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

**2012**

Department of the Treasury  
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>W.A. CRISWELL FOUNDATION, INC.</b>		A Employer identification number <b>23-7226473</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2000 MCKINNEY AVENUE, SUITE 975</b>	Room/suite	B Telephone number <b>(972) 296-8290</b>
City or town, state, and ZIP code <b>DALLAS, TX 75201</b>		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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input 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) \$ <b>25,646,985.</b>	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	165,460.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	12,781.	12,781.	12,781.	<b>STATEMENT 1</b>
4 Dividends and interest from securities	598,098.	598,098.	598,098.	<b>STATEMENT 2</b>
5a Gross rents	2,200.	2,200.	2,200.	<b>STATEMENT 3</b>
b Net rental income or (loss) <b>-1,484.</b>				<b>STATEMENT 4</b>
6a Net gain or (loss) from sale of assets not on line 10	300,999.			
b Gross sales price for all assets on line 6a <b>10,913,278.</b>				
7 Capital gain net income (from Part IV, line 2)		300,999.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	-201,617.	-69,690.	-201,617.	<b>STATEMENT 5</b>
12 Total. Add lines 1 through 11	877,921.	844,388.	411,462.	
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages	231,292.	5,347.	0.	204,558.
15 Pension plans, employee benefits				
16a Legal fees <b>STMT 6</b>	1,650.	1,650.	0.	0.
b Accounting fees <b>STMT 7</b>	20,517.	0.	0.	0.
c Other professional fees <b>STMT 8</b>	119,493.	96,447.	0.	23,046.
17 Interest				
18 Taxes <b>STMT 9</b>	9,911.	9,911.	1,571.	0.
19 Depreciation and depletion	1,236.	0.	1,236.	
20 Occupancy				
21 Travel, conferences, and meetings	427.	0.	0.	0.
22 Printing and publications				
23 Other expenses <b>STMT 10</b>	122,570.	7,649.	2,113.	91,816.
24 Total operating and administrative expenses. Add lines 13 through 23	507,096.	121,004.	4,920.	319,420.
25 Contributions, gifts, grants paid	1,428,487.			1,428,487.
26 Total expenses and disbursements. Add lines 24 and 25	1,935,583.	121,004.	4,920.	1,747,907.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,057,662.			
b Net investment income (if negative, enter -0-)		723,384.		
c Adjusted net income (if negative, enter -0-)			406,542.	

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	75,139.	10,700.	10,700.
	2 Savings and temporary cash investments	277.	277.	277.
	3 Accounts receivable ▶ 232.			
	Less: allowance for doubtful accounts ▶	26.	232.	232.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 12	23,390,927.	23,591,588.	23,591,588.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶ 1,634,900.			
	Less: accumulated depreciation ▶	391,732.	1,634,900.	1,634,900.
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	11,750.	11,750.	11,750.
	14 Land, buildings, and equipment: basis ▶ 38,954.			
	Less: accumulated depreciation STMT 14 ▶ 33,148.	1,077.	5,806.	397,538.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	23,870,928.	25,255,253.	25,646,985.
	17 Accounts payable and accrued expenses	2,761.	1,279.	
	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 ▶ STATEMENT 15)	0.	79,843.		
23 Total liabilities (add lines 17 through 22)	2,761.	81,122.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	1,500.	1,500.	
	25 Temporarily restricted	23,866,667.	25,172,631.	
	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	23,868,167.	25,174,131.		
31 Total liabilities and net assets/fund balances	23,870,928.	25,255,253.		

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	23,868,167.
2 Enter amount from Part I, line 27a	2	-1,057,662.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	2,363,626.
4 Add lines 1, 2, and 3	4	25,174,131.
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	25,174,131.

**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 <b>SEE ATTACHED STATEMENTS</b>			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>10,913,278.</b>		<b>10,612,279.</b>	<b>300,999.</b>

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			<b>300,999.</b>

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	<b>300,999.</b>
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	<b>-29,213.</b>

**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	<b>2,321,676.</b>	<b>25,529,414.</b>	<b>.090941</b>
2010	<b>1,325,858.</b>	<b>23,028,231.</b>	<b>.057575</b>
2009	<b>1,196,855.</b>	<b>20,679,694.</b>	<b>.057876</b>
2008	<b>1,078,719.</b>	<b>23,763,698.</b>	<b>.045394</b>
2007			

2 Total of line 1, column (d)	2	<b>.251786</b>
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	<b>.062947</b>
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	<b>24,911,317.</b>
5 Multiply line 4 by line 3	5	<b>1,568,093.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>7,234.</b>
7 Add lines 5 and 6	7	<b>1,575,327.</b>
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	<b>1,747,907.</b>

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

Table with 11 rows for excise tax calculation. Line 1: 7,234. Line 2: 0. Line 3: 7,234. Line 4: 0. Line 5: 7,234. Line 6a: 1,800. Line 7: 1,800. Line 8: 5. Line 9: 5,439. Line 10: Refunded. Line 11: Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns: Question, Yes, No. Row 1a: No. Row 1b: No. Row 1c: No. Row 2: No. Row 3: No. Row 4a: No. Row 4b: No. Row 5: No. Row 6: No. Row 7: No. Row 8a: TX. Row 8b: No. Row 9: No. Row 10: No.

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.WACRISWELL.COM</u>	X		
14	The books are in care of ► <u>W.A. CRISWELL FOUNDATION</u> Telephone no. ► <u>(214) 740-3240</u> Located at ► <u>2000 MCKINNEY AVENUE, SUITE 975, DALLAS, TX</u> ZIP+4 ► <u>75201</u>			
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			<input type="checkbox"/>
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 ►		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 checked="" type="checkbox"/> Yes <input 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	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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? <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.) 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

**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)?  Yes  No  
 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). **N/A**

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?  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **N/A**

	5b	
	6b	X
	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 19		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SAMUEL C HULL - 2000 MCKINNEY AVENUE, SUITE 975, DALLAS, TX 75201	DIRECTOR SERMON LIBRARY	40.00 120,783.	0.	0.

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 THE W.A. CRISWELL SERMON LIBRARY IS HOSTED FROM THE W.A. CRISWELL WEBSITE. THIS SERMON LIBRARY GIVES ACCESS TO DR. CRISWELL'S TEACHINGS AND SERMONS WORLDWIDE	319,420.
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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	22,546,245.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,109,532.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	1,634,900.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	25,290,677.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	25,290,677.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	379,360.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	24,911,317.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1,245,566.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,245,566.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	7,234.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	7,234.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,238,332.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,238,332.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,238,332.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,747,907.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,747,907.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	7,234.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	1,740,673.

**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				1,238,332.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	71,507.			
d From 2010	183,610.			
e From 2011	1,048,741.			
f Total of lines 3a through e	1,303,858.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 1,747,907.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,238,332.
e Remaining amount distributed out of corpus	509,575.			
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:	1,813,433.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,813,433.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	71,507.			
c Excess from 2010	183,610.			
d Excess from 2011	1,048,741.			
e Excess from 2012	509,575.			

**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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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  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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
CRISWELL COLLEGE 4010 GASTON AVE DALLAS, TX 75246			SUPPORT COLLEGE OPERATIONS AND SCHOLARSHIPS	1,338,707.
DALLAS LIFE FOUNDATION 1100 CADIZ STREET DALLAS, TX 75215			SUPPORT MINISTRY TO THE HOMELESS	1,305.
FIRST BAPTIST ACADEMY 1704 PATTERSON STREET DALLAS, TX 75201			SUPPORT CHRISTIAN SCHOOL OPERATIONS & SCHOLARSHIPS	75,146.
FIRST BAPTIST CHURCH DALLAS 1707 SAN JACINTO DALLAS, TX 75201			SUPPORT CHURCH OPERATIONS & CHOIR	1,532.
FIRST BAPTIST CHURCH FARMERSVILLE 124 SOUTH WASHINGTON STREET FARMERSVILLE, TX 75442			SUPPORT CHRISTIAN CHURCH OPERATIONS	713.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>1,428,487.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





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

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

OMB No 1545-0047

**2012**

Name of the organization

**W.A. CRISWELL FOUNDATION, INC.**

Employer identification number

**23-7226473**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

**Special Rules**

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

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

Employer identification number

W.A. CRISWELL FOUNDATION, INC.

23-7226473

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BLAKE AND ANN POGUE PHOENIX PROPERTY CO. 5950 SHERRY LN., SUITE 320 DALLAS, TX 75225	\$ 33,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JACK BRADY 500 NORTH AKARD, SUITE 3300 DALLAS, TX 75201	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	DON HODGES 2905 MAPLE AVE DALLAS, TX 75201	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	HARRIET MIERS 12076 TAVAL CIRCLE DALLAS, TX 75230	\$ 8,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	PREMIER DESIGNS, C/O MR ANDREW HORNER 123 DOWNS LAKE CIRCLE DALLAS, TX 75230	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization  <b>W.A. CRISWELL FOUNDATION, INC.</b>	Employer identification number  <b>23-7226473</b>
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**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization <b>W.A. CRISWELL FOUNDATION, INC.</b>	Employer identification number <b>23-7226473</b>
---	---

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

**Relationship of transferor to transferee**

--	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

**Relationship of transferor to transferee**

--	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

**Relationship of transferor to transferee**

--	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

**Transferee's name, address, and ZIP + 4**

**Relationship of transferor to transferee**

--	--



W.A. CRISWELL FOUNDATION, INC.

**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 BRISTOW GROUP INC		09/01/11	03/15/12
b EAGLE MATERIALS INC		10/12/11	02/06/12
c EXELON CORP		03/12/12	11/05/12
d TRINITY INDUSTRIES INC		08/24/11	05/01/12
e CHEASAPEAKE ENERGY CORP		01/01/11	04/18/12
f COMMERCIAL METALS		01/01/11	03/12/12
g EAGLE MATERIALS INC		01/01/11	02/06/12
h KIMBERLY CLARK CORP		04/19/10	01/27/12
i SOUTHWEST AIRLINES		01/01/11	05/01/12
j DUKE ENERGY CORP		07/03/12	07/03/12
k EXELON CORP		03/12/12	11/05/12
l KINDER MORGAN MGMT LLC		02/14/12	08/27/12
m TEXAS INDUSTRIES INC		03/22/11	12/24/12
n CONSOLIDATED EDISON INC		01/01/10	10/31/12
o TEXAS INDUSTRIES INC		01/14/10	12/24/12

(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 23,116.		22,228.	888.
b 16,105.		9,014.	7,091.
c 12,727.		16,062.	-3,335.
d 55,045.		43,307.	11,738.
e 68,856.		126,337.	-57,481.
f 41,621.		65,283.	-23,662.
g 16,107.		16,242.	-135.
h 71,664.		62,286.	9,378.
i 24,590.		35,883.	-11,293.
j 46.			46.
k 15,959.		19,947.	-3,988.
l 159.			159.
m 15,294.		13,253.	2,041.
n 119,536.		83,685.	35,851.
o 35,686.		26,138.	9,548.

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			** 888.
b			** 7,091.
c			** -3,335.
d			** 11,738.
e			-57,481.
f			-23,662.
g			-135.
h			9,378.
i			-11,293.
j			** 46.
k			** -3,988.
l			** 159.
m			2,041.
n			35,851.
o			9,548.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

W.A. CRISWELL FOUNDATION, INC.

**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 KINDER MORGAN ENERGY PARTNERS		12/31/09	08/27/12
b MAGELLAN MIDSTREAM PARTNERS		12/31/09	08/27/12
c ONEOK PARTNERS LP		12/31/09	08/27/12
d AMERICAN FUNDS INTERMEDIATE BOND FUND		01/04/12	03/09/12
e AMERICAN FUNDS INCOME OF AMERICA		01/04/12	03/09/12
f AMER FUNDS CAPTIAL WORLD G&I FUND		09/14/07	03/09/12
g AMERICAN FUNDS INVESTMENT COMPANY OF AMERICA		09/14/07	03/09/12
h AMERICAN FUNDS AMCAP FUND		09/14/07	03/09/12
i AMERICAN FUNDS GROWTH FUND OF AMERICA		09/14/07	03/09/12
j AMERICAN FUNDS NEW PERSPECTIVE		09/14/07	03/09/12
k MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD		01/01/12	08/17/12
l MFB NORTHERN MULTI MANAGER SMALL CAP FD		01/01/12	08/17/12
m MFB NORTHERN MULTI MANAGER SMALL CAP FD		05/08/12	08/17/12
n MFB NORTHERN MULTIMGR MID CAP FD		01/01/12	08/17/12
o MFB NORTHERN FUNDS MULTI MANAGER MID CAP FD		05/08/12	08/17/12

(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 111,157.		137,894.	-26,737.
b 217,907.		91,726.	126,181.
c 195,861.		94,175.	101,686.
d 21,520.		21,415.	105.
e 15,781.		15,235.	546.
f 282,168.		398,016.	-115,848.
g 30,127.		36,371.	-6,244.
h 30,127.		31,245.	-1,118.
i 133,528.		162,393.	-28,865.
j 302,636.		396,627.	-93,991.
k 27,918.		24,886.	3,032.
l 10,181.		8,975.	1,206.
m 1,340.		1,296.	44.
n 4,917.		4,178.	739.
o 232.		228.	4.

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			-26,737.
b			126,181.
c			101,686.
d			** 105.
e			** 546.
f			-115,848.
g			-6,244.
h			-1,118.
i			-28,865.
j			-93,991.
k			** 3,032.
l			** 1,206.
m			** 44.
n			** 739.
o			** 4.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

W.A. CRISWELL FOUNDATION, INC.

**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 MFB NORTHERN HI YIELD FXD		09/11/12	09/11/12
b PIMCO FDS PAC INVEST MGMT		07/30/12	11/26/12
c MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD		07/01/11	08/17/12
d MFB NORTHERN FUNDS MULTI MANAGER SMALL CAP FD		07/01/11	08/17/12
e MFB NORTHERN MULTIMGR MID CAP FD		07/01/11	08/17/12
f MFB NORTHERN HI YIELD FXD		01/01/11	09/11/12
g MFB NORTHN FDS MULTI-MANAGER GLOBAL RE FD		07/01/11	03/05/12
h MFB NORTHERN FUNDS MULTI MANAGER EMERGING MKTS		07/01/11	03/05/12
i MFB NORTHERN MULTI MANAGER LARGE CAP FD		07/01/11	03/05/12
j MFB NORTHERN FUNDS MULTI MANAGER INTL EQTY FD		07/01/11	03/05/12
k MFB NORTHERN MULTI MANAGER SMALL CAP FD		07/01/11	03/05/12
l MFB NORTHERN FUNDS MULTI MANAGER MID CAP FD		07/01/11	03/05/12
m MFB NORTHERN HI YIELD FXD		07/01/11	03/05/12
n MFB NORTHERN HI YIELD FXD		01/01/12	03/05/12
o MFB NORTHERN FDS STK INDEX FD		07/01/11	03/05/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,410.		1,410.	0.
b 100,000.		98,323.	1,677.
c 132,131.		133,641.	-1,510.
d 28,311.		32,360.	-4,049.
e 8,525.		9,002.	-477.
f 505,450.		500,000.	5,450.
g 946.		1,044.	-98.
h 53,788.		66,493.	-12,705.
i 53,447.		54,057.	-610.
j 12,408.		13,708.	-1,300.
k 11,043.		12,888.	-1,845.
l 36,057.		38,140.	-2,083.
m 99,382.		99,697.	-315.
n 215.		215.	0.
o 23,490.		22,977.	513.

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			** 0.
b			** 1,677.
c			-1,510.
d			-4,049.
e			-477.
f			5,450.
g			** -98.
h			** -12,705.
i			** -610.
j			** -1,300.
k			** -1,845.
l			** -2,083.
m			** -315.
n			** 0.
o			** 513.

2 Capital gain net income or (net capital loss) ( If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 )	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3

W.A. CRISWELL FOUNDATION, INC.

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 MFB NORTHERN FUNDS MULTI MANAGER LARGE CAP FD		07/01/11	05/08/12
b MFB NORTHERN FUNDS BD INDEX FD		07/01/11	05/08/12
c MFB NORTHERN FUNDS BD INDEX FD		07/01/11	05/08/12
d MFO PIMCO FDS EMERGING LOCAL BD FD		07/05/11	05/08/12
e MFO VANGUARD FXD INC		01/01/12	05/08/12
f ALPS TRUST EFF ALERIAN		01/24/11	01/17/12
g AT&T		08/15/11	06/22/12
h ATLAS ENERGY		01/26/12	05/30/12
i ATLAS PIPELINE		01/26/12	05/30/12
j ATLAS RESOURCE		01/26/12	05/30/12
k CATERPILLAR INC		08/15/11	06/22/12
l CHESAPEAKE GRANITE WASH		11/30/11	08/24/12
m CHEVRON CORP		05/03/12	06/22/12
n COPANO ENERGY		01/26/12	05/30/12
o DEERE & CO		08/15/11	06/22/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,066.		1,091.	-25.
b 45,466.		45,383.	83.
c 3,200.		3,135.	65.
d 895.		929.	-34.
e 3,349.		3,319.	30.
f 49,647.		45,881.	3,766.
g 63,155.		51,146.	12,009.
h 35,266.		26,548.	8,718.
i 20,562.		25,218.	-4,656.
j 2,550.			2,550.
k 46,800.		50,608.	-3,808.
l 101,822.		95,761.	6,061.
m 24,913.		26,421.	-1,508.
n 40,703.		49,677.	-8,974.
o 79,047.		79,031.	16.

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			** -25.
b			** 83.
c			** 65.
d			** -34.
e			** 30.
f			** 3,766.
g			** 12,009.
h			** 8,718.
i			** -4,656.
j			** 2,550.
k			** -3,808.
l			** 6,061.
m			** -1,508.
n			** -8,974.
o			** 16.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

W.A. CRISWELL FOUNDATION, INC.

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 DORCHESTER MINERALS		04/18/12	12/13/12
b EAGLE ROCK ENERGY		01/26/12	11/09/12
c HILLTOP HOLDINGS		05/10/12	06/22/12
d ILLINOIS TOOL WORKS		01/26/12	12/20/12
e ISHARES MSCI SWISS		06/24/11	05/30/12
f JP MORGAN CHASE		01/26/12	05/21/12
g TEMPLETON GLOBAL		08/25/11	06/22/12
h ALPS TRUST EFF ALERIAN		10/18/10	01/17/12
i ATLANTIC POWER CORP		10/18/10	11/09/12
j CANADIAN PAC RAILWAY		09/12/07	01/30/12
k CHEVRON CORP		10/18/10	06/22/12
l COCA COLA		03/03/10	05/30/12
m DU PONT		08/15/11	11/09/12
n DUKE ENERGY CORP		12/06/07	07/06/12
o ENERPLUS CORP		10/18/10	01/17/12

(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 80,810.		90,745.	-9,935.
b 18,211.		21,314.	-3,103.
c 30,205.		29,459.	746.
d 23,663.		20,509.	3,154.
e 42,535.		49,352.	-6,817.
f 100,364.		101,013.	-649.
g 346,726.		375,137.	-28,411.
h 198,589.		174,340.	24,249.
i 120,308.		116,489.	3,819.
j 215,657.		211,744.	3,913.
k 99,654.		84,007.	15,647.
l 44,925.		32,265.	12,660.
m 48,109.		52,409.	-4,300.
n 23.		20.	3.
o 106,535.		139,020.	-32,485.

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			** -9,935.
b			** -3,103.
c			** 746.
d			** 3,154.
e			** -6,817.
f			** -649.
g			** -28,411.
h			** 24,249.
i			** 3,819.
j			** 3,913.
k			** 15,647.
l			** 12,660.
m			** -4,300.
n			** 3.
o			** -32,485.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

W.A. CRISWELL FOUNDATION, INC.

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 EXXON MOBIL		08/09/10	06/22/12
b HIENZ		05/06/09	05/30/12
c ISHARES MSCI CDA		10/18/10	06/22/12
d JOHNSON & JOHNSON		10/18/10	06/22/12
e KELLOGG COMPANY		10/18/10	05/30/12
f KRAFT		09/16/10	05/30/12
g LINN ENERGY		05/09/06	05/30/12
h MCDONALDS		02/14/11	12/20/12
i MERCK		10/18/10	05/30/12
j MICROSOFT		04/06/11	12/20/12
k PEPSICO		10/18/10	06/22/12
l PLUM CREEK TIMBER		02/14/11	12/20/12
m SYSCO CORP		10/18/10	06/22/12
n TEMPLETON GLOBAL		08/29/11	12/24/12
o URANIUM ONE INC		03/14/11	05/30/12

(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 252,313.		138,689.	113,624.
b 34,565.		22,766.	11,799.
c 265,082.		254,927.	10,155.
d 100,193.		93,851.	6,342.
e 135,148.		141,130.	-5,982.
f 34,426.		28,205.	6,221.
g 186,358.		68,469.	117,889.
h 197,640.		149,722.	47,918.
i 133,378.		128,044.	5,334.
j 192,281.		182,633.	9,648.
k 171,510.		161,595.	9,915.
l 161,385.		154,955.	6,430.
m 119,772.		105,205.	14,567.
n 149,839.		154,865.	-5,026.
o 17,718.		35,195.	-17,477.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			113,624.
b			11,799.
c			10,155.
d			6,342.
e			-5,982.
f			6,221.
g			117,889.
h			47,918.
i			5,334.
j			9,648.
k			9,915.
l			6,430.
m			14,567.
n			-5,026.
o			-17,477.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

W.A. CRISWELL FOUNDATION, INC.

**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 VANGUARD ADMIRAL		05/27/11	12/24/12
b VANGUARD GNMA		12/12/11	12/24/12
c VANGUARD S/T		03/29/11	06/25/12
d CAPITAL GAINS DIVIDENDS			
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 1,740,930.		1,722,118.	18,812.
b 200,151.		203,496.	-3,345.
c 1,816,992.		1,816,163.	829.
d 40,328.			40,328.
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			18,812.
b			-3,345.
c			829.
d			40,328.
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	300,999.
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	-29,213.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

<b>Type or print</b>	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	<b>W.A. CRISWELL FOUNDATION, INC.</b>	<b>23-7226473</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	<b>2000 MCKINNEY AVENUE, SUITE 975</b>	
	City, town or post office, state, and ZIP code For a foreign address, see instructions.	
	<b>DALLAS, TX 75201</b>	

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-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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**W.A. CRISWELL FOUNDATION**

• The books are in the care of **2000 MCKINNEY AVENUE, SUITE 975 - DALLAS, TX 75201**

Telephone No. **(214) 740-3240** 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.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

7 State in detail why you need the extension

**TAXPAYER REQUESTS AN ADDITIONAL EXTENSION IN ORDER TO GATHER INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.**

8a 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.	8a	\$	2,800.
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 and any amount paid previously with Form 8868.	8b	\$	2,800.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title **CPA** Date **8.14.13**

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

SOURCE	AMOUNT
FIRST DALLAS ACCTS	16.
NORTHERN TRUST #1445	9,998.
NORTHERN TRUST #99707	2,708.
NORTHERN TRUST TOTAL TE	54.
WELLS FARGO	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	12,781.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST DALLAS	47,728.	0.	47,728.
FIRST DALLAS CHAIR	13,583.	0.	13,583.
NORTH DALLAS BANK	412.	0.	412.
NORTHERN TRUST #01445	158,027.	20,624.	137,403.
NORTHERN TRUST #99707	12,160.	8.	12,152.
SCHWAB	351,031.	12,332.	338,699.
UBS CEF	3.	0.	3.
UBS TIMOTHY	50,953.	7,364.	43,589.
WELLS FARGO	4,529.	0.	4,529.
TOTAL TO FM 990-PF, PART I, LN 4	638,426.	40,328.	598,098.

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PONDER/HANEY PROPERTY	1	2,200.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,200.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	4
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
PROPERTY TAXES		1,571.	
INSURANCE		2,113.	
- SUBTOTAL -	1		3,684.
TOTAL RENTAL EXPENSES			3,684.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-1,484.

FORM 990-PF	OTHER INCOME	STATEMENT	5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INVESTMENTS	-130,322.	-130,322.	-130,322.
OIL & GAS ROYALTIES NET	52,834.	52,834.	52,834.
ROYALTIES 1099 BROKERAGE	7,798.	7,798.	7,798.
BOOK ROYALTIES	966.	0.	966.
UBIT PARTNERSHIP K-1	-132,893.	0.	-132,893.
TOTAL TO FORM 990-PF, PART I, LINE 11	-201,617.	-69,690.	-201,617.

FORM 990-PF	LEGAL FEES	STATEMENT	6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,650.	1,650.	0.	0.
TO FM 990-PF, PG 1, LN 16A	1,650.	1,650.	0.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	20,517.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	20,517.	0.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MONEY MANAGER & BROKER INVESTMENT FEES	96,447.	96,447.	0.	0.
TRANSCRIBERS	23,046.	0.	0.	23,046.
TO FORM 990-PF, PG 1, LN 16C	119,493.	96,447.	0.	23,046.

FORM 990-PF	TAXES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	8,340.	8,340.	0.	0.
PROPERTY TAXES	1,571.	1,571.	1,571.	0.
TO FORM 990-PF, PG 1, LN 18	9,911.	9,911.	1,571.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	12,631.	0.	0.	0.
POSTAGE	179.	0.	0.	0.
OFFICE SUPPLIES	4,398.	0.	0.	687.
COMPUTER & SOFTWARE	3,182.	1,061.	0.	2,121.
MISC	5,363.	0.	0.	0.
STORAGE	427.	0.	0.	0.
TELEPHONE	794.	0.	0.	0.
TRAINING	4,475.	4,475.	0.	0.
WEB-SITE LIBRARY	31,078.	0.	0.	31,078.
CONTRACTORS	54,587.	0.	0.	54,587.
OTHER EXPENSES - SERMON LIBRARY	3,343.	0.	0.	3,343.
INSURANCE	2,113.	2,113.	2,113.	0.
TO FORM 990-PF, PG 1, LN 23	122,570.	7,649.	2,113.	91,816.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
DESCRIPTION		AMOUNT
UNREALIZED GAIN BROKERAGES		1,120,458.
UNREALIZED GAIN REAL ESTATE		1,243,168.
TOTAL TO FORM 990-PF, PART III, LINE 3		2,363,626.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED SECURITIES	23,591,588.	23,591,588.
TOTAL TO FORM 990-PF, PART II, LINE 10B	23,591,588.	23,591,588.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER SECURITIES	COST	11,750.	11,750.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,750.	11,750.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	14
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FIREPROOF CABINET AND COMPUTER SYSTEM	9,316.	9,316.	0.
FIREPROOF CABINET	4,115.	4,115.	0.
OFFICE SAFE	2,885.	2,369.	516.
HANEY PROPERTY	188,101.	0.	188,101.
GASTON AVE PARKING LOT	202,131.	0.	202,131.
BRIDGEPORT LOTS	1,500.	0.	1,500.
COMPAQ COMPUTER	2,457.	2,457.	0.
LAPTOP	2,030.	2,030.	0.
DELL COMPUTER	1,106.	1,106.	0.
HSBC COMPUTER/PRINTER	2,154.	2,154.	0.
COMPUTER BACK OFFICE 2.8GHZ	1,854.	1,854.	0.
SERVER	4,557.	4,557.	0.
HARD DRIVE	707.	707.	0.
COMPUTER SERMON LIBRARY	1,808.	1,808.	0.
NEW SERVER & COMPUTER FOR SERMON LIBRARY	1,976.	231.	1,745.
WEBSITE DEVELOPMENT FOR SERMON LIBRARY	3,989.	443.	3,546.
TOTAL TO FM 990-PF, PART II, LN 14	430,686.	33,147.	397,539.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	15
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED DISTRIBUTIONS	0.	79,843.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	79,843.	

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 19

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DARRELL LAFITTE 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	PRESIDENT 10.00	0.	0.	0.
JACK POGUE 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	CHAIRMAN OF THE BOARD 10.00	0.	0.	0.
CURTIS BAKER 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
RANDY BRADLEY 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
JACK BRADY 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
DEAN CHILDRES 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
BRIAN HERMES 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
DON HODGES 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
GARRY KINDER 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
BLAKE POGUE 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.
DR STEVE WASHBURN 2000 MCKINNEY AVENUE, SUITE 975 DALLAS, TX 75201	BOARD MEMBER 0.00	0.	0.	0.

MICHAEL LAFITTE  
2000 MCKINNEY AVENUE, SUITE 975  
DALLAS, TX 75201

BOARD MEMBER  
0.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

Asset Number	Description of property							
	Date placed in service	Method/IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
	<b>FURNITURE &amp; FIXTURES</b>							
47	<b>FIREPROOF CABINET AND COMPUTER SYSTEM</b>							
	041202	SL	7.00	16	9,316.		9,316.	0.
48	<b>FIREPROOF CABINET</b>							
	032104	SL	7.00	16	4,115.		4,115.	0.
49	<b>OFFICE SAFE</b>							
	041307	SL	7.00	16	2,885.		1,957.	412.
	<b>* 990-PF PG 1 TOTAL FURNITURE &amp; FIXTURES</b>							
					16,316.	0.	15,388.	412.
	<b>LAND</b>							
50	<b>HANEY PROPERTY</b>							
		L			188,101.			0.
51	<b>GASTON AVE PARKING LOT</b>							
		L			202,131.			0.
52	<b>BRIDGEPORT LOTS</b>							
		L			1,500.			0.
	<b>* 990-PF PG 1 TOTAL LAND</b>							
					391,732.	0.	0.	0.
	<b>MACHINERY &amp; EQUIPMENT</b>							
53	<b>COMPAQ COMPUTER</b>							
	062200	SL	5.00	16	2,457.		2,457.	0.
54	<b>LAPTOP</b>							
	051502	SL	5.00	16	2,030.		2,030.	0.
55	<b>DELL COMPUTER</b>							
	112702	SL	5.00	16	1,106.		1,106.	0.
56	<b>HSBC COMPUTER/PRINTER</b>							
	020506	SL	5.00	16	2,154.		2,154.	0.
57	<b>COMPUTER BACK OFFICE 2.8GHZ</b>							
	021707	SL	5.00	16	1,854.		1,793.	61.
	<b>* 990-PF PG 1 TOTAL MACHINERY &amp; EQUIPMENT</b>							
					9,601.	0.	9,540.	61.
	<b>* 990-PF PG 1 TOTAL -</b>							
					417,649.	0.	24,928.	473.
	<b>MACHINERY &amp; EQUIPMENT</b>							
58	<b>SERVER</b>							
	011503	SL	5.00	16	4,557.		4,557.	0.
59	<b>HARD DRIVE</b>							
	043003	SL	5.00	16	707.		707.	0.
60	<b>COMPUTER SERMON LIBRARY</b>							
	040207	SL	5.00	16	1,808.		1,719.	89.
71	<b>NEW SERVER &amp; COMPUTER FOR SERMON LIBRARY</b>							
	060112	SL	5.00	16	1,976.			231.
72	<b>WEBSITE DEVELOPMENT FOR SERMON LIBRARY</b>							
	091512	SL	3.00	16	3,989.			443.
	<b>* 990-PF PG 1 TOTAL MACHINERY &amp; EQUIPMENT</b>							
					13,037.	0.	6,983.	763.
	<b>* 990-PF PG 1 TOTAL -</b>							
					13,037.	0.	6,983.	763.
	<b>* GRAND TOTAL 990-PF PG 1 DEPR</b>							
					430,686.	0.	31,911.	1,236.