELEC POWER	35,293	37,423
375 APACHE	33,090	37,665
1250 ATT	35,417	39,038
650 BECKTON	42,994	42,708
800 CATERPILLAR	14,593	47,934
470 COLGATE PALMOLIVE	34,874	45,957
840 DANAHER	40,225	47,040
820 EXPRESS SCRIPTS	40,175	49,846
750 EXXON	15,963	65,048
2000 HARTFORD	42,990	42,180
200 IBM	16,657	41,730
730 ILLINOIS TOOL	40,212	41,698
1000 JOHNSON & JOHNSON	45,476	65,960
975 JOHNSON CONTROLS	30,105	31,668
1180 JP MORGAN CHASE	40,185	54,256
680 KINDER MORGAN	5,499	56,270
700 NEXTERA ENERGY	39,938	42,756
750 NORFOLK	39,843	49,373
700 NOVARTIS	39,938	38,787
1000 PROCTER & GAMBLE	64,284	67,210
1000 SCANA	40,206	45,610
525 SCHLUMBERGER	41,246	36,713
575 SIGMA	37,604	42,010
1000 THE SOUTHERN CO	40,156	44,930
1200 VERIZON	35,754	45,876
1800 VODAFONE	42,125	41,505
1150 WALGREEN	32,862	38,513

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2199 WELLS FARGO	93,603	75,074
1000 WHOLE FOODS	25,659	52,000

TY 2011 Other Expenses Schedule

Name: EDWARD & THEA LAWTON FOUNDATION

EIN: 43-1580512

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE & INVESTMENT FEES	473	0	0	0
PASSIVE LOSS	5,971	0	0	0

TY 2011 Taxes Schedule

Name: EDWARD & THEA LAWTON FOUNDATION

EIN: 43-1580512

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE	515	0	0	0
FOREIGN TAX	34	0	0	0