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

2011

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

For calendar year 2011 or tax year beginning OCT 1, 2011, and ending SEP 30, 2012

Name of foundation
CARL C. & ARDATH HUDNALL FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
12478 LIV 222

City or town, state, and ZIP code
CHILLICOTHE, MO 64601

Room/suite

A Employer identification number
46-0469481

B Telephone number
660-646-5690

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 620,154. (Part I, column (d) must be on cash basis)

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

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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	26,763.	26,763.		STATEMENT 1
	4 Dividends and interest from securities	2.	2.		STATEMENT 2
	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)		1.		
	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)					
11 Other income					
12 Total. Add lines 1 through 11	26,766.	26,766.			
Operating and Administrative Expenses	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 STMT 3	837.	418.		419.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	140.	70.		70.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses STMT 5	95.	47.		48.	
24 Total operating and administrative expenses. Add lines 13 through 23	1,072.	535.		537.	
25 Contributions, gifts, grants paid	29,354.			29,354.	
26 Total expenses and disbursements. Add lines 24 and 25	30,426.	535.		29,891.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<3,660.>				
b Net investment income (if negative, enter -0-)		26,231.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	343,226.	329,069.	329,069.
	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 STMT 6	219,493.	219,493.	237,512.
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 7	40,448.	50,945.	53,573.
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)	603,167.	599,507.	620,154.	
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	655,612.	655,612.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<52,445.>	<56,105.>	
	30 Total net assets or fund balances	603,167.	599,507.	
31 Total liabilities and net assets/fund balances	603,167.	599,507.		

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	603,167.
2 Enter amount from Part I, line 27a	2	<3,660.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	599,507.
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	599,507.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a EDWARD JONES		P		
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			1.
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			1.
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	1.
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	N/A

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	27,305.	599,820.	.045522
2009	30,769.	609,345.	.050495
2008	3,919.	586,297.	.006684
2007	29,673.	635,703.	.046677
2006	29,768.	634,861.	.046889

2 Total of line 1, column (d)	2	.196267
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	.039253
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	603,230.
5 Multiply line 4 by line 3	5	23,679.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	262.
7 Add lines 5 and 6	7	23,941.
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	29,891.

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	262.
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	262.
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	262.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7.	
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	7.	
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	255.	
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) ☐ 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	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

N/A

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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE	13	X	
14	The books are in care of SHERRY SAVAGE Telephone no. (660) 646-5690 Located at 12478 LIV 222, CHILLICOTHE, MO ZIP+4 64601			
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 N/A	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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐	☒	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐	☒	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐	☒	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐	☒	
(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)?	☐	☒	
(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.)	☐	☒	
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years N/A	2a		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	Yes	No
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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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

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

If "Yes" to 6b, file Form 8870

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
SHERRY SAVAGE 12478 LIV 222 CHILLICOTHE, MO 64601	PRESIDENT 0.10	0.	0.	0.
DENNIS W. SAVAGE 12478 LIV 222 CHILLICOTHE, MO 64601	VICE PRESIDENT 0.10	0.	0.	0.
THOMAS L. ASHBROOK 12478 LIV 222 CHILLICOTHE, MO 64601	SECRETARY/TREASURER 0.20	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 VII**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 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3 NONE	
	0.
	0.
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	589,948.
b Average of monthly cash balances	1b	22,468.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	612,416.
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	612,416.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,186.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	603,230.
6 Minimum investment return. Enter 5% of line 5	6	30,162.

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	30,162.
2a Tax on investment income for 2011 from Part VI, line 5	2a	262.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	262.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	29,900.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	29,900.
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	29,900.

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	29,891.
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	29,891.
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	262.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,629.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				29,900.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			29,354.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 29,891.				
a Applied to 2010, but not more than line 2a			29,354.	
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				537.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				29,363.
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 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				
UNITED METHODIST CHURCH 1414 WALNUT STREET CHILLICOTHE, MO 64601	NONE	501 (C) (3)	MAINTENANCE	2,792.
UNITED METHODIST CHURCH 1414 WALNUT STREET CHILLICOTHE, MO 64601	NONE	501 (C) (3)	MAINTENANCE	10,000.
UNITED METHODIST CHURCH 1414 WALNUT STREET CHILLICOTHE, MO 64601	NONE	501 (C) (3)	MAINTENANCE	2,802.
CAMP RAINBOW 1409 ATKINS DRIVE CHILLICOTHE, MO 64601	NONE	501 (C) (3)	PROVIDE ASSISTANCE TO SPECIAL NEEDS CHILDREN	2,000.
CENTER FOR YOUTH & FAMILIES 144 HERRIFORD CHILLICOTHE, MO 64601	NONE	501 (C) (3)	GENERAL SUPPORT	6,760.
Total	SEE CONTINUATION SHEET(S)			29,354.
b Approved for future payment				
NONE				
Total				0.

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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.

Sherry Savage, President
Signature of officer or trustee

Date 11/15/12

President
Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN	
------	--

THOMAS L. ASHBROOK

THOMAS L. ASHBROOK

10/16/12

P00590250

Firm's name ► **HARDEN CUMMINS MOSS & MILLER, LLC**

Firm's EIN ► 44-0615592

Firm's address ► 515 WASHINGTON ST., P.O. BOX 620
CHILLICOTHE, MO 64601

Phone no. (660) 646-2336

Form **990-PF** (2011)

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITIZENS BANK & TRUST	4.
EDWARD JONES-ACCRUED INT PURCH COR BONDS	<72.>
EDWARD JONES-BONDS & CDS	26,831.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	26,763.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
EDWARD JONES	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	2.	0.	2.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HARDEN, CUMMINS, MOSS & MILLER, L.L.C.	837.	418.		419.
TO FORM 990-PF, PG 1, LN 16B	837.	418.		419.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	140.	70.		70.
TO FORM 990-PF, PG 1, LN 18	140.	70.		70.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LOCK BOX RENT	95.	47.		48.	
TO FORM 990-PF, PG 1, LN 23	95.	47.		48.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
MUNICIPAL BONDS - SEE ATTACHMENT		X	98,128.	105,305.	
GOVERNMENT & AGENCY SECURITIES - SEE ATTACHMENT	X		121,365.	132,207.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			121,365.	132,207.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			98,128.	105,305.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			219,493.	237,512.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT			50,945.	53,573.
TOTAL TO FORM 990-PF, PART II, LINE 10C			50,945.	53,573.

CARL C. & ARDATH HUDNALL FOUNDATION, INC. 46-0469481
 FORM 990-PF, PART II LINES 10A AND 10C
 FAIR MARKET VALUE OF INVESTMENTS - 9/30/12
 EDWARD JONES ACCOUNT 640-09713-1-0

Bonds									
Taxable municipal bonds	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. invested since inception	Amt. withdrawn since inception	Estimated yield	
CLINTON COUNTY PENNSYLVANIA SERIES B GENERAL OBLIGATION DTD 03/11/2010 CALLABLE 06/01/2020 @ 100.00	AA-	\$5,000.00	12/01/2025	5.740%	\$5,520.90	\$5,264.95	—	5.19%	
COLON MICHIGAN CMNTY SCHS QLFD SCH CONSTR BONDS GO DTD 11/30/2010 CALLABLE 05/01/2020 @ 100.00	AA-	10,000.00	05/01/2026	5.650%	10,386.00	10,125.00	—	5.44%	
CLARK COUNTY WASHINGTON SCHOOL DIST NO 114 EVERGREEN GO DTD 06/14/2010	Aa3	10,000.00	06/01/2027	5.520%	11,413.70	9,874.75	—	4.83%	
MONTANA STATE TRUST LANDS GENERAL OBLIGATION SER F DTD 11/10/2010 CALLABLE 08/01/2020 @ 100.00	AA/Aa1/AA+	10,000.00	08/01/2030	4.900%	10,571.40	10,104.95	—	4.63%	
LANSING MICHIGAN CAPITAL IMPROVEMENT GO BUILD AMER BDS DTD 07/22/2009 CALLABLE 05/01/2019 @ 100.00	AA/A1	15,000.00	05/01/2034	7.050%	16,934.40	16,035.75	—	6.24%	
NORTHERN ILLINOIS UNIV AUX FACS SYS REV BUILD AMERICA BDS DTD 12/16/2010 AGM INSURED CALLABLE 04/01/2020 @ 100.00	Aa3	10,000.00	04/01/2035	7.947%	12,003.70	10,880.95	—	6.62%	
HARLINGEN TEXAS CONS INDPT SCH DIST BUILD AMER BDS PSF GTD GO DTD 08/01/2010 CALLABLE 08/15/2020 @ 100.00	AAA/Aaa	5,000.00	08/15/2035	5.370%	5,371.40	5,117.45	—	4.99%	

CARL C. & ARDATH HUDNALL FOUNDATION, INC. 46-0469481
FORM 990-PF, PART II LINES 10A AND 10C
FAIR MARKET VALUE OF INVESTMENTS - 9/30/12
EDWARD JONES ACCOUNT 640-09713-1-0

Bonds									
Taxable municipal bonds, continued	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. invested since inception	Amt. withdrawn since inception	Estimated yield	
WESTLAKE CITY SCHOOL DIST OHIO SCHOOL IMPT BUILD AMER BDS GO DTD 08/24/2010	AA+/Aa1	\$5,000.00	12/01/2035	5.728%	\$5,421.65	\$5,154.95	—	5.28%	
CALLABLE 12/01/2020 @ 100.00									
CHAMPAIGN CNTY IL CMNTY UNIT SCH DIST #4 ALT REV SOURCE GO DTD 02/18/2010	AA	10,000.00	06/01/2036	6.300%	10,797.80	10,104.95	—	5.83%	
CALLABLE 06/01/2019 @ 100.00									
SEACOAST FLORIDA UTILITY AUTH WTR & SWR UTIL SYS B REV BABS DTD 10/07/2009	A+/Aa3/AA	10,000.00	03/01/2039	6.680%	11,289.50	10,346.95	—	5.91%	
CALLABLE 03/01/2020 @ 100.00									
DU PAGE CNTY IL SCH DIST #002 BENSENVILLE ALT REV SRCE BAB DTD 11/15/2010	AA+	5,000.00	05/01/2040	6.230%	5,594.05	5,117.45	—	5.56%	
CALLABLE 05/01/2020 @ 100.00									
Total taxable municipal bonds		\$95,000.00			\$105,304.50	\$98,128.10	—		
Total municipal bonds		\$95,000.00			\$105,304.50	\$98,128.10	—		
Corporate bonds									
GENERAL ELECTRIC CO NOTES DTD 01/28/2003	AA+/Aa3	\$20,000.00	02/01/2013	5.000%	\$20,304.80	\$19,929.95	—	4.92%	
MORGAN STANLEY SENIOR NOTE DTD 07/28/2011	A-/Baa1/A	10,000.00	07/28/2021	5.500%	10,943.90	10,050.10	—	5.02%	

CARL C. & ARDATH HUDNALL FOUNDATION, INC. 46-0469481
FORM 990-PF, PART II LINES 10A AND 10C
FAIR MARKET VALUE OF INVESTMENTS - 9/30/12
EDWARD JONES ACCOUNT 640-09713-1-0

Bonds									
Corporate bonds, continued	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. Invested since inception	Amt. withdrawn since inception	Estimated yield	
SCIENCE APPLICATIONS INTL CORP NOTE	A-/A3	\$5,000.00	07/01/2033	5.500%	\$5,146.15	\$5,135.57	--	5.34%	
DTD 06/19/2003									
PRUDENTIAL FINANCIAL INC MEDIUM TERM NOTES	A/Baa2/BBB+	5,000.00	07/15/2033	5.750%	5,608.60	5,360.82	--	5.12%	
DTD 07/07/2003									
GOLDMAN SACHS GROUP INC SENIOR NOTE	A-/A3/A	10,000.00	02/01/2041	6.250%	11,569.70	10,468.32	--	5.40%	
DTD 01/28/2011									
Total corporate bonds		\$50,000.00			\$53,573.15	\$50,944.76	--		
Government and agency securities									
	Rating	Maturity value	Maturity date	Interest rate	Current value	Amt. Invested since inception	Amt. withdrawn since inception	Estimated yield	
FEDERAL FARM CREDIT BANKS CONSOLIDATED SYSTEMWIDE BONDS	AA+/Aaa/AAA	\$25,000.00	02/01/2028	4.930%	\$31,754.25	\$24,754.95	--	3.88%	
DTD 02/01/2008									
FEDERAL HOME LOAN MORTGAGE CORP MEDIUM TERM NOTE	AA+/Aaa/AAA	25,000.00	02/07/2028	5.100%	25,338.50	25,004.95	--	5.03%	
DTD 02/07/2008									
CALLABLE 02/07/2013 @ 100.00									
TENNESSEE VALLEY AUTHORITY ELECTRONOTES	Aaa	50,000.00	04/15/2029	4.350%	50,469.00	50,000.00	--	4.30%	
DTD 04/23/2009									
CALLABLE 04/15/2013 @ 100.00									
TENNESSEE VALLEY AUTHORITY POWER BONDS 2003B	AA+/Aaa/AAA	20,000.00	07/15/2033	4.700%	24,645.00	21,604.95	--	3.81%	
DTD 06/23/2003									
Total government and agency securities		\$120,000.00			\$132,206.75	\$121,364.85	--		