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 ARCH L FERGUSON FOUNDATION

A Employer identification number: 23-7103241

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1839 | Room/suite:

B Telephone number: 817-460-1841

City or town, state, and ZIP code: ARLINGTON, TX 76004-1839

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 change

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

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

E 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) ▶$ 7580321.

J Accounting method: [ ] Cash [X] 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))

	Line		(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	8070.		N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	18051.	18051.		STATEMENT 1
	4	Dividends and interest from securities	273433.	273433.		STATEMENT 2
	5a	Gross rents	33001.	33001.		STATEMENT 3
	b	Net rental income or (loss) 18832.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	42015.			
	b	Gross sales price for all assets on line 6a 1631974.				
	7	Capital gain net income (from Part IV, line 2)		42015.		
	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	430771.	430771.		STATEMENT 5
	12	**Total.** Add lines 1 through 11	805341.	797271.		
Operating and Administrative Expenses	13	Compensation of officers directors, trustees, etc	106807.	0.		106807.
	14	Other employee salaries and wages	31228.	4684.		26544.
	15	Pension plans, employee benefits	19390.	2909.		16481.
	16a	Legal fees				
	b	Accounting fees STMT 6	12811.	1922.		10889.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 7	17826.	7731.		8975.
	19	Depreciation and depletion	28236.	28236.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 8	73199.	10983.		62216.
	24	**Total operating and administrative expenses** Add lines 13 through 23	289497.	56465.		231912.
	25	Contributions, gifts, grants paid	146960.			146960.
	26	**Total expenses and disbursements.** Add lines 24 and 25	436457.	56465.		378872.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	368884.			
	b	**Net investment income** (if negative, enter -0-)		740806.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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		100.	99.	100.
2 Savings and temporary cash investments		644680.	195483.	195483.
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 ▶	13243.			
Less: allowance for doubtful accounts ▶	0.	21537.	13243.	13243.
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges		5399.		
10a Investments - U.S. and state government obligations				
b Investments - corporate stock	STMT 9	2422606.	1124784.	1211157.
c Investments - corporate bonds	STMT 10	1752087.	1281869.	1426454.
11 Investments - land, buildings, and equipment basis ▶	246688.			
Less accumulated depreciation STMT 11▶	112577.	137543.	134111.	137831.
12 Investments - mortgage loans	STMT 12	228013.	199820.	199820.
13 Investments - other	STMT 13	1476939.	4108379.	4396208.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ UTILITY DEPOSIT)		25.	25.	25.
16 **Total assets** (to be completed by all filers)		6688929.	7057813.	7580321.
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.** ▶ [X]				
24 Unrestricted		6688929.	7057813.	
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				
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**		6688929.	7057813.	
31 **Total liabilities and net assets/fund balances**		6688929.	7057813.	

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	6688929.
2 Enter amount from Part I, line 27a	2	368884.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7057813.
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	7057813.

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	SEE ATTACHED STATEMENT			
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	42015.			42015.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				
b				
c				
d				
e				42015.

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** 42015.

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 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	361322.	6982567.	.051746
2010	319055.	7008627.	.045523
2009	343053.	6350647.	.054019
2008	348424.	6934260.	.050247
2007	348601.	7118048.	.048974

2	**Total** of line 1, column (d)	2	.250509
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	.050102
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7335607.
5	Multiply line 4 by line 3	5	367529.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7408.
7	Add lines 5 and 6	7	374937.
8	Enter qualifying distributions from Part XII, line 4	8	378872.

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.

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 ▶ [X] and enter 1% of Part I, line 27b			1	7408.
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	7408.
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	7408.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1120.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	7000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	8120.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	712.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 712. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ GARY HOOD GENERAL MANAGER Telephone no. ▶ 817-460-1841

Located at ▶ 601 EAST ABRAM STREET, ARLINGTON, TX ZIP+4 ▶ 76010

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ 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 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.)* N/A	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 2012?	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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
SEE STATEMENT 14		106807.	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

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.

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	6885834.
b	Average of monthly cash balances		1b	423627.
c	Fair market value of all other assets		1c	137856.
d	**Total** (add lines 1a, b, and c)		1d	7447317.
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	7447317.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	111710.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	7335607.
6	**Minimum investment return.** Enter 5% of line 5		6	366780.

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	366780.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 7408.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	7408.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	359372.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	359372.
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	359372.

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	378872.
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	378872.
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	7408.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	371464.

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				359372.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			145750.	
b Total for prior years: ______ , ______ , ______		0.		
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: ▶ $ 378872.				
a Applied to 2011, but not more than line 2a			145750.	
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 2012 distributable amount				233122.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				126250.
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 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	0.			
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)

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

Part XV Supplementary Information (Complete this part only if the 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 ▶ [X] 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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED				146960.
Total			▶ 3a	146960.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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					18051.
4 Dividends and interest from securities					273433.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					18832.
6 Net rental income or (loss) from personal property					
7 Other investment income			01		430771.
8 Gain or (loss) from sales of assets other than inventory					42015.
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.	783102.

13 Total Add line 12, columns (b), (d), and (e) ..... 13 783102.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Wayne Hood | 6-12-13 | President

Signature of officer or trustee | Date | 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 ☐ if self-employed	PTIN
R BARRY JOHNSON, CPA	R. Barry Johnson CPA R BARRY JOHNSON,	06/07/13		P00095838
Firm's name ▶ R. BARRY JOHNSON & COMPANY, P.C.			Firm's EIN ▶ 75-2305655	
Firm's address ▶ 1504 W ABRAM ST ARLINGTON, TX 76013			Phone no. 817-277-7614	

223622
12-05-12

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	MARKETABLE SECURITIES-WELLS FARGO BROKERAGE 2738-	P	VARIOUS	VARIOUS
b	MARKETABLE SECURITIES-WELLS FARGO BROKERAGE 2807-	P	VARIOUS	VARIOUS
c	MARKETABLE SECURITIES-MORGAN STANLEY BROKERAGE 60	P	VARIOUS	VARIOUS
d	MARKETABLE SECURITIES-HJ SIMS BROKERAGE	P	VARIOUS	VARIOUS
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	33681.			33681.
b	21881.			21881.
c	28212.			28212.
d	<41759.>			<41759.>
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				33681.
b				21881.
c				28212.
d				<41759.>
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	42015.
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

2012 DEPRECIATION AND AMORTIZATION REPORT

COMMERCIAL BLDG-ARLINGTON TX RENT 1

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	5601 E ABRAM ST	070195	SL	39.00	17	124000.			124000.	52328.		3179.
2	HEATING & A/C OFFICE	101596	SL	39.00	17	3038.			3038.	1186.		78.
3	PHONE	011595	200DB	5.00	17	1892.			1892.	1891.		0.
4	COMPUTER	061595	200DB	5.00	17	4773.			4773.	4773.		0.
5	FURN & FIXTURES VARIOUS	123195	200DB	5.00	17	20084.			20084.	20084.		0.
6	COPIER	021596	200DB	5.00	17	1120.			1120.	1120.		0.
7	LAND 601 E ABRAM ST	070195	L			27000.			27000.			0.
8	COMPUTER	051603	200DB	5.00	17	3117.		1559.	1558.	1558.		0.
9	BLDG IMPROVEMENTS	062603	SL	39.00	17	3750.			3750.	820.		96.
10	OFFICE EQUIP	072503	200DB	5.00	17	452.		226.	226.	226.		0.
11	AIR CONDITION UNIT	051105	SL	39.00	17	4001.			4001.	682.		103.
12	AIR CONDITION UNIT	100305	SL	39.00	17	5023.			5023.	801.		129.
13	ROOFING IMPROVEMENT	020806	SL	39.00	17	23401.			23401.	3525.		600.
14	OFFICE EQUIPMENT	063007	200DB	7.00	17	2615.			2615.	2031.		234.
15	DELL COMPUTER SYSTEM	123008	200DB	5.00	17	7181.		3591.	3590.	2853.		393.
16	ALARM SYSTEM	012908	200DB	7.00	17	724.		362.	362.	263.		32.
17	COMPUTER	012809	200DB	5.00	17	592.		296.	296.	211.		34.
18	COMPUTER	022609	200DB	5.00	17	553.		277.	276.	196.		32.

228102
05-01-12

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2012 DEPRECIATION AND AMORTIZATION REPORT

COMMERCIAL BLDG-ARLINGTON TX RENT 1

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	SAFE	043009	200DB	5.00	17	4113.		2057.	2056.	1464.		237.
20	AIR CONDITION UNIT	072310	SL	39.00	17	4668.			4668.	175.		120.
21	OFFICE EQUIP	080112	200DB	5.00	19B	4591.		2296.	2295.			2755.
	* TOTAL 990-PF RENTAL DEPR					246688.		10664.	236024.	96187.	0.	8022.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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

SOURCE	AMOUNT
BANK CHECKING & SAVINGS	18051.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18051.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST	273433.	0.	273433.
TOTAL TO FM 990-PF, PART I, LN 4	273433.	0.	273433.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COMMERCIAL BLDG-ARLINGTON TX	1	22050.
FARM RENTAL	2	10951.
TOTAL TO FORM 990-PF, PART I, LINE 5A		33001.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		8022.	
PROPERTY TAX ON RENTAL PROPERTY		6147.	
- SUBTOTAL -	1		14169.
TOTAL RENTAL EXPENSES			14169.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			18832.

FORM 990-PF — OTHER INCOME — STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PRIVATE EQUITY SECURITIES	384685.	384685.	
OIL & GAS LEASE & ROYALTY INCOME	46086.	46086.	
TOTAL TO FORM 990-PF, PART I, LINE 11	430771.	430771.	

FORM 990-PF — ACCOUNTING FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	12811.	1922.		10889.
TO FORM 990-PF, PG 1, LN 16B	12811.	1922.		10889.

FORM 990-PF — TAXES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	10559.	1584.		8975.
FEDERAL EXCISE TAX 2012	1120.	0.		0.
PROPERTY TAX ON RENTAL PROPERTY	6147.	6147.		0.
TO FORM 990-PF, PG 1, LN 18	17826.	7731.		8975.

FORM 990-PF	OTHER EXPENSES	STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE & UTILITIES	12200.	1831.		10369.
INSURANCE - HEALTH & OTHER	34492.	5174.		29318.
REPAIRS & MAINTENANCE	5435.	816.		4619.
MISCELLANEOUS	12.	3.		9.
OFFICE EXPENSE	5614.	842.		4772.
ADVERTISING	675.	101.		574.
SEVERANCE TAX ON SABINE & PERMIAN BASIN ROYALTY	0.	0.		0.
ADMINISTRATIVE EXPENSE-SABINE & PERMIAN BASIN ROYALTY	0.	0.		0.
HSA	14771.	2216.		12555.
TO FORM 990-PF, PG 1, LN 23	73199.	10983.		62216.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCKS & MUTUAL FUNDS-SEE STATEMENT A	1124784.	1211157.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1124784.	1211157.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS-SEE STATEMENT B	1281869.	1426454.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1281869.	1426454.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
5601 E ABRAM ST	124000.	55507.	68493.
HEATING & A/C OFFICE	3038.	1264.	1774.
PHONE	1892.	1891.	1.
COMPUTER	4773.	4773.	0.
FURN & FIXTURES VARIOUS	20084.	20084.	0.
COPIER	1120.	1120.	0.
LAND 601 E ABRAM ST	27000.	0.	27000.
COMPUTER	3117.	3117.	0.
BLDG IMPROVEMENTS	3750.	916.	2834.
OFFICE EQUIP	452.	452.	0.
AIR CONDITION UNIT	4001.	785.	3216.
AIR CONDITION UNIT	5023.	930.	4093.
ROOFING IMPROVEMENT	23401.	4125.	19276.
OFFICE EQUIPMENT	2615.	2265.	350.
DELL COMPUTER SYSTEM	7181.	6837.	344.
ALARM SYSTEM	724.	657.	67.
COMPUTER	592.	541.	51.
COMPUTER	553.	505.	48.
SAFE	4113.	3758.	355.
AIR CONDITION UNIT	4668.	295.	4373.
OFFICE EQUIP	4591.	2755.	1836.
TOTAL TO FM 990-PF, PART II, LN 11	246688.	112577.	134111.

FORM 990-PF MORTGAGE LOANS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE LOANS-SEE STATEMENT C	199820.	199820.
TOTAL TO FORM 990-PF, PART II, LINE 12	199820.	199820.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHURCH BONDS	COST	235000.	235000.
LAND	COST	123038.	123037.
MINERAL RIGHTS TO LAND	COST	57802.	254171.
PRIVATE EQUITY PARTNERSHIPS	FMV	3532539.	3624000.
INVESTMENTS-LIFE SETTLEMENTS	COST	160000.	160000.
TOTAL TO FORM 990-PF, PART II, LINE 13		4108379.	4396208.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WAYNE HOOD 601 EAST ABRAM STREET ARLINGTON, TX 76010	PRESIDENT/DIRECTOR 20.00	1000.	0.	0.
GARY HOOD 601 EAST ABRAM STREET ARLINGTON, TX 76010	VP/DIRECTOR-MGR 40.00	62860.	0.	0.
EDWIN BONNEAU 601 EAST ABRAM STREET ARLINGTON, TX 76010	SEC/TREAS/DIRECTOR 0.00	0.	0.	0.
SCOTT GAGE 601 EAST ABRAM STREET ARLINGTON, TX 76010	DIRECTOR 0.00	0.	0.	0.
QUINTON GAGE 601 EAST ABRAM STREET ARLINGTON, TX 76010	DIRECTOR 0.00	0.	0.	0.
RANDY HOOD 601 EAST ABRAM STREET ARLINGTON, TX 76010	INVESTMENT MANAGER 30.00	42947.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		106807.	0.	0.

THE ARCH L. FERGUSON FOUNDATION

601 EAST ABRAM STREET
P.O BOX 1839
ARLINGTON, TEXAS 76004-1839
(817) 460-1841

SUMMARY OF FUNDS DISTRIBUTED IN 2012

Amount required by IRS to be distributed in 2012	**145,750.00**

Distributions:

I.	**Benevolent Grants**	
	a. To Individuals	**2,500.00**
	b. Through Churches	**39,000.00**
II.	**Mission Funds**	
	a. Foreign	**48,000.00**
	b. Domestic	**16,760.00**
III.	**Preacher Training**	**15,000.00**
IV.	**Grants to supplement support for Ministers and Retired Ministers**	**15,700.00**
v.	**Grants for General Church Work and Miscellaneous Works**	**10,000.00**

TOTAL FUNDS DISTRIBUTED IN 2012:	**146,960.00**

FOUNDATION FUNDS DISTRIBUTED IN YEAR 2012

1. Grants for benevolence:

a. Individual grants
(None of the grants were make to person(s) related to any Officer or Manager of this Foundation unless otherwise indicated.)

Arlington Charities 811 Secretary Arliington, TX 76015	For: Individual Benevolence	1,000.00
Arlington Charities 811 Secretary Arliington, TX 76015	For: Individual Benevolence	1,500.00
TOTAL GRANTS FOR INDIVIDUALS		**2,500.00**

FUNDS DISTRIBUTED IN 2012

1. Grants for benevolence

b. Through Churches

Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602-1009	For: Berean Children's Home, Inc.	1,000.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602-1009	For: Berean Children's Home, Inc.	1,000.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Vern & Jenny Rich	1,000.00
Antioch Church of Christ %Tommy Bennet 425 Crip Mason Rd. Spearsville, LA 71277	For: Terry Matherne	1,500.00
South Hill Church of Christ PO Box 3425 Fayetteville, AR 72702-3425	For: Benevolence	1,500.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Benevolence	1,500.00
50th Street Church of Christ PO Box 726 Bethany, OK 73008-0726	For: Benevolence	1,500.00
Ninth Street Church of Christ PO Box 561 Ballinger, TX 76821-0561	For: Benevolence	1,500.00
Coleman Avenue Church of Christ PO Box 998 Colbert, OK 74733	For: Benevolence	1,500.00

FUNDS DISTRIBUTED IN 2012

1. Grants for benevolence

b. Through Churches

Elk Avenue Church of Christ 2113 Elk Avenue Duncan, OK 73533	For: Benevolence	1,500.00
California Lane Church of Christ 1906 California Lane Arlington, TX 76015	For: Benevolence	1,500.00
Farmers Branch Church of Christ 3035 Valley View Lane Farmers Branch, TX 75234	For: Benevolence Yvonne Smith,Maggie Smith Nadine Burchfield,Artis Hayes Sandy Carroll,Nancy Brown Richard & Shirley Seymour Perry & Sue Callahan	8,000.00
Mt. Olive Church of Christ PO Box 1009 Brookhaven, MS 39602-1009	For: Berean Children's Home, Inc.	16,000.00
TOTAL BENEVOLENT THRU CHURCHES		**39,000.00**

FUNDS DISTRIBUTED IN 2012

II. Grants for mission funds:

a. Foreign

50th Street Church of Christ PO Box 726 Bethany, OK 73008-0726	For: Travel to India	4,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	1,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, Tx 76114	For: Ukraine Mission	1,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	1,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: India Mission	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	1,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, Tx 76114	For: Ukraine Mission	1,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	1,000.00

FUNDS DISTRIBUTED IN 2012

II. Grants for mission funds:

a. Foreign

Quaker Avenue Church of Christ 1701 Quaker Avenue Lubbock. Tx 79416	For: Uganda Mission	3,000.00
Westside Church of Christ %Buford M. Keele 3307 Robinson Pearland, TX 77581	For: Nigeria Mission	1,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission Adrian Pantojo	1,000.00
Greenwood Church of Christ PO Box 2551 Greenwood, AR 72936	For: Mexico Mission	2,000.00
Namikango Mission Fund PO Box 21 South Houston, TX 77587	For: Namikango Mission	2,000.00
Ukraine Mission Fund 5728 White Settlement Road Fort Worth, TX 76114	For: Ukraine Mission	2,000.00
India Mission Fund PO Box 3425 Fayetteville, AR 72702	For: india Mission	20,000.00
Greenwood Church of Christ PO Box 251 Greenwood, AR 72936	For: Mexico Mission	5,000.00
TOTAL FOREIGN MISSION FUNDS		**48,000.00**

FUNDS DISTRIBUTED IN 2012

II. Grants for mission funds:

b. Domestic

South Hill Church of Christ PO Box 3425 Fayetteville, Ar. 72702-3425	For: Blytheville, AR	4,760.00
50th Street Church of Christ PO Box 726 Bethany, OK 73008-0726	For: Sooner Boom	1,500.00
South Hill Church of Christ PO Box 3425 Fayetteville, Ar. 72702-3425	For: Blytheville, AR	5,500.00
Northwest Church of Christ 1141 N. Willis Abilene, Tx 79603	For: Prison Ministry	5,000.00
TOTAL DOMESTIC MISSION		**16,760.00**

FUNDS DISTRIBUTED IN 2012

III. Grants for preacher training:

Southbelt Church of Christ 4038 Burke Pasadena, TX 77504	For: Preacher Support	9,000.00
Mirick Avenue Church of Christ PO Box 578 Denison, TX 75020	For: George Edwards	3,000.00
Southwest Bible Institute 3200 San Antonio San Angelo, TX 76901	For: Preacher Training	3,000.00
TOTAL FOR PREACHER TRAINING		**15,000.00**

FUNDS DISTRIBUTED IN 2012

IV. Grants to supplement support for ministers and retired ministers:

Gloria Rogers 2704 Highcrest Duncan, OK 73533	For: Widow of Jerry Rogers	1,500.00
Opel J. Stapp 2080 County Line Rd. Shelbyville, IN 37160	For: Widow of Ottest Stapp	1,200.00
Mary Louise Gipson 30315 Gill Road Holden, LA 71744	For: Widow of Bill Gipson	1,500.00
Ruby Stewart 1714 Arizona Chickasha, OK 73018	For: Widow of Buford Stewart	1,000.00
Frank Duckworth PO Box 275 Lockney, TX 79241-0275	For: Retired Minister	1,500.00
Delos Johnson 2 Cottonwood Lane #124 Canyon, TX 79015	For: Retired Minister	1,500.00
Walter Jones 1007 Washington Sand Springs, OK 74063	For: Retired Minister	1,200.00
George Gray 109 Koldin Lane Fort Worth, TX 76114	For: Retired Minister	2,000.00
Barbara Langham 1041 Valentine Hurst, TX 76053	For: Widow of Wendell Langham	2,000.00

FUNDS DISTRIBUTED IN 2012

IV. Grants to supplement support for ministers and retired ministers:

Roberto Lara FCO Perez Baeza 27 Moroleon, GTO Mexico 38800	For: Retired Minister	1,100.00
Dorothy Dethorow 1009 N. Washington Sand Springs, OK 74063	For: Widow of Claude Detherow	1,200.00

TOTAL GRANTS FOR MINSTERS AND RETIRED MINISTERS 15,700.00

FUNDS DISTRIBUTED IN 2012

V. Church general and miscellaneous grants:

South Hill Church of Christ PO Box 3425 Fayetteville, AR 72702-3425	For: Publishing of Basic Christianity	8,000.00
Moments of Inspiration PO Box 653 Ballinger, TX 76821-0653	For: Moments of Inspiration	1,500.00
Christ Appeal Publishers, Inc. 2310 Anna Street Amarillo, TX 79106-4717	For: Publishing	500.00
TOTAL GENERAL AND MISCELLANEOUS		**10,000.00**

THE ARCH L. FERGUSON FOUNDATION

601 EAST ABRAM STREET
P O. BOX 1839
ARLINGTON, TEXAS 76004-1839
(817) 460-1841

DONATIONS RECEIVED BY THE FERGUSON FOUNDATION - 2012

Donald Adrian Estate	**7,000.00**
Martha McCully Guy Thomas McCully 10830 Gerald Ave. Granada, CA 91344	**600.00**
Third Avenue Church of Christ 196 S. Third Ave. Upland, CA 91786	**280.00**
Keith Aderholt Martha Aderholt 3801 Linden Drive Arlington, TX 76017	**50.00**
Nelta G. Smith Gene Smith 204 Edingburgh Victoria, TX 77901	**50.00**
Norman D. Blevins Sharon A. Blevins 398 Arney Rd. Sand Springs, OK 74063-2521	**50.00**
Sondra S. Simmons 2813 Sadler Avenue Fort Worth, TX 76133-1821	**40.00**
TOTAL DONATIONS 2012	**8,070.00**

THE ARCH FERGUSON FOUNDATION
STATEMENT A,B, & C
ATTACH TO 990 PF

LINE 10B: CORPORATE STOCK AND MUTUAL FUNDS - STATEMENT A

ACCOUNT	**AMOUNT ($)**
DOUBLELINE BROKERAGE	101,614
WELLS FARGO MUTUAL FUND	472,591
WELLS FARGO CORPORATE STOCK	320,579
MORGAN STANLEY STOCKS	230,000
TOTAL	**1,124,784**

LINE 10C: CORPORATE BONDS- STATEMENT B

ACCOUNT	**AMOUNT ($)**
HJ SIMS BOND PORTFOLIO	529,536
WELLS FARGO TREASURY BONDS	655,834
MORGAN STANLEY SM BARNEY BONDS	96,499
TOTAL	**1,281,868**

LINE 12: MORTGAGE LOANS-STATEMENT C

ACCOUNT	**AMOUNT ($)**
BIRDSONG	7,781
BIRDSONG	192,039
TOTAL	**199,820**

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization

(Including Information on Listed Property)

RENT 1

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2012

Attachment Sequence No 179

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE ARCH L FERGUSON FOUNDATION	COMMERCIAL BLDG-ARLINGTON TX	23-7103241

Part I Election To Expense Certain Property Under Section 179 Note: *If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1	500000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2000000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	2296.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	5267.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		2295.	5 YRS.	HY	200DB	459.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	8022.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles* **)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No 24b If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year					
43 Amortization of costs that began before your 2012 tax year				43	
44 **Total.** Add amounts in column (f) See the instructions for where to report				44	

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3 month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: THE ARCH L FERGUSON FOUNDATION

Employer identification number (EIN) or: 23-7103241

Number, street, and room or suite no If a P O box, see instructions: P O BOX 1839

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions: ARLINGTON, TX 76004-1839

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ GARY HOOD GENERAL MANAGER
601 EAST ABRAM STREET - ARLINGTON, TX 76010
Telephone No ▶ 817-460-1841 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 8120.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 1120.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 7000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions