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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation THE MARY JANE DOWSE TRUST		A Employer identification number 11-6573892
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 580 763-5507
122 E GRAND AVE ATTN TRUST DEPT		
City or town, state, and ZIP code PONCA CITY OK 74601		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 396,550	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

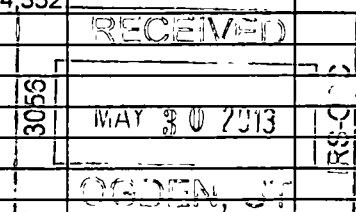
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9	9		
	4 Dividends and interest from securities	12,189	12,189		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	4,562			
	b Gross sales price for all assets on line 6a	18,252			
	7 Capital gain net income (from Part IV, line 2)		4,562		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	16,760	16,760	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,400	2,275		125
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,350	1,150		200
	c Other professional fees (attach schedule)	4,836	4,352		484
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	235			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	8,821	7,777	0	809
	25 Contributions, gifts, grants paid	18,081			18,081
26 Total expenses and disbursements. Add lines 24 and 25	26,902	7,777	0	18,890	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-10,142				
b Net investment income (if negative, enter -0-)		8,983			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

SCANNED JUN 07 2013



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	5,610	9,156	
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	80	61	
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	365,188	351,519	396,550
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	370,878	360,736	396,550
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted	370,878	360,736	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	370,878	360,736	
	31 Total liabilities and net assets/fund balances (see instructions)	370,878	360,736	

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	370,878
2	Enter amount from Part I, line 27a	2	-10,142
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	360,736
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	360,736

Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

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	4,562
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	524

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	19,201	390,029	0.049230
2010	19,975	388,236	0.051451
2009	22,451	383,085	0.058606
2008	21,414	458,054	0.046750
2007	22,034	437,749	0.050335

2 Total of line 1, column (d)	2	0.256372
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.051274
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	397,356
5 Multiply line 4 by line 3	5	20,374
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	90
7 Add lines 5 and 6	7	20,464
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	18,890

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

- 1 a 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
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-
- 6 Credits/Payments
- a 2012 estimated tax payments and 2011 overpayment credited to 2012
- b Exempt foreign organizations—tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld
- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
- 11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ☐ **Refunded** ☐

1	180	
2	0	
3	180	
4	0	
5	180	
6a		
6b		
6c		
6d		
7	0	
8		
9	180	
10	0	
11	0	

Part VII-A Statements Regarding Activities

- 1 a 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?
- b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
- c Did the foundation file Form 1120-POL for this year?
- d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. ☐ \$ _____ (2) On foundation managers ☐ \$ _____
- e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____
- 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
- 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
- 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- 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
- 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?
- 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
- 8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐
OK
- 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
- 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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 ▶ N/A	13	X	
14	The books are in care of ▶ RCB BANK Telephone no ▶ 580 763-5507 Located at ▶ 122 E GRAND AVE PONCA CITY OK ZIP+4 ▶ 74601			
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	X		
16	At any time during calendar year 2012, 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ▶ <input type="checkbox"/>	1b N/A	
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ▶ 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 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 2012)	3b N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

☐ Yes ☒ No**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?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GINGER FLESHER 1119 W HIGHLAND, PONCA CITY, OK 74601	ADVISOR 3 00	2,400		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000



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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	400,073
b	Average of monthly cash balances	1b	3,334
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	403,407
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	403,407
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,051
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	397,356
6	Minimum investment return. Enter 5% of line 5	6	19,868

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	19,868
2a	Tax on investment income for 2012 from Part VI, line 5	2a	180
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	180
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,688
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	19,688
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	19,688

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	18,890
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,890
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,890

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				19,688
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			18,024	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 18,890				
a Applied to 2011, but not more than line 2a			18,024	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				866
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				18,822
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 2012, 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

FOR NUTRITIOUS MEALS AND COMPANIONSHIP TO ELDERLY PEOPLE IN PONCA CITY, OKLAHOMA

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 <i>Paid during the year</i> GOLDEN VILLA ADULT DAY CARE, INC 1722 N 4TH ST PONCA CITY, OK 74601-2745		501(c)(3)	RENT & MAINTENANCE OF PHYSICAL FACILITIES	18,081
Total			▶ 3a	18,081
b <i>Approved for future payment</i> GOLDEN VILLA ADULT DAY CARE, INC 1722 N 4TH ST PONCA CITY, OK 74601-2745		501(c)(3)	RENT & MAINTENANCE OF PHYSICAL FACILITIES	18,822
Total			▶ 3b	18,822

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

RCB Bank, Trustee by
Kurti Randel, TAO

11/25/14/2013

✕ RCB Bank, Trustee

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

PTIN	
------	--

MARK KREMEIER

Maha Kemerin

5/10/2013

Check ☒ if
self-employed

P01471165

Firm's name ▶ MARK A KREMEIER CPA

Firm's EIN ▶ 73-1461999

Firm's address ► 112 E CHESTNUT, PONCA CITY, OK 74601

Phone no	580-765-6828
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals													Amount	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	30sh ISHARES S&P 500 INDEX	464287200		6/23/2009	P	5/2/2012	4,210	2,693	COST				1,517
2	X	30sh ISHARES CORE S&P 500	464287200		6/23/2009	P	12/5/2012	4,256	2,693	COST				1,563
3	X	30sh ISHARES MSCI EAFE INTL	464287465		6/23/2009	P	5/2/2012	1,595	1,353	COST				242
4	X	40sh ISHARES MSCI EAFE INTL	464287465		6/23/2009	P	12/5/2012	2,213	1,805	COST				408
5	X	15sh ISHARES IBOX \$ HIGH	464288513		9/9/2010	P	12/5/2012	1,394	1,322	COST				72
6	X	25sh ISHARES CORE LONG-T	464289479		9/9/2010	P	12/5/2012	1,621	1,378	COST				243
7	X	73sh KIDDER PEABODY ACCI			10/28/2000	D	1/22/2012	1	2	FMV				-1
8	X	157sh KIDDER PEABODY ACCI			10/28/2000	D	2/22/2012	1	3	FMV				-2
9	X	67sh KIDDER PEABODY ACCI			10/28/2000	D	3/22/2012	1	1	FMV				0
10	X	67sh KIDDER PEABODY ACCI			10/28/2000	D	4/22/2012	1	1	FMV				0
11	X	188sh KIDDER PEABODY ACCI			10/28/2000	D	5/22/2012	1	3	FMV				-2
12	X	72sh KIDDER PEABODY ACCI			10/28/2000	D	6/22/2012	1	1	FMV				0
13	X	198sh KIDDER PEABODY ACCI			10/28/2000	D	7/22/2012	2	3	FMV				-1
14	X	66sh KIDDER PEABODY ACCI			10/28/2000	D	8/22/2012	1	1	FMV				0
15	X	65sh KIDDER PEABODY ACCI			10/28/2000	D	9/22/2012	1	2	FMV				-1
16	X	69sh KIDDER PEABODY ACCI			10/28/2000	D	10/22/2012	1	2	FMV				-1
17	X	68sh KIDDER PEABODY ACCI			10/28/2000	D	11/22/2012	1	0	FMV				1
18	X	67sh KIDDER PEABODY ACCI			10/28/2000	D	12/22/2012	1	1	FMV				0
19	X	75sh ISHARES FTSE NAREIT	464288521		9/28/2011	P	5/2/2012	2,950	2,426	COST				524
								Capital Gains/Losses		18,252	13,680			
								Other sales		0	0			
								Totals		18,252	13,680			
								Gross Sales		18,252	13,680			
								Cost, Other Basis and Expenses		0	0			
								Net Gain or Loss		4,562	0			

Part I, Line 16b (990-PF) - Accounting Fees

		1,350	1,150	0	200
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MARK A KREMEIER, CPA	1,350	1,150		200

Part I, Line 16c (990-PF) - Other Professional Fees

		4,836	4,352	0	484
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	RCB BANK	4,836	4,352		484

Part I, Line 18 (990-PF) - Taxes

		235	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	235			
3	Income tax				

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		80		61		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
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		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0		0		0	
		State/Local		80		61		0					

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	ISHARES BARCLAYS TIPS BD FD	FMV	6,979	6,979	7,892
2	ISHARES IBOX \$ HIGH YIELD FD	FMV	40,521	39,200	41,541
3	ISHARES BARCLAY INT GOVT CR BD	FMV	143,351	143,351	147,257
4	ISHARES CORE LT US BOND ETF	FMV	85,155	83,777	96,946
5	ISHARES MSCI EAFE INDEX FUND	FMV	30,485	27,327	33,547
6	ISHARES CORE S&P 500 ETF	FMV	30,974	25,587	40,795
7	ISHARES GOLD TRUST	FMV	11,877	11,877	12,047
8	ISHARES FTSE NAREIT REAL ESTATE 50	FMV	15,846	13,421	16,525

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FM V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
Long Term CG Distributions	0												
Short Term CG Distributions	0												
						18,252	0	0	13,690	4,562	0	0	4,562
1 30sh ISHARES S&P 500 INDEX FUND	464287200	P	6/23/2009	5/2/2012	4,210			2,693		1,517	0	0	1,517
2 30sh ISHARES CORE S&P 500 ETF	464287200	P	6/23/2009	12/5/2012	4,256			2,693		1,563	0	0	1,563
3 30sh ISHARES MSCI LEAF INDEX FUND	464287465	P	6/23/2009	5/2/2012	1,595			1,353		242	0	0	242
4 40sh ISHARES MSCI LEAF INDEX FUND	464287465	P	6/23/2009	12/5/2012	2,213			1,805		408	0	0	408
5 15sh ISHARES IBOX \$ HIGH YIELD C	464288513	P	9/9/2010	12/5/2012	1,394			1,322		72	0	0	72
6 25sh ISHARES CORE LONG-TERM U.S.	464289479	P	9/9/2010	12/5/2012	1,621			1,378		243	0	0	243
7 73sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	1/22/2012	1			2		-1	0	0	-1
8 157sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	2/22/2012	1			3		-2	0	0	-2
9 67sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	3/22/2012	1			1		0	0	0	0
10 67sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	4/22/2012	1			1		0	0	0	0
11 188sh KIDDER PEABODY ACCEPT 0% M		D	10/28/2000	5/22/2012	1			3		-2	0	0	-2
12 72sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	6/22/2012	1			1		0	0	0	0
13 198sh KIDDER PEABODY ACCEPT 0% M		D	10/28/2000	7/22/2012	2			3		-1	0	0	-1
14 66sh KIDDER PEABODY ACCEPT 0% M		D	10/28/2000	8/22/2012	1			1		0	0	0	0
15 65sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	9/22/2012	1			2		-1	0	0	-1
16 68sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	10/22/2012	1			2		-1	0	0	-1
17 68sh KIDDER PEABODY ACCEPT CORP		D	10/28/2000	11/22/2012	1			0		1	0	0	1
18 67sh KIDDER PEABODY ACCEPT 0% M		D	10/28/2000	12/22/2012	1			1		0	0	0	0
19 75sh ISHARES FTSE NAREIT REAL EST	464288521	P	9/28/2011	5/2/2012	2,950			2,426		524	0	0	524