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

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

2012

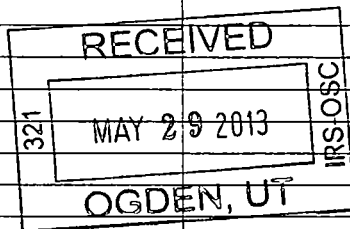
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation Five Promises for Children Foundation, Inc.		A Employer identification number 26-4542011
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 1468	Room/suite	B Telephone number 304-346-0441
City or town, state, and ZIP code Charleston, WV 25325		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) \$ 88,045.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		230.	230.		Statement 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		230.	230.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 2		1,237.	0.		1,237.
b Accounting fees Stmt 3		400.	0.		400.
c Other professional fees Stmt 4		24,000.	0.		24,000.
17 Interest					
18 Taxes Stmt 5		33.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		173.	0.		0.
24 Total operating and administrative expenses Add lines 13 through 23		25,843.	0.		25,637.
25 Contributions, gifts, grants paid		153,900.			153,900.
26 Total expenses and disbursements Add lines 24 and 25		179,743.	0.		179,537.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		<179,513.>			
b Net investment income (if negative, enter -0-)			230.		
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	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	267,558.	88,045.	88,045.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	267,558.	88,045.	88,045.	
	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 ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	267,558.	88,045.			
30 Total net assets or fund balances	267,558.	88,045.			
31 Total liabilities and net assets/fund balances	267,558.	88,045.			

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	267,558.
2 Enter amount from Part I, line 27a	2	<179,513.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	88,045.
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	88,045.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

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			

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

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	136,392.	327,012.	.417086
2010	54,200.	422,808.	.128191
2009	51,739.	83,137.	.622334
2008			
2007			

2 Total of line 1, column (d)	2	1.167611
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	.389204
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	166,250.
5 Multiply line 4 by line 3	5	64,705.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2.
7 Add lines 5 and 6	7	64,707.
8 Enter qualifying distributions from Part XII, line 4	8	179,537.

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.

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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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	2.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	2.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments.			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		2.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> WV		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.5promiseswv.org</u>	13	X	
14	The books are in care of ► <u>Jack Rossi</u> Telephone no. ► <u>304-382-7498</u> Located at ► <u>P.O. Box 1468, Charleston, WV</u> ZIP+4 ► <u>25326</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	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <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 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	
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	
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** ☐ Yes ☒ 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 7		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

(continued)

0

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	0.
b Average of monthly cash balances	1b	168,782.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	168,782.
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	168,782.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,532.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	166,250.
6 Minimum investment return Enter 5% of line 5	6	8,313.

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	8,313.
2a Tax on investment income for 2012 from Part VI, line 5	2a	2.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	8,311.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	8,311.
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	8,311.

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	179,537.
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	179,537.
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	2.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	179,535.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				8,311.
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				
d From 2010	33,086.			
e From 2011	120,057.			
f Total of lines 3a through e	153,143.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$	179,537.			
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				8,311.
e Remaining amount distributed out of corpus	171,226.			
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	324,369.			
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 instructions			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	324,369.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	33,086.			
d Excess from 2011	120,057.			
e Excess from 2012	171,226.			

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N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2012)

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Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)			**	
a Paid during the year				
Preston County Caring Council/Family Resource Network 105 W. High Street Kingwood, WV 26537		Other public charity	Pilot (2) 8-week, one time/week. parent-education classes	2,500.
Big Creek People in Action, Inc. HC 32 Box 541 War, WV 24892		Other public charity	After school program that provides constructive & engaging activities to enhance social.	5,000.
Boys & Girls Club of Marion County 1025 Fairfax Street Fairmont, WV 26554		Other public charity	Providing culturally enriching activities and allows them opportunities that they would not	5,000.
Chestnut Mountain Ranch PO Box 757 Morgantown, WV 26507		Other public charity	Provides a weather station and hardware for classroom to be used as a teaching tool and benefit the	5,000.
Mountwest Foundation, Inc. PO Box 1539 Hurricane, WV 25716		Other public charity	Provides free and accessible American Sign Language classes for families and their deaf children.	5,000.
Total	See continuation sheet(s)			153,900.
b Approved for future payment				
None				
Total				0

**Five Promises for Children
Foundation, Inc.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
John W. Hereford Boys & Girls Clubs of Huntington, Inc. 520 Everett Street Huntington, WV 25702		Other public charity	To build a stronger science, technology, engineering and math program while strengthening the	2,500.
Rainelle/Pocahontas Parents as Teachers 645 Kanawha Avenue Rainelle, WV 25962		Other public charity	Provide teen and young parents and their families a safe, nurturing environment where they can	5,000.
Mountain Hospice, Inc. 1600 Crim Avenue Belington, WV 26250		Other public charity	Provide a camp for children and youth who are dealing with a loss, related to or not with hopice.	5,000.
Daymark, Inc. 1592 Washington Street E #2 Charleston, WV 25311		Other public charity	Provide a safe place for runaway and homeless youth, 12 and up, who need a safe alternative to the	5,000.
Children's Home Society of WV 1739 St. Mary's Ave Parkersburg, WV 26101		Other public charity	Provide help with funding for housing for the Transitional Living Program.	5,000.
Child Protect Mercer County, Inc. 206 Center Street Princeton, WV 24740		Other public charity	Provide free mental health services to at-risk children in southern WV	3,000.
ABLE Families PO Box 1249 Kermit, WV 25674		Other public charity	Provide educational experience during after school hours	5,000.
Arts in Action 2658 Main Street Hurricane, WV 25526		Other public charity	Provide on-going financial aid to programs that enable children of all economic backgrouds to	7,500.
Big Brothers, Big Sisters of South Central WV 1021 Quarrier Street #506 Charleston, WV 25301		Other public charity	Develop a school based mentoring program that serves youth in after school programs and recruit additional	5,000.
Boys & Girls Club of Parkersburg 1200 Mary Street Parkersburg, WV 26101		Other public charity	To increase the organizational capacity of the Club to provide more programs for more	3,000.
Total from continuation sheets				131,400.

**Five Promises for Children
Foundation, Inc.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CASA for Kids 440 Elmer Prince Drive Morgantown, WV 26505		Other public charity	Supplies volunteers advocates for abused and neglected children giving them a voice in court.	2,500.
Children's Home Society of WV 129 Greenbag Road Morgantown, WV 26501		Other public charity	Provides a 6 week summer reading program for children & youth in the foster care program, adoptive	1,800.
Golden Girl Group Home PO Box 876 Ceredo, WV 25507		Other public charity	Provide a safe place for girls to learn healthy skills for productive and happy life.	7,500.
For Love of Children 1763 Columbia Road NW Washington, DC 20009		Other public charity	Provide environmental education as a foundation and focuses on helping students make healthy life	2,000.
The Education Alliance PO Box 3071 Charleston, WV 25331		Other public charity	Leadership program to identify and overcome students academic & social challenges by pairing business	7,500.
HOPE 1033 Virginia Street East Charleston, WV 25301		Other public charity	All volunteer community service project designed to improve the quality of housing for low income	5,000.
Make-A-Wish Foundation of Greater PA & Southern WV 1031 Quarrier Street #401 Charleston, WV 25301		Other public charity	Grants wishes of children who have been diagnosed with life threatening medical conditions.	5,000.
McDowell County Faces 25 Bank Street Welch, WV 24801		Other public charity	Builds prevention leaders for tomorrow.	7,500.
Salvation Army Boys & Girls Club of Charleston 301 Tennessee Avenue Charleston, WV 25302		Other public charity	Commission a study to examine whether the program has impacted youth outcomes in healthy behavior.	3,000.
Shenandoah Valley Medical Sytem - Morgan County Starting Points PO Box 1146 Martinsburg, WV 25402		Other public charity	Promotion of healthy behaviors to prevent teen pregnancy, drug use and child abuse.	2,200.
Total from continuation sheets				

**Five Promises for Children
Foundation, Inc.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Stockert Youth Center 79 E Main Street Buckhannon, WV 26201		Other public charity	Provides new equipment for the tutoring program and enhances educational activities for children who	5,000.
TEAM for West Virginia Children, Inc. PO Box 1653 Huntington, WV 25717		Other public charity	Recruit, screen, train and support at least 50 community citizens to serve as volunteers to advocate for abused	2,500.
Tucker County Family Resource Network 501 Chestnut Avenue Parsons, WV 26287		Other public charity	Target men living in Tucker County and equip them with the skills they need to become the fathers and	2,500.
Tyler County Energy Express 311 Main Street Middlebourne, WV 26149		Other public charity	Summer program promoting the school success of children living in rural and low income communities	2,500.
The Youth Club of Marshall County PO Box 109 Moundsville, WV 26041		Other public charity	Provides a spacious, safe after school location with supportive caring adults & educational	5,000.
Pressley Ridge at White Oak 47 Chambers Circle Road Walker, WV 26180		Other public charity	To create and enhance the outdoor learning space providing education to troubled and developmentally	3,000.
Big Brothers, Big Sisters of North Central WV 500 Mylan Park Lane #2 Morgantown, WV 26501		Other public charity	Provide for the sponsorship of 10 matches of children between ages 6-15 from primarily single	1,000.
CASA of the Eastern Panhandle Inc 229 E Martin Street #100 Martinsburg, WV 25401		Other public charity	Ensure that the needs of abused and neglected children who have been removed from their homes are	1,000.
Daymark, Inc. 1592 Washington Street E #2 Charleston, WV 25311		Other public charity	Provide a safe place for runaway and homeless youth 12 and up who need a safe alternative to the	1,000.
Mission West Virginia 168 Midland Trail #1 Hurricane, WV 25526		Other public charity	Providing backpacks and school supplies for children in foster care.	1,000.
Total from continuation sheets				

**Five Promises for Children
Foundation, Inc.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Scott's Run Settlement House PO Box 590 Pursglove, WV 26546		Other public charity	To provide children at risk of food insecurity with a bag of food each weekend during the school	1,000.
Youth Club of Marshall County PO Box 109 Moundsville, WV 26041		Other public charity	Provide mentoring program within the school with the goal of increasing participation in the	1,000.
CASA for Children Inc 258 Jefferson Ave Moundsville, WV 26041		Other public charity	Finding safe and permanent homes for abused and neglected children.	1,000.
CASA of the Eleventh Judicial Circuit WV Inc. PO Box 1142 Lewisburg, WV 24901		Other public charity	To supervise, retain, recruit and train new Volunteer Advocates in the counties we serve	1,000.
CHANGE, Inc. 3136 West Street Weirton, WV 26062		Other public charity	Providing nutrition and structured activities to youth.	1,000.
Childhood Language Center 406 Capitol Street Charleston, WV 25301		Other public charity	Provide needed therapy with a trained speech therapist, as well as participate in monthly group outings designed	1,500.
Children's Home Society of WV PO Box 763 Parkersburg, WV 26102		Other public charity	To assist with operation cost and overall sustainability to further the growth and demand of the	1,000.
Children's Home Society of Wheeling Inc 1 Orchard Road Wheeling, WV 26003		Other public charity	Provide funding support for the employment benefits of our full time education coordinator	1,000.
Doddridge County Starting Points Center, Inc. 113 Lincoln Avenue West Union, WV 26456		Other public charity	Provide food to students in 3 county schools for their consumption over the weekends, during the	1,500.
Huntington League 3 for Disabled Children 240 11th Avenue Huntington, WV 25701		Other public charity	Provide a 5 county wide program for children with disabilities to play baseball	1,000.
Total from continuation sheets				

**Five Promises for Children
Foundation, Inc.**

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Marshall County Family Resource Network Inc 1501 Second Street Moundsville, WV 26401		Other public charity	Provide an inclusive, safe place for all children, in an interactive environment that	1,000.
Mountain Hospice, Inc. 1600 Crim Avenue Belington, WV 26250		Other public charity	Provide a camp for children and youth who are dealing with a loss, related to or not with Hospice	1,500.
Pocahontas County Family Outreach & Education Center 821 A 3rd Street Marlinton, WV 24954		Other public charity	Provide art education classes on a monthly basis for the students at Marlinton Elementary School at	1,400.
The Shack Neighborhood House Inc. PO Box 600 Pursglove, WV 26546		Other public charity	Provide development of youth leadership through supporting the Leader In Me program, summer enrichment and	1,000.
Voices for Children Foundation 305 1/2 4th Street #1 Parkersburg, WV 26101		Other public charity	Provide advocates to represent an abused/neglected child in court	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - Big Creek People in Action, Inc.

After school program that provides constructive & engaging activities to enhance social, emotional, physical and academic success.

Name of Recipient - Boys & Girls Club of Marion County

Providing culturally enriching activities and allows them opportunities that they would not otherwise have.

Name of Recipient - Chestnut Mountain Ranch

Provides a weather station and hardware for classroom to be used as a teaching tool and benefit the boys and community.

Name of Recipient - John W. Hereford Boys & Girls Clubs of Huntington, Inc.

To build a stronger science, technology, engineering and math program while strengthening the physical fitness program

Name of Recipient - Rainelle/Pocahontas Parents as Teachers

Provide teen and young parents and their families a safe, nurturing environment where they can interact with others who are experiencing similar challenges.

Name of Recipient - Daymark, Inc.

Provide a safe place for runaway and homeless youth, 12 and up, who need a safe alternative to the streets.

Name of Recipient - Arts in Action

Provide on-going financial aid to programs that enable children of all

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

economic backgrouds to particiapte in dance, visual arts, music,
theater and fitness.

Name of Recipient - Big Brothers, Big Sisters of South Central WV

Develop a school based mentoring program that serves youth in after
school programs and recruit additional "Bigs" interested in
participating in community based programs.

Name of Recipient - Boys & Girls Club of Parkersburg

To increase the organizational capacity of the Club to provide more
programs for more members, more often.

Name of Recipient - Children's Home Society of WV

Provides a 6 week summer reading program for children & youth in the
foster care program, adoptive homes and the WE CAN volunteer program

Name of Recipient - For Love of Children

Provide environmental education as a foundation and focuses on helping
students make healthy life choices and reinforcing critical thinking
skills.

Name of Recipient - The Education Alliance

Leadership program to identify and overcome students academic & social
challenges by pairing business mentors with at-risk students.

Name of Recipient - HOPE

All volunteer community service project designed to improve the quality
of housing for low income residents and provide an authentic learning

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

experience for high school youths.

Name of Recipient - Salvation Army Boys & Girls Club of Charleston

Commission a study to examine whether the program has impacted youth outcomes in healthy behavior, physical activity level and social relationship skills.

Name of Recipient - Stockert Youth Center

Provides new equipment for the tutoring program and enhances educational activities for children who attend the After School and Camp Buccaneer programs

Name of Recipient - TEAM for West Virginia Children, Inc.

Recruit, screen, train and support at least 50 community citizens to serve as volunteers to advocate for abused children in civil court.

Name of Recipient - Tucker County Family Resource Network

Target men living in Tucker County and equip them with the skills they need to become the fathers and father figures that children need.

Name of Recipient - Tyler County Energy Express

Summer program promoting the school success of children living in rural and low income communities across WV

Name of Recipient - The Youth Club of Marshall County

Provides a spacious, safe after school location with supportive caring adults & educational opportunities that stimulate the intellectual, social, emotional needs of the adolescent.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - Pressley Ridge at White Oak

To create and enhance the outdoor learning space providing education to troubled and developmentally challenged children.

Name of Recipient - Big Brothers, Big Sisters of North Central WV

Provide for the sponsorship of 10 matches of children between ages 6-15 from primarily single parent households that are predominately low income to mentors.

Name of Recipient - CASA of the Eastern Panhandle Inc

Ensure that the needs of abused and neglected children who have been removed from their homes are adequately identified and met.

Name of Recipient - Daymark, Inc.

Provide a safe place for runaway and homeless youth 12 and up who need a safe alternative to the streets

Name of Recipient - Scott's Run Settlement House

To provide children at risk of food insecurity with a bag of food each weekend during the school year.

Name of Recipient - Youth Club of Marshall County

Provide mentoring program within the school with the goal of increasing participation in the Credit Recovery program by students at risk of not graduating or achieving grade level maintenance.

Name of Recipient - Childhood Language Center

Part XV | Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Provide needed therapy with a trained speech therapist, as well as participate in monthly group outings designed to integrate the family into therapy

Name of Recipient - Children's Home Society of WV

To assist with operation cost and overall sustainability to further the growth and demand of the mentoring services

Name of Recipient - Children's Home Society of Wheeling Inc

Provide funding support for the employment benefits of our full time education coordinator for 1 year with full time salary paid by our agency

Name of Recipient - Doddridge County Starting Points Center, Inc.

Provide food to students in 3 county schools for their consumption over the weekends, during the school year based on their qualifying for free or reduced school lunches.

Name of Recipient - Marshall County Family Resource Network Inc

Provide an inclusive, safe place for all children, in an interactive environment that encourages acceptance, learning and development through play.

Name of Recipient - Pocahontas County Family Outreach & Education Center

Provide art education classes on a monthly basis for the students at Marlinton Elementary School at the Center

Name of Recipient - The Shack Neighborhood House Inc.

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Provide development of youth leadership through supporting the Leader

In Me program, summer enrichment and community involvement and Read A

Loud program

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12-05-12

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
United Bank	230.
Total to Form 990-PF, Part I, line 3, Column A	230.

Form 990-PF Legal Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	1,237.	0.		1,237.
To Fm 990-PF, Pg 1, ln 16a	1,237.	0.		1,237.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	400.	0.		400.
To Form 990-PF, Pg 1, ln 16b	400.	0.		400.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Management fees	24,000.	0.		24,000.
To Form 990-PF, Pg 1, ln 16c	24,000.	0.		24,000.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Licenses	25.	0.		0.	
Excise tax	8.	0.		0.	
To Form 990-PF, Pg 1, ln 18	33.	0.		0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Postage & Mailing	152.	0.		0.	
Website Design & Maintenance	21.	0.		0.	
To Form 990-PF, Pg 1, ln 23	173.	0.		0.	

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 7
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Jack Rossi P.O. Box 1468 Charleston, WV 25325	Chairman 1.00	0.	0.	0.
Richard Donovan P.O. Box 1468 Charleston, WV 25325	Secretary 1.00	0.	0.	0.
Diane Strong-Treister P.O. Box 1468 Charleston, WV 25325	Director 0.50	0.	0.	0.
Ann Starcher P.O. Box 1468 Charleston, WV 25325	Director 0.50	0.	0.	0.
Linda Hickman P.O. Box 1468 Charleston, WV 25325	Director 0.50	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF	Grant Application Submission Information Part XV, Lines 2a through 2d	Statement	8
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Name and Address of Person to Whom Applications Should be Submitted

Brooke Manchin Roberts
P.O. Box 1486
Charleston, WV 25325

Telephone Number	Name of Grant Program
304-346-0441	Five Promises for Children Foundation

Form and Content of Applications

The grant application is available on the website www.5promiseswv.org and should be submitted through the website.

Any Submission Deadlines

No later than May 1 for the first session and no later than November 1 for the second session.

Restrictions and Limitations on Awards

Restricted to West Virginia 501(c)(3) entities. Project must support one of the five promises to positively impact the quality of life for children. On December 5, 2011, the general limitation for any one grant was increased from \$5,000 to \$7,500. At its discretion, the board of directors may approve larger grants to organizations whose goals and objectives are similar to those of the Foundation.