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

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

2011

For calendar year 2011 or tax year beginning

JUN 1, 2011

, and ending

MAY 31, 2012

Name of foundation

SCOLAR FOUNDATION

A Employer identification number

36-3323189

Number and street (or P O box number if mail is not delivered to street address)

2027 DODGE STREET

Room/suite

B Telephone number

402-342-3500

City or town, state, and ZIP code

OMAHA, NE 68102

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐Foreign organizations meeting the 85% test,
2. check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated
under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$

385.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(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	586,845.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	586,845.	0		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	0.	0.		0.
	25 Contributions, gifts, grants paid	590,670.			590,670.
	26 Total expenses and disbursements. Add lines 24 and 25	590,670.	0.		590,670.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-3,825.			
	b Net investment income (if negative, enter -0-)		0.		
	c Adjusted net income (if negative, enter -0-)			N/A	

123501
12-02-11

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1 Cash - non-interest-bearing	4,210.	385.	385.	
	2 Savings and temporary cash investments				
	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				
	7 Other notes and loans receivable ▶				
	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				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	4,210.	385.	385.	
	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					
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	4,210.	385.		
	30 Total net assets or fund balances	4,210.	385.		
	31 Total liabilities and net assets/fund balances	4,210.	385.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,210.
2 Enter amount from Part I, line 27a	2	-3,825.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	385.
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	385.

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				
b NONE				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
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). If (loss), enter -0- in Part I, line 8		3	

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 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	625,555.	30,349.	20.612047
2009	446,263.	21,963.	20.318854
2008	401,852.	15,512.	25.905879
2007	402,238.	10,764.	37.368822
2006	324,636.	8,465.	38.350384

2 Total of line 1, column (d)	2	142.555986
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	28.511197
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	36,800.
5 Multiply line 4 by line 3	5	1,049,212.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	1,049,212.
8 Enter qualifying distributions from Part XII, line 4 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.	8	590,670.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ 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	0.
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	0.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
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		0.
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		0.
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NE</u>		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	

Website address **N/A**

14 The books are in care of **KIMBERLY J DANIELS** Telephone no. **402-342-3500**
 Located at **2027 DODGE STREET, OMAHA, NE** ZIP+4 **68102-1240**

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** **N/A**

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?
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

16	Yes	No
		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(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
MARSHALL E FAITH 2027 DODGE STREET OMAHA, NE 68102	TRUSTEE 1.00	0.	0.	0.
DAVID M FAITH 2027 DODGE STREET OMAHA, NE 68102	TRUSTEE 1.00	0.	0.	0.
ROGER L BARBER 2027 DODGE STREET OMAHA, NE 68102	TRUSTEE 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	37,360.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	37,360.
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	37,360.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	560.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,800.
6	Minimum investment return. Enter 5% of line 5	6	1,840.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,840.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,840.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,840.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,840.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	590,670.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	590,670.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	590,670.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,840.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	324,213.			
b From 2007	401,700.			
c From 2008	401,076.			
d From 2009	445,165.			
e From 2010	624,038.			
f Total of lines 3a through e	2,196,192.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 590,670.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,840.
e Remaining amount distributed out of corpus	588,830.			
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:	2,785,022.			
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 instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	324,213.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,460,809.			
10 Analysis of line 9:				
a Excess from 2007	401,700.			
b Excess from 2008	401,076.			
c Excess from 2009	445,165.			
d Excess from 2010	624,038.			
e Excess from 2011	588,830.			

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

N/A

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

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

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 ATTACHED				590,670.
Total			▶ 3a	590,670.
b Approved for future payment				
None				
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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities						
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						
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 .		0 .		0 .
13 Total. Add line 12, columns (b), (d), and (e)						0 .

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

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

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	 Signature of officer or trustee	11/12/13 Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	KIMBERLY S SUCHA	<i>Kimberly Sucha</i>	10/11/2012		P01539732
	Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
	Firm's address ▶ Two Central Park Plz, Ste 1501 Omaha, NE 68102-1626			Phone no. 402-348-1450	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

SCOULAR FOUNDATION

36-3323189

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

SCOULAR FOUNDATION**36-3323189****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE SCOULAR COMPANY 2027 DODGE STREET OMAHA, NE 68102	\$ 586,845.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

The Scoular Foundation
Federal ID # 36-3323189
Form 990-PF (2011)
Return of Private Foundation
June 1, 2011 to May 31, 2012

Part I Analysis of Revenue and Expenses

1. Contributions, gifts, grants, etc., received

Donor	Date of Gift	Form of Gift	Amount
The Scoular Company	06/09/2011	Cash	\$ 5,000.00
The Scoular Company	07/11/2011	Cash	\$ 23,500.00
The Scoular Company	07/21/2011	Cash	\$ 16,312.80
The Scoular Company	08/03/2011	Cash	\$ 13,000.00
The Scoular Company	08/10/2011	Cash	\$ 11,250.00
The Scoular Company	08/25/2011	Cash	\$ 10,300.00
The Scoular Company	09/23/2011	Cash	\$ 25,735.00
The Scoular Company	10/11/2011	Cash	\$ 31,237.50
The Scoular Company	10/19/2011	Cash	\$ 22,050.00
The Scoular Company	11/03/2011	Cash	\$ 20,000.00
The Scoular Company	11/10/2011	Cash	\$ 13,660.00
The Scoular Company	12/01/2011	Cash	\$ 14,000.00
The Scoular Company	12/29/2011	Cash	\$ 68,050.62
The Scoular Company	01/24/2012	Cash	\$ 17,500.00
The Scoular Company	01/24/2012	Cash	\$ 3,175.00
The Scoular Company	02/09/2012	Cash	\$ 18,350.00
The Scoular Company	02/22/2012	Cash	\$ 14,350.00
The Scoular Company	03/08/2012	Cash	\$ 20,950.00
The Scoular Company	03/23/2012	Cash	\$ 35,271.54
The Scoular Company	04/04/2012	Cash	\$ 12,575.00
The Scoular Company	04/25/2012	Cash	\$ 35,450.00
The Scoular Company	05/02/2012	Cash	\$ 73,540.00
The Scoular Company	05/08/2012	Cash	\$ 15,825.00
The Scoular Company	05/16/2012	Cash	\$ 38,500.00
The Scoular Company	05/25/2012	Cash	\$ 27,263.00

Total \$ 586,845.46

The Scouler Foundation
Federal ID # 36-3323189
Form 990-PF (2011)
Return of Private Foundation
May 31, 2012

Part XV Supplementary Information

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				
Abriendo Caminos MN 10365 Waterfront Drive Woodbury, MN 55129		PC - Public Charity	Provides a safe environment for education in needy schools in rural Argentina, through new or improved school facilities, health services and nutrition	\$4,000 00
Admission Possible National 450 North Syndicate Street Saint Paul, MN 55104		PC - Public Charity	Level the playing field for talented and bright HS students that are under- privileged and do not have access to areas of life that ordinary, middle to upper class individuals have	\$500 00
All Saints Catholic School 1206 Logan Street Holdrege, NE 68949		PC - Public Charity	Sponsorship for charity golf tournament	\$250 00
Alzheimer's Association, Heart of America Chapter 3846 West 75th Street Prarie Village, KS 66208		PC - Public Charity	Supports research for the prevention, cure, and treatment of AD and related disorders	\$3,000 00
Alzheimer's Association, Midlands Chapter 1941 South 42nd Street, Suite 205 Omaha, NE 68105		PC - Public Charity	Supports research for the prevention, cure, and treatment of AD and related disorders	\$3,000 00
Knights of Ak-Sar-Ben Foundation 8707 West Center Road, Suite 101 Omaha, NE 68124		PC - Public Charity	Ak-Sar-Ben 4-H Stock show-Purple Ribbon Auction	\$10,000 00
American Cancer Society 302 Cherry Street, Suite 404 Helena, AR 72342		PC - Public Charity	Cancer research & treatment	\$1,928 56
American Cancer Society - Daffodil Days 1100 Pennsylvania Avenue Kansas City, MO 64105		PC - Public Charity	Daffodil Days is a way for the American Cancer Society to raise money for programs & services that help people fight cancer	\$500 00
American Cancer Society - Relay for Life 9850 Nicholas Street, Suite 200 Omaha, NE 68114-2186		PC - Public Charity	Cancer research & treatment	\$6,850 00
American Diabetes Association PO Box 11454 Alexandria, VA 22312		PC - Public Charity	Diabetes research	\$1,928 64
American Heart Association 208 S LaSalle Street, Suite 1500 Chicago, IL 60604-1242		PC - Public Charity	Building healthier lives, free of cardiovascular diseases & stroke	\$775 00
American Heart Association 10100 J Street, Suite A Omaha, NE 68127		PC - Public Charity	Building healthier lives, free of cardiovascular diseases & stroke	\$2,000 00
American Heart Association GO RED FOR WOMEN 8800 West 93rd Street Shawnee Mission KS 66212		PC - Public Charity	Supports continuous education and outreach efforts are made to advocate for women's heart health/donation for The Heart Walk of Kansas City	\$3,850 00
American Heart Association National Center 7272 Greenville Avenue Dallas, TX 75231		PC - Public Charity	Research & treatment for a cure of cardiovascular diseases and strokes	\$1,928 56
American Legion Post 508 P O Box 253 Gnswood, IA 51535		PC - Public Charity	Focuses on service to veterans, service members and communities	\$500 00
American Lung Association 8990 West Dodge Road, Suite 226 Omaha, NE 68102		PC - Public Charity	Research & treatment for lung disease	\$575 00
American Parkinson's Disease Association 501 North 87th Street, Suite 207 Omaha, NE 68114		PC - Public Charity	Subsidize the ballroom rental fee for the American Parkinson's Disease Association event on October 12, 2012	\$1,550 00
American Red Cross 2912 South 80th Avenue Omaha, NE 68124		PC - Public Charity	Disaster relief for March tornadoes	\$9,000 00
American Red Cross - Greater Ozarks Chapter 1545 N West ByPass Springfield, MO 65803		PC - Public Charity	Help victims affected by tornado disaster in the Greater Ozarks area of Missoun	\$6,500 00
American Red Cross Heartland Chapter 2912 South 80th Avenue Omaha, NE 68124		PC - Public Charity	Provide relief to victims of disasters and help people prevent, prepare for and respond to emergencies	\$2,500 00

The Scouler Foundation
Federal ID # 36-3323189
Form 990-PF (2011)
Return of Private Foundation
May 31, 2012

Part XV Supplementary Information

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				
American Red Cross - River Valley Chapter 510 E Chestnut, PO Box 1674 Louisville, KY 40201		PC - Public Charity	Help victims affected by tornado disaster in the Louisville, KY Chapter serves central KY, southern IN and southeastern IL	\$6,500.00
Ancient Free & Accepted Masons of Iowa Cass Lodge 412 603 Scott Street Gnswold, IA 51535		PC - Public Charity	Supports public education, constitutional government, and equality This Lodge serves the Gnswold community	\$500.00
Aqua-Africa 7914 West Dodge Road Omaha, NE 68114		PC - Public Charity	Organization committed to the development of rural communities in developing nations Using access to clean water as a foundation, Aqua-Africa provides MicroDemocracy and resource management training intended to transform communities	\$10,000.00
Auburn Fire & Rescue Squad 324 W Jefferson Street Auburn, IL 62615		PC - Public Charity	Funds to help purchase new fire and rescue equipment	\$400.00
Avoca Betterment Association 201 N Elm Street Avoca, IA 51521		PC - Public Charity	Donation on behalf of the Avoca Fire Department	\$500.00
beHeadStrong.org PO Box 25525 Overland Park, KS 66225		PC - Public Charity	Brain cancer research & support	\$1,000.00
Bellevue University South Omaha Outreach 1000 Galvin Road South Bellevue, NE 68005-3098		PC - Public Charity	Support education in the Latin American community	\$10,000.00
Big Brothers/Big Sisters of Butte/Silverbow 107 East Granite Butte, MT 59701		PC - Public Charity	Provides children facing adversity much needed support with one on one mentoring and nurturing relationships	\$300.00
Big Brothers/Big Sisters of Salina 353 E Avenue A Salina, KS 67401		PC - Public Charity	Provides special friendships to boys and girls	\$500.00
Boy Scout Troop 444 6801 NW 72nd Street Kansas City, MO 64152		PC - Public Charity	Mission is to prepare young people to make ethical and moral choices over their lifetimes by instilling in them the values of the Scout Oath and Law	\$200.00
Boy Scouts of America Longs Peak Council Friends of Scouting Troop 46 2215 23rd Avenue PO Box 1166 Greeley, CO 80632-1166		PC - Public Charity	Supports camps and all aspects of Council activities	\$250.00
Boy Scouts of America - Overland Trails Council PO Box 815 North Platte, NE 69103-0615		PC - Public Charity	Provides scholarships, youth programs, volunteers and food pantry supplies	\$200.00
Boy Scout Troop 99 130 State Street Sterling, CO 80751		PC - Public Charity	Provide funds for summer Boy Scout camp	\$250.00
Boys and Girls Club of the Midlands 2610 Hamilton Street Omaha, NE 68131		PC - Public Charity	Support of club provides diverse activities for youth	\$1,700.00
Breast Cancer Research Foundation 60 E 56th Street, Eighth Floor New York, New York 10022		PC - Public Charity	Research genes responsible for inherited disposition to breast & ovarian cancers	\$175.00
Butte Food Bank 1019 East 2nd Street Butte, MT 59701		PC - Public Charity	Provides food for those in need	\$325.00
Butte High School Art Club 401 S Wyoming Butte, MT 59701		PC - Public Charity	Provides funds for students to make Art Trek to Seattle, WA and give them a feel for the potential of a career in the artistic field	\$250.00
CareNet Pregnancy Centers PO Box 50342 Amenillo TX 79159-0342		PC - Public Charity	Promoting pre-natal abstinence by equipping parents & teens to live lives of purpose, ministering to women in unplanned pregnancies and providing life support to women & families through education and resources	\$1,000.00
Catholic Charities Foundation 3300 North 60th Street Omaha, NE 68104		PC - Public Charity	Support Catholic Charities	\$5,000.00

The Scouler Foundation
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Part XV Supplementary Information

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				
Child Abuse Prevention Association 503 East 23rd Street Independence, MO 64055		PC - Public Charity	Prevent and treat all forms of child abuse by creating changes in individuals, families and society that strengthen relationships and promote healing	\$1,000 00
Child Saving Institute 4545 Dodge Street Omaha, NE 68132		PC - Public Charity	Provides a safe haven and healing for thousands of innocent victims of family crisis, neglect and abuse	\$2,500 00
Children's Hospital & Medical Foundation 8200 Dodge Street Omaha, NE 68114		PC - Public Charity	Donation for annual gala/Hand in Hand palliative care program/UNL Dance Marathon	\$7,200 00
Children's Mercy Hospital Development Department 2401 Gilham Road Kansas City, MO 64108		PC - Public Charity	Comprehensive pediatric medical center which is the only free-standing children's hospital between St. Louis and Denver	\$5,000 00
Children's Scholarship Fund of Omaha 3212 North 60th Street Omaha, NE 68104-0130		PC - Public Charity	Scholarship to Students over a 5 year period	\$5,000 00
Children's TLC Easter Seals 3101 Main Street Kansas City, MO 64111		PC - Public Charity	Support educational & therapeutic services to children with disabilities	\$1,200 00
Christian Business Men's Committee 1065 North 115th Street, Suite 100 Omaha, NE 68154		PC - Public Charity	Funds to purchase a corporate table at the Leadership Prayer Breakfast	\$500 00
Christian Business Women's Fellowship 1065 North 115th Street, Suite 210 Omaha, NE 68154		PC - Public Charity	Funds to cover cost for the Ballroom for Christian Women's Business Fellowship Luncheons	\$3,000 00
College World Series PO Box 3408 Omaha, NE 68103-9978		PC - Public Charity	Gift tickets to event to charitable organizations	\$800 00
Compass Ministries 1723 North 33rd Street Omaha, NE 68111		PC - Public Charity	Provide a safe place where at-risk kids will be loved, heard and cared for	\$500 00
Completely Kids 2568 St. Mary's Avenue Omaha, NE 68105		PC - Public Charity	Organization previously Campfire Omaha/USA. Affiliation ended with the national organization and all funds are spent locally providing food and programs for children	\$2,500 00
COR Foodbank The United Methodist Church of the Resurrection 13720 Roe Avenue Leawood, KS 66224		PC - Public Charity	Provide food to those in need	\$12,680 00
Council on Sexual Assault & Domestic Violence 1701 Grandview Blvd Sioux City, IA 51105		PC - Public Charity	Provides support, advocacy and a safe environment to empower adults and children who have experienced domestic violence or sexual assault and homicide	\$250 00
Creighton University Athletic Department 2500 California Plaza Omaha, NE 68178		PC - Public Charity	Support Creighton University	\$2,500 00
Cystic Fibrosis Foundation 11917 Pierce Street Omaha, NE 68144		PC - Public Charity	Support Cystic Fibrosis	\$500 00
Cystic Fibrosis Foundation Heart of America Chapter 6950 Squibb Road, Suite 310 Mission, KS 66202		PC - Public Charity	Donation for The Great Strides Walk supporting C & K Crusaders	\$750 00
Danish Mill Corporation PO Box 245 Elk Horn, IA 51531		PC - Public Charity	Provide funding for running and maintaining the historic Danish Windmill	\$750 00
Dickinson County 4-H Foundation 712 South Buckeye Avenue Arlene, KS 67410		PC - Public Charity	Provide camp scholarships, travel grants for National 4-H Congress attendees, 4-H Achievement Banquet and additional financial support for 4-H youth programs	\$1,500 00
Durham Booth Manor 823 North 38th Street Omaha, NE 68131		PC - Public Charity	Part of The Salvation Army. Established to provide housing for low income elderly individuals. Funds to help with their 15th anniversary party for the residents and their families	\$1,000 00

The Scoular Foundation
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Part XV Supplementary Information

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

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a Paid during the year				
East Pottawattamie County 4-H 321 Oakland Avenue P O Box 187 Oakland, IA 51560		PC - Public Charity	4-H empowers youth to reach their full potential working and learning in partnership with caring adults	\$250 00
Easter Lutheran Church 4200 Pilot Knob Road Eagan, MN 55122-1822		PC - Public Charity	Matching donations for the Haiti Disaster Relief Funds/Funds help send youths who cannot afford the cost to go on the Mission trips	\$2,000 00
Elkhorn Baseball Association Box 544 Elkhorn, NE 68022		PC - Public Charity	Provide opportunities to help players meet their objectives, learn the value of team interaction, social skills, and to help bring uniforms, equipment, officiating, field maintenance and league initiatives to players ages 4-14	\$500 00
Emerging Terrain 5912 Maple Street Omaha, NE 68104		PC - Public Charity	Educational non-profit research and design collaborative operating with a mission to creatively engage the public about factors shaping the built environment	\$7,000 00
Faith Missions International PO Box 547 Boystown, NE 68010		PC - Public Charity	Orphanage in Haiti	\$50,000 00
Families of Spinal Muscular Atrophy 925 Busse Road Elk Grove Village, IL 60007		PC - Public Charity	Memorial in remembrance of Wyatt Arnold, son of Chns Arnold & Paula Lavigne	\$2,000 00
First Baptist Church & Society of Emerson Mills County 705 Bradford Street Emerson, IA 51533		PC - Public Charity	Supports the community and residents in their spiritual needs	\$1,250 00
Food Bank of Iowa 2220 East 17th Street Des Moines, IA 50316		PC - Public Charity	Non-profit charitable organization to alleviate hunger and reduce food waste	\$2,000 00
Fremont Area United Way 805 N Broad Street Fremont, NE 68025		PC - Public Charity	Provides multiple community services including working to advance the common good by focusing on education, income and health	\$4,000 00
Frozen Ropes Tigers Baseball Association PO Box 540937 Omaha, NE 68154		PC - Public Charity	Elite youth baseball organization for youths ages 8-14 Funds help cover cost of tuition, equipment, uniforms and traveling expenses	\$300 00
Genesis Food Bank 324 E 15th Street Goodland, KS 67735		PC - Public Charity	Serves needy families by collecting and purchasing non-perishable food items for the pantry and assist with emergency food assistance program	\$1,625 00
Grace Food Pantry PO Box 2584 West Helena, AR 72390		PC - Public Charity	Provide food assistance to seven area churches to help eliminate hunger in the community	\$1,928 58
Grace High School 704 S Main Street Grace, ID 83241		PC - Public Charity	Raise awareness of funds needed for cancer research through the visibility of the local football team	\$1,000 00
Grant Volunteer Fire & Rescue Department 106 J Avenue Grant, IA 50847		PC - Public Charity	Donation for Grant's Fire Department grain rescue tube	\$250 00
Greater Omaha Chamber Foundation Omaha Chamber of Commerce 1301 Harney Street Omaha, NE 68102		PC - Public Charity	Greater Omaha Economic Development Partnership Three (3) year commitment - \$5000 per year	\$5,000 00
Heartland Habitat for Humanity 1401 Fairfax Traffic Way, Ste 323D Kansas City, KS 68115		PC - Public Charity	Eliminate poverty housing while creating homeownership opportunities and guidance to struggling families	\$5,000 00
Habitat for Humanity of Omaha, Inc 2204 Ames Avenue Omaha, NE 68111-0104		PC - Public Charity	Sponsor Raise the Roof, to raise money to build homes for those in need	\$23,000 00
Hancock Alumni Association 120 N Elm Street Avoca, IA 51521		PC - Public Charity	Association grants scholarships to residents and businesses in Hancock Funds designated to the Hancock Fire Department	\$2,750 00

The Scouler Foundation
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Form 990-PF (2011)
Return of Private Foundation
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Part XV Supplementary Information

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
As Paid during the year				
Head for the Cure Foundation 250 Richards Road Kansas City, MO 64116		PC - Public Charity	Research the cause and cure for brain cancer	\$1,500 00
Heartland Family Service 2101 South 42nd Street Omaha, NE 68105-2909		PC - Public Charity	Provide support for families Safe haven Golf Tournament Donation	\$13,250 00
Helping Hand 109 E Clinton Avenue Indianola, IA 50125		PC - Public Charity	Food bank that helps individuals in need	\$188 00
Hershey Rural Fire District 22114 West Correction Line Road Hershey, NE 68143		PC - Public Charity	Funds to help purchase confined & rope rescue equipment in order to form a confined space/rope rescue team	\$5,350 00
Hope Center for Kids 2200 North 20th Street Omaha, NE 68120		PC - Public Charity	Provide Urban youth opportunities to grow spiritually, physically, emotionally, socially and intellectually/Sponsorship for a corporate table at the 5th annual Expressions of Hope Gala	\$30,000 00
Idaho State University College of Pharmacy 970 South 5th Avenue, Stop 8288 Pocatello, ID 83209-8288		PC - Public Charity	Make-A-Wish Foundation/sponsors fundraising dinner, raffle and auction	\$375 00
Isle of Wight-Smithfield-Windsor Cnme Line 8 East Windsor Blvd Windsor, VA 23487		PC - Public Charity	Funds to help with the toys for totts program as well as their youth auxillary program	\$875 00
Immanuel Lutheran Church 2725 North 60th Street Omaha, NE 68104		PC - Public Charity	In Memory of Elaine B Walker, Rich Deaver's mother-in-law	\$100 00
International Myeloma Foundation 12650 Riverside Drive, Suite 206 North Hollywood, CA 91607		PC - Public Charity	Funds that, research, helps patients pay for treatment of multiple myeloma and is working to find a cure	\$500 00
Iowa 4-H Foundation 3630 Extension Youth 4-H Building Ames, IA 50011		PC - Public Charity	Provides financial resources for youth development through 4-H	\$500 00
Johnson County Christmas Bureau PO box 14786 Shawnee Mission, KS 66285-4786		PC - Public Charity	Volunteer organization that provides holiday assistance to qualified, low income johnson residents	\$2,500 00
Jolley United Methodist Church 333 Brower Street Rockwell City, IA 50579		PC - Public Charity	In Memory of Glenn C Babbitt, Steve Dunn's step-father	\$100 00
Juvenile Diabetes Research Foundation 9202 West Dodge Road, Suite 304 Omaha, NE 68114		PC - Public Charity	Charitable funder and advocate of Type 1 Diabetes	\$2,500 00
Kansas FFA Foundation Inc 110 Umberger Hall Kansas State University Manhattan, KS 66506		PC - Public Charity	Support of the Kansas District Officer Conference, Agncultural Sales Career Development Event 2011	\$5,000 00
Kick for a Cure P O Box 241603 Omaha, NE 68124		PC - Public Charity	Support cancer research	\$3,000 00
Laurel Cmc Association Inc c/o Florida Orthopaedic Society - Laurel Park 17503 Mallard Court Lutz, FL 33559		PC - Public Charity	Provide funding to build a playground and service center in the local community	\$875 00
LeBonheur Children's Hospital LeBonheur Foundation P O Box 41817 Memphis, TN 38174-1817		SOUNK - A supporting organization, unspecified type	Non-profit comprehensive regional medical center	\$1,928 56
Leukemia & Lymphoma Society 6811 Shawnee Mission Parkway, Suite 202 Shawnee Mission, KS 66202		PC - Public Charity	Research & education for blood diseases	\$1,000 00
Lewis Library Building Fund 416 W Main Street, PO Box 66 Lewis, IA 51544		PC - Public Charity	Center for learning enhancement	\$500 00
LiveStrong Foundation LiveStrong National Mail Processing Center P O Box 6003 Albert Lea, MN 56007-6603		PC - Public Charity	The LAF empowers the cancer community to address the unmet needs of cancer survivors	\$1,000 00

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Loarns Food Pantry c/o Helen Hartman PO Box 491 Loarns, IL 62661		PC - Public Charity	Help feed the hungry in the Waverly & loarns areas	\$350 00
Lync of Life PO Box 4142 Overland Park, KS 66204		PC - Public Charity	Organ donation awareness, support for families of organ donation patients	\$750 00
March of Dimes 111 West Jackson Blvd., Suite 2200 Chicago, IL 60604		PC - Public Charity	Mission is to help mom have full-term pregnancies and research the problems that threaten the health of babies	\$775 00
March of Dimes, Greater Kansas Chapter 4400 College Blvd., Suite 180 Overland Park, KS 66211		PC - Public Charity	Supports programs in the community that help moms have healthy, full-term pregnancies	\$500 00
Meals on Wheels, Community Emergency Services 1900 11th Avenue S Minneapolis, MN 55404		PC - Public Charity	Provide nutritional meals to those who fall in the governmental support programs	\$3,300 00
Meyer Foundation for Disabilities 444 South 44th Street Omaha, NE 68131		PC - Public Charity	Helps people with developmental disabilities by supporting programs at the Nebraska Medical Center's Munroe-Meyer Institute in Omaha. Many of these programs are not available	\$137 50
Minneapolis Multiple Sclerosis Society Minnesota Chapter 200 12th Avenue South Minneapolis, MN 55415		PC - Public Charity	Research, advocacy, education, assistance for MS	\$600 00
Model Cities, Inc. 839 University Avenue St. Paul, MN 55104		PC - Public Charity	Aids families transitioning back to independence	\$10,825 00
Mother of Sorrows Catholic Church PO Box 536 739 Garfield Avenue Grant, NE 69140		PC - Public Charity	Provide financial support to the church	\$250 00
Muscular Dystrophy Association 4654 S 132nd Omaha, NE 68137		PC - Public Charity	Aids those with MD	\$750 00
National Kidney Foundation 1970 Oakcrest Avenue, Suite 208 St. Paul, MN 55113		PC - Public Charity	Enhance lives of people with, at risk or affected by kidney disease. This request is to support the annual "Kidney Walk"	\$750 00
National MS Society - Walk MS 2012 Greater Illinois Chapter 525 West Monroe Street, Suite 900 Chicago, IL 60661		PC - Public Charity	Contribution for Chicago MS Walk 2012	\$1,600 00
National Multiple Sclerosis Society - KC Walk 2012 7611 State Line Road, Suite 100 Kansas City, MO 64114		PC - Public Charity	Contribution for KC MS Walk 2012	\$2,740 00
National Multiple Sclerosis Society 728 South 72nd Street Omaha, NE 68114		PC - Public Charity	Research, advocacy, education, assistance for MS	\$1,000 00
National Ovarian Cancer Coalition - Illinois Chapter 222 S Morgan Street, Suite 3E Chicago, IL 60607		PC - Public Charity	Raise awareness and promote education about ovarian cancer	\$1,800 00
Nebraska FFA Foundation-West Central Chapter P O Box 94942 Lincoln, NE 68509		SOUNK - A supporting organization, unspecified type	Funds for the "I Believe in the Future of Ag Campaign"	\$300 00
Nebraska LEAD Program 318 Biochem Lincoln, NE 68583-0763		PC - Public Charity	Prepare young leaders in the field of Agriculture	\$5,200 00
The Nebraska Medical Center 987400 Nebraska Medical Center Omaha, NE 68198-7400		PC - Public Charity	Medical center known for excellence, innovation and quality patient care	\$5,000 00
Northwestern Rescue Squad PO Box 113 Palmyra, IL 62674		PC - Public Charity	Funds to purchase new rescue equipment	\$400 00

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Omaha Community Foundation The Violence Reduction Fund 302 South 36th Street, Suite 100 Omaha, NE 68131		PC - Public Charity	Fund has been established to encourage private financial support to help address the problems associated with increased gang activity and violent crime in our state	\$15,000 00
Omaha Food Bank (Food Bank for the Heartland) 10525 J Street Omaha, NE 68127		PC - Public Charity	Collect & distribute food to those in need	\$10,535 00
Outlook Nebraska, Inc 4125 S 72nd Street Omaha, NE 68127		PC - Public Charity	Non-profit organization to provide employment and promote capabilities of the blind and visually impaired	\$5,000 00
Pancreas (Pancreatic Cancer Action Network) 2141 Rosecrans Ave., Ste 7000 El Segundo, CA 90245		PC - Public Charity	Pancreatic Cancer Research	\$750 00
Parkinson Foundation of the Heartland 8900 State Line Road, Suite 320 Leawood, KS 66206		PC - Public Charity	Funds to help educate, service and research Parkinson's Disease	\$5,125 00
Parkview Heights PTO 7609 S 89th Street La Vista, NE 68128-2880		PC - Public Charity	Funds to assist with purchase of new playground equipment	\$1,000 00
People Serving People 614 S 3rd Street Minneapolis, MN 55415		PC - Public Charity	Provide and serve homeless children and their families and provide new opportunities for healthy, stable family life	\$4,525 00
Perkins County FFA 740 Sherman Avenue, P O Box 829 Grant, NE 68140		PC - Public Charity	Develop young farmers to come back to the home towns & continue family operations or start their own	\$1,200 00
Phelps County Community Foundation 504 4th Avenue Holdrege, NE 68949		PC - Public Charity	Non-profit organization that encourages and provides donations in a responsible manner for Phelps County/funds for Venango Fire Department	\$1,100 00
Pony Express - Pottawattamie County PO Box 4176 Des Moines, IA 50333		PC - Public Charity	Non-profit organization used to benefit Camp Sunnyside in Des Moines, IA. Funds raised for adults and children with disabilities	\$1,500 00
Project Harmony/Project Harmony Service League 11949 Q Street Omaha, NE 68137		PC - Public Charity	Provide protection and support children, collaborate with professionals and engage the community to end child abuse and neglect	\$4,500 00
Project Interfaith P O Box 6037 Omaha, NE 68132		PC - Public Charity	Creates a community where people of all faiths and beliefs are valued, included, and protected	\$10,000 00
Riverside Wrestling Club 413 Chautauqua Avenue Oakland, IA 51560		PC - Public Charity	Provide the children of the community a quality instructional athletic program that promotes teamwork, build self-esteem and increase skill knowledge in a safe non-threatening environment	\$500 00
Ronald McDonald House of KC 2502 Cherry Street Kansas City, MO 64108		PC - Public Charity	Houses families with Children undergoing medical treatment.	\$5,000 00
RFKC Omaha c/o Brookside Church 11607 M Circle Omaha, NE 68137		PC - Public Charity	Provide exciting and meaningful camp experience for abused and neglected children who live in the Omaha area	\$1,000 00
The Salina Community Theatre, Inc 303 E Iron Ave Salina, KS 67401		PC - Public Charity	Non-profit educational organization for Salina and surrounding region	\$18,750 00
The Salvation Army 3612 Cumming Street Omaha, NE 68131		PC - Public Charity	Provide food, shelter, transitional housing, disaster relief, emergency services, educational programs for kids, gifts during the holidays (Tree of Lights campaign)	\$30,000 00
CUES / Sacred Heart School 2218 Bunney Omaha, NE 68110		PC - Public Charity	Catholic inner city school (The Gathering fundraiser dinner)	\$12,000 00
Safe Kids Sarpy/Cass County Sarpy/Cass Department of Health and Wellness 701 Olson Drive, Ste 101 Papillion, NE 68046		PC - Public Charity	Non-profit organization dedicated solely to preventing unintentional injury in children under the age 14	\$500 00

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SAR Unit, Inc 813 Highway 1 Murray, NE 68409		PC - Public Charity	K9 Search and Rescue Unit	\$1,000 00
Scott-Modesto Fire Protection 35210 Tngger Road Modesto, IL 62667		PC - Public Charity	Funds will be used to help purchase new equipment	\$400 00
Sewing for Babies 1725 S. 60th Street Omaha, NE 68106		PC - Public Charity	Sew blankets, bibs, layettes for local hospitals and community group	\$1,400 00
Shawnee Mission Education Foundation 7235 Antioch Shawnee Mission, KS 66204		PC - Public Charity	School education fund - School Physical Education Fund	\$1,000 00
Shriners Childrens Hospitals/International Headquarters P O Box 31356 Tampa, FL 33631-3356		PC - Public Charity	International health care system dedicated to improving the lives of children by providing specialty pediatric care, innovative research and outstanding teaching programs	\$250 00
Siena / Francis House 1702 Nicholas Street PO Box 217 Downtown Station Omaha, NE 68101		PC - Public Charity	Help homeless population to independent living	\$7,000 00
Silverliner's International 6037 Young Plaza Omaha, NE 68152		PC - Public Charity	North Pole Christmas Party for Special needs children	\$500 00
Smoky Hill River Festival 211 West Iron Salina, KS 67402		SOUNK - A supporting organization, unspecified type	Heighten community awareness of and appreciation for the arts	\$1,000 00
Soles4Souls 319 Maringale Drive Nashville, TN 37138		PC - Public Charity	Provides shoes to millions of people locally and world-wide Employee donate gently used children and adult shoes	\$1,500 00
South Panola Food Pantry PO Box 1372 Batesville, MS 38606		PC - Public Charity	help to feed the hungry in Panola County, MS	\$1,928 56
Special Olympics Iowa, Southwest Area 551 SE Dovetail Road, Box 620 Grimes, IA 50111		PC - Public Charity	Non-profit organization that serves athletes with intellectual disabilities in all 99 counties of the state	\$250 00
St. Jude Children's Research Hospital 282 Danny Thomas Drive Memphis, TN 38105		PC - Public Charity	Research & support for childhood catastrophic diseases	\$1,928 56
Supporting Kids Foundation 21617 West 98th Terrace Lenexa, KS 66220		PC - Public Charity	Helps families with children battling cancer	\$1,000 00
Susan G. Komen Breast Cancer Foundation 1111 Main, Suite 450 Kansas City, KS 64105		PC - Public Charity	Research & support for those with breast cancer	\$4,000 00
Susan G. Komen For The Cure 5005 LBJ Parkway, Suite 250 Dallas, TX 75244		PC - Public Charity	Zumba-aerobic exercise marathon event held in the Scoular ballroom to raise money for breast cancer research	\$350 00
Synergy Services, Inc 400 E. 6th Street Parkville, MO 64152		PC - Public Charity	Transitional living and education for teens	\$5,500 00
Table Grace Ministries 1611 1/2 Farnam Street Omaha, NE 68102-2113		PC - Public Charity	Opening Table Grace Café in downtown Omaha Mission is to foster a healthy community by offering great food prepared and served in a graceful manner to anyone who walks through the door	\$1,000 00
The Dougy Center PO Box 86852 Portland, OR 97286		PC - Public Charity	In memory of Steve Barnes, family friend of Dale Lauderback	\$500 00
The Michael J. Fox Foundation for Parkinson's Research Attn: Tribute Gifts Church Street Station P.O. Box 780 New York, New York 10008-0780		PC - Public Charity	In memory and honor of Richard A. McMurtry, Keith McMurtry's father	\$100 00

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The NorthStar Foundation (Outward Bound Omaha) P O Box 4817 Omaha, NE 68108		PC - Public Charity	Corporate table for the 2011 Climb Higher Luncheon	\$2,500 00
The Spelman Medical Foundation Whisper Walk for Ovarian Cancer 5830 NW Barry Rd, BMP Suite 270 Kansas City, MO 64154		PC - Public Charity	Support for Ovarian Cancer	\$1,000 00
United Way of the Midlands 1805 Hamer Street Omaha, NE 68102		PC - Public Charity	Help build a better community	\$27,484 98
University of Iowa Law School Foundation Levitt Center for University Advancement 1 West Park Road Iowa City, IA 52244		PC - Public Charity	In Memory of Charles Davidson, Joan MacIn's father	\$1,000 00
University of Missouri MSA Development Fund c/o Arts & Science Dean's Office 317 Lowry Hall Columbia, MO 65211		PC - Public Charity	MSA is a 3 week academic program for Missouri's gifted students who are ready to begin their junior year in HS	\$100 00
University of Nebraska Foundation P O Box 82555 Lincoln, NE 68501-2555		PC - Public Charity	Robert M Scoular Memorial Scholarship Fund	\$750 00
The University of Nebraska at Lincoln The Kappa Foundation, Kappa Chapter Alpha Gamma Rho Fraternity 1430 Idylwild Drive Lincoln, NE 68503		PC - Public Charity	The chapter is constructing a new house to remain competitive with other housing options on & off campus and to enable them to continue to recruit top of the line ag based high school graduates who will be the future of agriculture	\$3,000 00
UNMC Eppley Cancer Center 985950 Nebraska Medical Center Omaha, NE 68198-5950		PC - Public Charity	In memory of James Cavanagh, a tenant in our building	\$100 00
Valero Energy Foundation PO Box 690430 San Antonio, TX 78269-0430		PF - Private Foundation	Valero is one of Channahon's largest customers. Funds raised flows back to children charities across the country in all locations where we operate	\$5,000 00
Valley House Homeless Shelter PO Box 774 Twin Falls, ID 83301		PC - Public Charity	Strives to offer a safe, positive drug-free environment where homeless families with children can find hope and resources needed to better their lives	\$2,000 00
Venango Community Church PO Box 177 Venango, NE 69168		PC - Public Charity	Help meet financial needs of the church	\$125 00
Visiting Nurse Association 12585 W Center Road, Ste 100 Omaha, NE 68144		PC - Public Charity	In memory of Markline Feltheim, Chnsy Wilkins grandmother. This request is for a sponsorship of the annual Art & Soup event taking place in February. Money raised goes towards the Shelter Nursing Program	\$2,500 00
Walnut Fire & Rescue Association 500 Pearl Street Walnut, IA 51577		PC - Public Charity	Provides emergency response for residents of the Walnut, IA area and assists surrounding communities	\$500 00
WasteCap Nebraska 285 S 68th Street Pl, Suite 540 Lincoln, NE 68510		PC - Public Charity	Non-profit organization providing confidential, non-regulatory waste reduction and recycling services to Nebraska businesses. Membership dues thru 3/1/2013	\$750 00
Waverly Fire & Rescue Squad Box 18 Waverly, IL 62692		PC - Public Charity	Funds to help raise money for a new ambulance	\$2,000 00
Women's Center for Advancement 222 South 29th Street Omaha, NE 68131		PC - Public Charity	Donation for 'A Tribute to Women'	\$1,250 00
Wray Area Foundation Inc./Wray School District - RD 2 PO Box 314 Wray, CO 80758		PC - Public Charity	Raise funds for the Steckman Family. Son has Muscular Dystrophy and mother has congestive heart failure. Wray Wrestling Room Project	\$6,500 00

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Youth First Ag Education Partners 323 E. Blue Earth Avenue PO Box 826 Fairmont, MN 56031		PC - Public Chanty	Purpose is to get ag education re-established in Fairmont, MN FFA's mission is to train tomorrow's agnculture leaders	\$1,000.00
Youth for Chrst/Omaha 5062 S. 108th Street, PMB 160 Omaha, NE 68137		PC - Public Chanty	Young population support	\$7,500.00

\$590,670.46

NOTICE

The annual report of The Scouler Foundation is available at the principal office for inspection during regular business hours by any citizen who requests it within 180 days after the date of this notice. The address of the principal officer of The Scouler Foundation is 2027 Dodge Street, Omaha, NE 68102 and the name of the principal manager is Marshall E. Falch. The telephone number is 342-3500.
8-28-12

**THE DAILY RECORD
OF OMAHA**

**LYNDA K. HENNINGSEN, Publisher
PROOF OF PUBLICATION**

UNITED STATES OF AMERICA,
The State of Nebraska,
District of Nebraska,
County of Douglas,
City of Omaha,

} ss.

J. BOYD

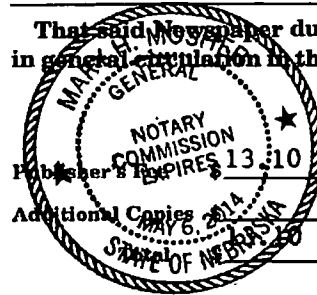
being duly sworn, deposes and says that she is

LEGAL EDITOR

of **THE DAILY RECORD**, of Omaha, a legal newspaper, printed and published daily in the English language, having a bona fide paid circulation in Douglas County in excess of 300 copies, printed in Omaha, in said County of Douglas, for more than fifty-two weeks last past; that the printed notice hereto attached was published in **THE DAILY RECORD**, of Omaha, on _____

August 28, 2012

That said Newspaper during that time was regularly published and in general circulation in the County of Douglas, and State of Nebraska.



Subscribed in my presence and sworn to before
me this 28th day of
August 2012

Notary Public in and for Douglas County,
State of Nebraska