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Form **990-PF**

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

2012

OMB No 1545-0052

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 ar beginning 2012, and ending

-	For cal	endar year 2012, or tax year beginning	, 2012	, and ending		
		EN CHARITABLE FOUNDATION	· · · · · · · · · · · · · · · · · · ·	,	A Employer identification nu 30-0490635	
		W. WALL STREET AND, TX 79701			B Telephone number (see the 432-683-9093	instructions)
-	0 Ob.	- North Albert Colored Albert			C If exemption application is	pending, check here
,	G Che	eck all that apply Initial return Final return	Initial return of a form	ner public charity	D 1 Foreign organizations, che	ck here ►
-	H C	Address change heck type of organization: X Section 5	Name change 01(c)(3) exempt private f	foundation	2 Foreign organizations mee here and attach computations	
-	l Fa	Section 4947(a)(1) nonexempt charitable		private foundation	E If private foundation statu- under section 507(b)(1)(A	
2013	<i>(1</i> ► \$	from Part II, column (c), line 16)	Other (specify) T, column (d) must be or		F If the foundation is in a 60 under section 507(b)(1)(B)-month termination), check here
(S)	Part	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not neces sarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investmen income	t (c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
NOV (Contributions, gifts, grants, etc, received (att sch)	1,425,000.			
SCANNED		2 Ck I if the foundn is not req to att Sch B 3 Interest on savings and temporary				
		cash investments 4 Dividends and interest from securities	928.	92	8.	
CA		5 a Gross rents b Net rental income				
Ø	R	or (loss) 6 a Net gan/(loss) from sale of assets not on line 10				
	E V E N U	b Gross sales price for all assets on line 6a				
	E N	7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain				
	U E	9 Income modifications 10 a Gross sales less returns and				
		allowances h Less Cost of				
		goods sold . c Gross profit/(loss) (att sch)				
		11 Other income (attach schedule)				
		SEE STATEMENT 1 12 Total. Add lines 1 through 11				
-		13 Compensation of officers directors trustees etc	1,189,405.	92	8. 0.	
		14 Other employee salaries and wages				
	А					
	D M I	b Accounting fees (attach sch) c Other prof fees (attach sch) 2013				
	O I P S	17 Interest				
	OPERAT.	18 Tales (attack software) Septiment 19 Depreciation (entresal) UT sch) and depletion				
	ΝV	20 Occupancy				
	GÉ	21 Travel, conferences, and meetings 22 Printing and publications				
	AND EN	23 Other expenses (attach schedule)				
	N S E	Total operating and administrative expenses. Add lines 13 through 23				
	S	25 Contributions, gifts, grants paid STMT 2	105,330.			105,330.
_		26 Total expenses and disbursements. Add lines 24 and 25	105,330.		0. 0.	105,330.
		27 Subtract line 26 from line 12: a Excess of revenue over expenses				
		and disbursements b Net investment income (if negative, enter -0-)	1,084,075.	92	<u> </u>	
_		C Adjusted net income (if negative, enter -0-)		32	0.	
ī	RAA F	or Paperwork Reduction Act Notice, see in	structions	-	EEA0504L 12/23/12	Form 990-PF (2012)

Dar		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		of year
ran	<u>-</u>	(See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash — non-interest-bearing	806,299.	10,000.	10,000.
	2	Savings and temporary cash investments		1,069,367.	1,069,367.
	3	Accounts receivable			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable			
	1	Less: allowance for doubtful accounts ►			
	5	Grants receivable .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
Ą		Less allowance for doubtful accounts ▶			
Š	8	Inventories for sale or use			
A S S E T	9	Prepaid expenses and deferred charges .			
Ś	10 a	Investments – U.S. and state government obligations (attach schedule)	_		
	t	Investments — corporate stock (attach schedule)			
	(: Investments — corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment. basis			
	1	Less: accumulated depreciation (attach schedule) SEE STMT 3	307,000.	307,000.	307,000.
	12	Investments – mortgage loans.			
	13	Investments – other (attach schedule) STATEMENT 4	1,562,948.	2,373,955.	2,522,838.
	14	Land, buildings, and equipment: basis			
	i	Less: accumulated depreciation (attach schedule)			
	15	` 'I			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I).	2,676,247.	3,760,322.	3,909,205.
Ļ	17	Accounts payable and accrued expenses	= 7 0 1 0 7 0 0 1 1		2,000,200.
A	18	Grants payable			
Ŗ	19	Deferred revenue			
Ľ	20	Loans from officers, directors, trustees, & other disqualified persons]
Ī	21	Mortgages and other notes payable (attach schedule)			
Ţ	22	Other liabilities (describe)			
E S	23	Total liabilities (add lines 17 through 22)	0.	0.	
<u> </u>	2.5	Foundations that follow SFAS 117, check here	0.1	0.	
		and complete lines 24 through 26 and lines 30 and 31.	0.676.047		
NF	24	Unrestricted	2,676,247.	3,760,322.	
EUTN	25	Temporarily restricted Permanently restricted .			
A D	26	Foundations that do not follow SFAS 117, check here		<u> </u>	1
A B A L A		and complete lines 27 through 31.			
EL	27	Capital stock, trust principal, or current funds			
SN	28	Paid-in or capital surplus, or land, building, and equipment fund .			
O E	29	Retained earnings, accumulated income, endowment, or other funds			
RS	30	Total net assets or fund balances (see instructions)	2,676,247.	3,760,322.	
	31	Total liabilities and net assets/fund balances (see instructions)	2,676,247.	3,760,322.	
Par		Analysis of Changes in Net Assets or Fund Balance	es	<u> </u>	
Щ.	Total	net assets or fund balances at beginning of year — Part II, colum of-year figure reported on prior year's return).		ree with	2 676 247
2		r amount from Part I, line 27a		2	2,676,247. 1,084,075.
3		increases not included in line 2 (itemize).		3	1,004,075.
3 4		lines 1, 2, and 3			3,760,322.
5		ases not included in line 2 (itemize)	=	5	3,700,322.
6		net assets or fund balances at end of year (line 4 minus line 5)	- Part II, column (b), II		3,760,322.

.

raitiv	(a) List and describe	the kind(s) of property sold (e.g., re, or common stock, 200 shares ML	eal estate.	(b) How acq P — Purch D — Donat	ase	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a N/	<u>'</u>						
b							
С							
d							
					-		
	e) Gross sales price	(f) Depreciation allowed	(g) Cost or other bas	sis		(h) Gain or	(loss)
`	•, ••	(or allowable)	plus expense of sal	e		(e) plus (f) m	inus (g)
a							·
ь							
<u>d</u>							_
							
	mplete only for assets show	ing gain in column (h) and owned b	v the foundation on 12/31/69	,		412 Couns (Colu	(h)
	i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a	(1)		(I) Gains (Colu ain minus column (k in -0-) or Losses (fr), but not less
a							 -
b							
	<u> </u>						
d							
e							
							
-	oital gain net income or (net	L.	ter -0- in Part I, line 7	· [2		
3 Net	short-term capital gain or (loss) as defined in sections 1222(5)	and (6)		ĺ		
ın F	Part I, line 8	e 8, column (c) (see instructions). If	`		3		
Part V	Qualification Under	Section 4940(e) for Reduce	d Tax on Net Investme	ent Incor	ne		
If section	4940(d)(2) applies, leave the foundation liable for the sec	tion 4942 tax on the distributable an	nount of any year in the bas		,	N/A	☐ No
		ify under section 4940(e) Do not co					
	,	n each column for each year; see th	ne instructions before makin	g any entri	es		
Cale	(a) Base period years endar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use ass	ets	(colu	(d) Distribution mn (b) divided t	
	2011						
	2010						
	2009						 ·
	2008						
	2007						
2 Tot	al of line 1, column (d)				2		
3 Ave	erage distribution ratio for th	e 5-year base period – divide the to	otal on line 2 by 5, or by the	Ī			
nun	nber of years the foundation	has been in existence if less than !	o years	-	3		
4 Ent	er the net value of nonchari	table-use assets for 2012 from Part	X, line 5	-	4		
5 Mul	tiply line 4 by line 3				5		
6 Ent	er 1% of net investment inc	ome (1% of Part I, line 27b)			6		
7 Add	f lines 5 and 6			. [7		
8 Ent	er qualifying distributions fro	om Part XII, line 4			8		
If In	ne 8 is equal to or greater the tylinstructions	nan line 7, check the box in Part VI,	line 1b, and complete that	part using a	a 1%	tax rate. See th	ne

	Excise Tax based on investment income (section 4940(a), 4940(b), 4940(e), or 4948 — see	ınstru	ction	5)	
1 a	a Exempt operating foundations described in section 4940(d)(2), check here . and enter 'N/A' on line 1.	100			1
	Date of ruling or determination letter: (attach copy of letter if necessary — see instrs)	1			
t	Domestic foundations that meet the section 4940(e) requirements in Part V,	1			<u> 19.</u>
	check here ► ☐ and enter 1% of Part I, line 27b	1		经建筑	
(c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	1		A STATE OF	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable				
	foundations only. Others enter -0-).	2			0.
3	Add lines 1 and 2	3			19.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			19.
6	Credits/Payments:				
	a 2012 estimated tax pmts and 2011 overpayment credited to 2012		duerry is ≹igij		
	Exempt foreign organizations — tax withheld at source			Control of	
	: Tax paid with application for extension of time to file (Form 8868) . 6 c				
_	Backup withholding erroneously withheld . 6 d		aj Producti	10 (10 m) (10 m) (10 m) (10 m)	
7	Total credits and payments. Add lines 6a through 6d	7			0.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			<u> 19.</u>
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	11			
Par	t VII-A Statements Regarding Activities				
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		ŀ	Ye	s No
	participate or intervene in any political campaign?	•	į	1 a	X
t	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?			16	,
		•	ŀ	1 b	X Sept September
	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.		ì		
	Did the foundation file Form 1120-POL for this year?			1 c	X
C	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				建
ء	(1) On the foundation S 0. (2) On foundation managers S Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on		0.		
·	foundation managers >\$ 0		ľ		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		ľ	2	X
	If 'Yes,' attach a detailed description of the activities.				
2	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles		ļ		
3	of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		ľ	3	X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		l.	4 a	X
t	If 'Yes,' has it filed a tax return on Form 990-T for this year?		.	4 b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		- 1	5	X
	If 'Yes,' attach the statement required by General Instruction T.				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		į.	装装	
	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? 		ļ	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV		ŀ	7 X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions)		Ī		
	TX		-		
b	of the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General		-		
_	(or designate) of each state as required by General Instruction G? If 'No,' attach explanation		. [8b X	C
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or	4942(1)(5)	120	
	for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete	? Part	XIV [9	X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names				
	and addresses			10	<u> </u>
BAA			For	m 990-PF	(2012)

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Pai	T 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		Х
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		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address • N/A			
14	· · · · · · · · · · · · · · · · · · ·	<u>685-3</u>	<u>666</u>	
	Located at ► 808 W. WALL STREET MIDLAND TX ZIP + 4 ► 79701			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A	. •	
	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?	16	Yes	No X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ►			
Par	t 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
1 a	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?			l
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)? Yes X No			
	(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes X 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)?			لـــا
		1 b		X
	Organizations relying on a current notice regarding disaster assistance check here >			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c		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))			
а	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes X No			
	If 'Yes,' list the years ▶ 20 , 20 , 20			
ь	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)	2 b	N	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	1		
_	► 20 , 20 , 20 , 20			
3 ~	Did the foundation hold more than a 2% direct or indirect interest in any business			
3 4	enterprise at any time during the year?			
6	of '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? (I se Schedule C. Form 4720, to			
	(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.)	3ь	[Х
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		х
	Did the foundation make any supportment in a support of the first December 21, 1000 H. J. J.			
0	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?	4 b]	X
BAA		orm 99 0)-PF (2012)

Form 990-PF (2012) WARREN CHARITABLE			30-04	90635	Page (
Part VII-B Statements Regarding Activit		1 4/20 May Be Req	uired (continued)		
5 a During the year did the foundation pay or incu	•	un (acation 404E(a))?	□v •	,	
(1) Carry on propaganda, or otherwise attem	-		∐ Yes ∑	No	
(2) Influence the outcome of any specific public on, directly or indirectly, any voter registration.(3) Provide a grant to an individual for travel,	ation drive?	•	— —	No	
(4) Provide a grant to an organization other t	han a charitable, etc. or	rganization described	∐ Yes X	No	
in section 509(a)(1), (2), or (3), or section (5) Provide for any purpose other than religion		·	∐ Yes	No	
educational purposes, or for the prevention	n of cruelty to children	or animals?		No	
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53.4945 or in (see instructions)?	the transactions fail to a current notice regard	qualify under the excep ding disaster assistance	otions e . <u>.</u>	5 b	N/A
Organizations relying on a current notice rega	rding disaster assistant	ce check here	. ▶		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	sibility for the grant?		N/A Yes] No	
If 'Yes,' attach the statement required by Reg	ulations section 53.494	5-5(d)			
6 a Did the foundation, during the year, receive a on a personal benefit contract?	•		Yes X]No	
b Did the foundation, during the year, pay prem If 'Yes' to 6b, file Form 8870.	iums, directly or indirec	tly, on a personal bene	fit contract?	6 Ь	X
7 a At any time during the tax year, was the found	dation a party to a proh	ibited tax shelter transa	action? Yes X	No	
b If 'Yes,' did the foundation receive any procee				N/A 7b	
Part VIII Information About Officers, D and Contractors	irectors, Trustees,	Foundation Manag	gers, Highly Paid E	Employee	s,
1 List all officers, directors, trustees, foundation	n managers and their	companyation (see inst	tructions)		
List an officers, unectors, trustees, foundation	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expen	se account,
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation		allowances
W. STIRLING WARREN_	PRESIDENT	0.	0.		0
909 HARVARD AVENUE	1.00				
MIDLAND, TX 79701 ANNE M. WARREN	VICE DECIDE			 	
909 HARVARD AVENUE	VICE PRESIDE	0.	0.		0
MIDLAND, TX 79701	1.00				
KEVIN Y. PETTY	TREASURER/ED	0.	0.	 	0
1609 SEABOARD AVENUE MIDLAND, TX 79705	2.00		•		· ·
JOSHUA P. HAM	SECRETARY	0.	0.		0
#6 SUFFOLK DRIVE	1.00				
MIDLAND, TX 79705				<u> </u>	
2 Compensation of five highest-paid employees (of					
(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		se account, allowances
NONE			compensation		
				 	·
	-				
Total number of other employees paid over \$50,000	<u> </u>		<u> </u>		0
BAA	TEEA0306L 1	2/25/12		Form 990	J-PF (2012)

Form 990-PF (2012) WARREN CHARITABLE FOUNDATION Part VIII Information About Officers, Directors, Trustees, Foundation and Contractors (continued)	30-049 on Managers, Highly Paid E	0635 Page 7 mployees,
3 Five highest-paid independent contractors for professional services (see instru	ctions). 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 infor organizations and other beneficiaries served, conferences convened, research papers produced, etc.	mation such as the number of	Expenses
1 N/A		
		
2		
3		·····
4		
Part IX-B Summary of Program-Related Investments (see instruction		 -
Describe the two largest program-related investments made by the foundation during the tax	<u> </u>	Amount
1		7 till Calif
N/A		
2		
All other program-related investments. See instructions		
3		
Table Addition 1 Marcals 2		
Total. Add lines 1 through 3	· · · · · · · · · · · · · · · · · · ·	0. Form 990-PF (2012)

	_	
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.	1.	
b Average of monthly cash balances	1 a	F02 C20
c Fair market value of all other assets (see instructions)	1 c	582,630.
d Total (add lines 1a, b, and c)	1 d	2,123,517.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	1 0	2,706,147.
	<u>, </u>	
(attach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets	0.	•
3 Subtract line 2 from line 1d	3	0.
5 Subtract line 2 north line ru	3	2,706,147.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	40,592.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,665,555.
6 Minimum investment return. Enter 5% of line 5	6	133,278.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operations	erating fo	oundations
and certain foreign organizations check here ▶ □ and do not complete this part	.)	
1 Minimum investment return from Part X, line 6	1	133,278.
2 a Tax on investment income for 2012 from Part VI, line 5	9.	
b Income tax for 2012 (This does not include the tax from Part VI) . 2b	-	
c Add lines 2a and 2b	2 c	19.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	133,259.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	133,259.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	133,259.
Part XII Qualifying Distributions (see instructions)		
	-г	
 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: Expenses, contributions, gifts, etc — total from Part I, column (d), line 26 	1 a	105,330.
b Program-related investments — total from Part IX-B	1 b	
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:		
3 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	. 4	105,330.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,330.
Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the qualifies for the section 4940(e) reduction of tax in those years	foundation	
BAA		Form 990-PF (2012)

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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,				100.050
Inne 7 2 Undistributed income, if any, as of the end of 2012:				133,259.
a Enter amount for 2011 only		-	105,129.	
b Total for prior years: 20 , 20 , 20		0.	100/129.	
3 Excess distributions carryover, if any, to 2012.				
a From 2007				
b From 2008				
c From 2009				
d From 2010 .				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 105,330.				
XII, line 4: \$ 105, 330. a Applied to 2011, but not more than line 2a			105 100	
•			105,129.	
 Applied to undistributed income of prior yea (Election required – see instructions) 	rs	0.		
c Treated as distributions out of corpus		- 0.1		
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount				201.
e Remaining amount distributed out of corpus	<u> </u>			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the	0.			0.
same amount must be shown in column (a))			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
	<u> </u>			
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				
ed 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				1
line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract line	s			
4d and 5 from line 1. This amount must be distributed in 2013				133,058.
7 Amounts treated as distributions out of				133,030.
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	•			
(see instructions)	0.			
8 Excess distributions carryover from 2007 no	•			
applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.				
	0.			
10 Analysis of line 9: a Excess from 2008				
b Excess from 2009	┥		ŀ	
c Excess from 2010	┪			
d Excess from 2011	┪			•
e Excess from 2012	┪			

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Form 990-PF (2012) WARREN CHARITABL				30-0490635	Page 10
PartXIV Private Operating Foundate					N/A
1 a If the foundation has received a ruling or determined is effective for 2012, enter the date of the	ermination letter that ruling	t it is a private operat	ting foundation, and th	e ruling .	
b Check box to indicate whether the foundate		erating foundation	described in section	4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		
investment return from Part X for each year listed	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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 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		1			
RankXVI Supplementary Information assets at any time during the	(Complete this e vear – see ir	s part only if the	foundation had	\$5,000 or more	in
Information Regarding Foundation Manage List any managers of the foundation who have close of any tax year (but only if they have SEE STATEMENT 5	gers:	han 2% of the total c	ontributions received b section 507(d)(2))	y the foundation before	re the
b List any managers of the foundation who own a partnership or other entity) of which the NONE	10% or more of the foundation has a	estock of a corporation	on (or an equally large est	portion of the owners	hip of
2 Information Regarding Contribution, Grar Check here ► X if the foundation only ma requests for funds If the foundation make complete items 2a, b, c, and d	kes contributions to s gifts, grants, etc	preselected charitab (see instructions) to	le organizations and do individuals or organ	nizations under othei	cited conditions,
a The name, address, and telephone number or	e-mail of the perso	n to whom applicatio	ns should be addresse	d:	
b The form in which applications should be s	submitted and info	rmation and materia	als they should includ	le:	
c Any submission deadlines:					
d Any restrictions or limitations on awards, s	such as by geograp	ohical areas, charita	ble fields, kinds of in	istitutions, or other f	actors
RAA					rm 990.PF (2012)

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3 Grants and Contributions Paid During the Y	ear or Approved for Ful	ure Paymer	nt	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	Contribution	
Name and address (home or business) a Paid during the year	substantial contributor	recipient	CONTIDUCTOR	
Total .	<u> </u>	L	<u> </u>	
b Approved for future payment	<u> </u>	Ι	- 3a	
Total	•		► 3b	4

Part XVI-A Analysis of Income-Producing Activities

iter gross amounts unless otherwise indicated	Unrelated	business income	Excluded b	y section 512, 513, or 514	(a)
•	(a) Business code	(b) Amount	(c) Exclu- sion	(d) Amount	(e) Related or exemption function income (See instructions)
1 Program service revenue:			code		
a b	 				
					
	 		 		·
d			-		
-	1				
g Fees and contracts from government agencies	 				
Membership dues and assessments					
Interest on savings and temporary cash investments			14	928.	_
Dividends and interest from securities					
Net rental income or (loss) from real estate:					- S 55 5
a Debt-financed property					
b Not debt-financed property					
Net rental income or (loss) from personal property					
Other investment income					
Gain or (loss) from sales of assets other than inventory					
Net income or (loss) from special events.					
Gross profit or (loss) from sales of inventory					·
Other revenue.					1
a SEE STATEMENT 6		-236,523.			
b					
c					
d					
e					
Subtotal. Add columns (b), (d), and (e)		-236,523.		928.	
Total. Add line 12, columns (b), (d), and (e)		-236,523.		928.	-235,59
Total. Add line 12, columns (b), (d), and (e)	ons.)	-236,523.			-235,59
3 Total. Add line 12, columns (b), (d), and (e) see worksheet in line 13 instructions to verify calculate			t Purpos	13	-235, 59
B Total. Add line 12, columns (b), (d), and (e) see worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the	e Accomplisi	hment of Exemp	· · ·	13 _	
B Total. Add line 12, columns (b), (d), and (e) be worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) re worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the line No. Explain below how each activity for which is accomplishment of the foundation's exemption.	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) e worksheet in line 13 instructions to verify calculation TXVI-B Relationship of Activities to the me No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations at XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) we worksheet in line 13 instructions to verify calculations art XVI-B Relationship of Activities to the ne No. Explain below how each activity for which is accomplishment of the foundation's exempt	e Accomplisi	hment of Exemp	· · ·	13 _	
Total. Add line 12, columns (b), (d), and (e) be worksheet in line 13 instructions to verify calculations to XVI-B Relationship of Activities to the line No. Explain below how each activity for which is accomplishment of the foundation's exemption.	e Accomplisi	hment of Exemp	· · ·	13 _	
B Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculations to Verify calculations. Relationship of Activities to the line No. Explain below how each activity for which is accomplishment of the foundation's exemption.	e Accomplisi	hment of Exemp	· · ·	13 _	
B Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculations to Verify calculations. Relationship of Activities to the line No. Explain below how each activity for which is accomplishment of the foundation's exemption.	e Accomplisi	hment of Exemp	· · ·	13 _	
B Total. Add line 12, columns (b), (d), and (e) se worksheet in line 13 instructions to verify calculations to Verify calculations. Relationship of Activities to the line No. Explain below how each activity for which is accomplishment of the foundation's exemption.	e Accomplisi	hment of Exemp	· · ·	13 _	
	e Accomplisi	hment of Exemp	· · ·	13 _	

Form 990-PF (2012) WARREN CHARITABLE FOUNDATION 30-0490635

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	Exempt Organia	Lations	_							
des	the organization directly cribed in section 501(c) atting to political organization	of the Code (othe	age in any of the r than section 50	e following wit 01(c)(3) organ	h any o izations	other organizations) or in section 5	n 927,		Yes	No
	nsfers from the reporting		noncharitable ex	empt organiza	ation of	•]		
	Cash	, , , , , , , , , , , , , , , , , , , ,		,				1 a (1)	t	<u></u>
								1 a (2)		X
• • •	Other assets					•		1 2 (2)	-+	
-	er transactions								<u></u>	
\' ',	Sales of assets to a nor	•	-				•	16(1)		<u>X</u>
(2)	Purchases of assets from	m a noncharitable	e exempt organiz	zation				1 b (2)		<u>X</u>
(3)	Rental of facilities, equip	pment, or other a	ssets					1 b (3)		Х
(4)	Reimbursement arrange	ements	•					1 b (4)		X
(5)	Loans or loan guarantee	es						1 b (5)		X
	Performance of services		or fundraising so	dicitations				1 b (6)		X
	aring of facilities, equipm				200			1 c		X
Ç SIII	aring or racilities, equipm	ent, maning iists,	other assets, or	paid citiploy						
d If the any	he answer to any of the a goods, other assets, or se v transaction or sharing a	above is 'Yes,' corrvices given by the arrangement, show	mplete the follow reporting foundat w in column (d) t	ving schedule tion If the four the value of th	e good	s, other assets,	or services receiv	ed.		
(a) Line r	o. (b) Amount involved	(c) Name of ne	oncharitable exempt	organization	(d) Description of tran	sfers, transactions, an	d sharing arran	igement	s
N/A										
•										
			-							
-										
		 		 -						
		 								
					<u> </u>				-	
		<u> </u>			ļ					
				-		-				
					T					
		+	· · · ·			•				
		 			 					
		 								
		 								
						<u></u>				
	the foundation directly or in scribed in section 501(c) Yes,' complete the follow		eth, or related to, er than section 5	one or more ta 01(c)(3)) or in	x-exem section	pt organizations n 527?		Yes	X	No
	(a) Name of organizat		(b) Type of	f organization		(c) Description of re	elationship		
N/A	· · · · · · · · · · · · · · · · · · ·			·		<u> </u>				
-11/21		_								
										
			·			 				
			_ 			 				
						1		4		
[:	Under penalties of perjury, I decla correct, and complete Declaration	ire that I have examined n of preparer (other that	d this return, including n taxpayer) is based o	i accompanying so on all information o	hedules a of which p	ind statements, and to reparer has any know	ithe best of my knowled ledge	ige and belief, i	t is true,	
	/	• • •		1 1				May the I	RS disc	uss
Sign	A /2	/	ı	3//11/1	z 🕨	DDCCTDCNW		this return preparer		
Here		<u> </u>		''/''//	Z ' ,	PRESIDENT		(see instr	(uctions)	스
	Signature of officer or trustee		Da			Title			Yes	No
	Print/Type preparer's na	ime	Preparer's sign	rature .	,,	Date	Check X if	PTIN		
Paid	KEVIN PETTY	, CPA	LE	Ulle Is	MA	11-11-13	self-employed	P00051	<u> 175</u> 2	
		KEVIN PETTY	, CPA	97	-		Firm's EIN			
Prepar	·		ALL ST	<u> </u>						
Use O			79701				Phone no (43	2) 685-	3666	
		MIDLAND, TX	13/01				Trible io (43			
BAA								Form 990	<i>J</i> -rr (2	V12)

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		Employer identification number
WARREN CHARITABLE FOUND	ATION	30-0490635
Organization type (check one):		
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) orga	nızatıon
	4947(a)(1) nonexempt charitable tru	ust not treated as a private foundation
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	ı
	4947(a)(1) nonexempt charitable tru	ust treated as a private foundation
	501(c)(3) taxable private foundation	1
Check if your organization is covered	by the General Rule or a Special Rule	
, ,	(10) organization can check boxes for both the Gi	anaral Bula and a Special Bula. See instructions
	(10) organization can check boxes for both the Gi	erieral Rule and a Special Rule. See instructions
General Rule		
X For an organization filing Form 990, contributor. (Complete Parts I and	990-EZ, or 990-PF that received, during the year, \$5,0	000 or more (in money or property) from any one
contributor. (Complete Farts Fails	")	
Special Rules		
For a section 501(c)(3) organization 509(a)(1) and 170(b)(1)(A)(a) and	on filing Form 990 or 990-EZ that met the 33-1/3% received from any one contributor, during the year	support test of the regulations under sections
(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) or	organization filing Form 990 or 990-EZ that received fro	om any one contributor, during the year,
total contributions of more than \$1	,000 for use exclusively for religious, charitable, s n or animals Complete Parts I, II, and III.	scientific, literary, or educational purposes, or
•	organization filing Form 990 or 990-EZ that received from	and any and particle day discuss the con-
contributions for use exclusively for r	eligious, charitable, etc. purposes, but these contribut	ions did not total to more than \$1,000.
If this box is checked, enter here the	total contributions that were received during the year parts unless the General Rule applies to this organiza	for an exclusively religious, charitable, etc.
	ions of \$5,000 or more during the year	S S S S S S S S S S S S S S S S S S S
rengious, chartaste, etc, contribut	ons of popular inforce during the year	
Caution: An organization that is not covered by the	ne General Rule and/or the Special Rules does not file Schedule I , or check the box on line H of its Form 990-EZ or on Part I,	B (Form 990, 990-EZ, or 990-PF) but it must
meet the filing requirements of Sched	le B (Form 990, 990-EZ, or 990-PF)	line 2, or its rollin 950-rr, to certify that it does not
BAA For Paperwork Reduction Act N	otice, see the Instructions for Form 990, 990EZ.	Schedule B (Form 990, 990-EZ, or 990-PF) (2012)
or 990-PF.		2022.0 = (10.111 330, 330 == 10. 330-11) (2012)

	B (Form 990, 990-EZ, or 990-PF) (2012)	Page	1 of 1 of Part 1
Name of org	CHARITABLE FOUNDATION	1	r identification number 490635
Patt	Contributors (see instructions). Use duplicate copies of Part I if additional space is needed	j	
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MR. & MRS. STIRLING WARREN		Person X Payroll
	909 HARVARD AVENUE	\$ <u>1,425,000.</u>	Noncash
	MIDLAND, TX 79701		(Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Onncash Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution

Person
Payroll
Noncash

(Complete Part II if there is a noncash contribution)

1 to

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2012)

1 of Part II

Name of organization
WARREN CHARITABLE FOUNDATION

BAA

Employer identification number

30-0490635

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 (d) Date received (c) FMV (or estimate) (see instructions) N/A (d) Date received (a) No. from (b) (c) Description of noncash property given FMV (or estimate) (see instructions) Part I (a) No. from (c) FMV (or estimate) (see instructions) (d) Date received (b) Description of noncash property given Part I (b) (c) FMV (or estimate) (see instructions) (d) Date received (a) No. Description of noncash property given `from Part I (b)
Description of noncash property given (d) Date received (c) FMV (or estimate) (see instructions) (a) No. from Part I (a) No. from (b) (c) FMV (or estimate) (see instructions) (d) Date received Description of noncash property given Part I

1 to

1 of Part III

Name of organization
WARREN CHARITABLE FOUNDATION

Employer identification number

30-0490635

स्वतः॥ <u>।</u>	Exclusively religious, charitable, e organizations that total more than For organizations completing Part III, enter	\$1,000 for the year. Comple	ete columns (a)	on 501(c)(7), (8) or (10) through (e) and the following line entry.		
	contributions of \$1,000 or less for the year Use duplicate copies of Part III if additional	(Enter this information once S	ee instruction	ns.)		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held		
	N/A					
	Transferee's name, addres	(e) Transfer of gift ss, and ZIP + 4	Rela	ationship of transferor to transferee		
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held		
	Transferee's name, addres	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		
	İ		I			

20	4	1
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FEDERAL STATEMENTS

PAGE 1

WARREN CHARITABLE FOUNDATION

30-0490635

930.

1,650.

38,500.

STATEMENT 1 FORM 990-PF, PART I, LINE 11 OTHER INCOME

		(A) REVENUE ER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BOOT CREEK ROYALTY, LTD. GLOBE ENERGY SERV. LLC PYOTE WATER SOLUTIONS LLC PYOTE WATER SYS. II, LLC PYOTE WATER SYS. III, LLC SI TOWNE LAKE MEM., LLC	\$	281. -27,518. 3,774. -175,495. -37,559.	٠	
	TOTAL \$	-236,523.	\$ 0	.\$ 0.

STATEMENT 2 FORM 990-PF, PART I, LINE 25 CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY: DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

RELATIONSHIP OF DONEE:
ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:

CHARITABLE PURPOSES

CHARITABLE PURPOSES

CHARITABLE PURPOSES

800 N. BIG SPRING MIDLAND, TX 79701

YMCA - MIDLAND, TEXAS

DALLAS, TX 75231

501 (C) (3)

501 (C) (3)

7272 GREENVILLE AVENUE

AMERICAN HEART ASSOCIATION

FIRST PRESBYTERIAN CHURCH 800 W. TEXAS AVENUE

MIDLAND, TX 79701

NONE

NONE

NONE

501 (C) (3)

CLASS OF ACTIVITY: CHARITABLE PURPOSES

DONEE'S NAME: YOUNG LIFE - MIDLAND, TEXAS DONEE'S ADDRESS:

925 W. WADLEY AVENUE MIDLAND, TX 79705

NONE

501 (C) (3)

1,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

AMOUNT GIVEN:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

CHARITABLE PURPOSES

THE LIFE CENTER - MIDLAND, TEXAS

2101 W. WALL STREET MIDLAND, TX 79701

NONE

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FEDERAL STATEMENTS

PAGE 2

WARREN CHARITABLE FOUNDATION

30-0490635

250.

STATEMENT 2 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

AMOUNT GIVEN:

CLASS OF ACTIVITY: CHARITABLE PURPOSES MIDLAND FAIR HAVENS, INC.

DONEE'S NAME: DONEE'S ADDRESS:

MIDLAND, TX 79705 RELATIONSHIP OF DONEE: NONE

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

AMOUNT GIVEN:

CHARITABLE PURPOSES

2400 WHITMIRE BLVD

MIDLAND HABITAT FOR HUMANITY

904 W. FLORIDA AVE. MIDLAND, TX 79701

NONE

250.

1.000.

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

AMOUNT GIVEN:

CHARITABLE PURPOSES

MIDLAND CHRISTIAN SCHOOL 2001 CULVER

MIDLAND CHILDREN'S REHAB CENTER

MIDLAND, TX 79705

CHARITABLE PURPOSES

NONE

802 VENTURA

501 (C) (3)

200.

3,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: AMOUNT GIVEN:

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

CHARITABLE PURPOSES

SHARE

NONE

P.O. BOX 10991 MIDLAND, TX 79702

MIDLAND, TX 79705

NONE

RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

AMOUNT GIVEN:

CHARITABLE PURPOSES

BEYOND BATTEN DISEASE FOUNDATION

P.O. BOX 200998 AUSTIN, TX 78720

NONE

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

501 (C) (3)

5,000.

5,000.

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

CHARITABLE PURPOSES

COMMUNITY & SENIOR SERVICES OF MIDLAND

3301 SINCLAIR AVENUE

MIDLAND, TX 79707

NONE

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

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FEDERAL STATEMENTS

PAGE 3

WARREN CHARITABLE FOUNDATION

30-0490635

STATEMENT 2 (CONTINUED)	
FORM 990-PF, PART I, LINE 25	
CONTRIBUTIONS, GIFTS, AND GRANTS	,

AMOUNT GIVEN:

250.

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

CHARITABLE PURPOSES DENISON FORUM ON TRUTH AND CULTURE 17304 PRESTON ROAD, SUITE 1060

DALLAS, TX 75252 NONE

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3) AMOUNT GIVEN:

150.

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS:

CHARITABLE PURPOSES BIG BROTHERS BIG SISTERS OF MIDLAND

714 W. LOUISIANA MIDLAND, TX 79701

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3) AMOUNT GIVEN:

NONE

1,000.

CLASS OF ACTIVITY: DONEE'S NAME:

DONEE'S ADDRESS:

CHARITABLE PURPOSES THE BOOT CAMPAIGN, INC.

3603 OLD JACKSONVILLE HIGHWAY

TYLER, TX 75701

RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3) AMOUNT GIVEN:

5,000.

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

CHARITABLE PURPOSES COM AQUATICS, INC.

3003 Ñ. A ST MIDLAND, TX 79705

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3) AMOUNT GIVEN:

5,000.

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS: CHARITABLE PURPOSES
KELLY RHODES GROVER ENDOWMENT (MMH)

2200 W. ILLINOIS AVE. MIDLAND, TX 79701

NONE

NONE

RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

501 (C) (3)

200.

CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:

CHARITABLE PURPOSES THE JASON LINDGREN MEMORIAL FUND

P.O. BOX 1081

GAINESVILLE, TX 76241

NONE

RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

AMOUNT GIVEN:

200.

CLASS OF ACTIVITY:

DONEE'S NAME: DONEE'S ADDRESS: CHARITABLE PURPOSES

MIDLAND SHARED SPACES, INC. 3510 NORTH A ST. BUILDING C

MIDLAND, TX 79705

RELATIONSHIP OF DONEE:

RELATIONSHIP OF DONEE: NONE ORGANIZATIONAL STATUS OF DONEE: 501 (C) (3)

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2012	FED	ERAL STATEMENTS		PAGE 4
•	WARRE	N CHARITABLE FOUNDATION		30-0490635
STATEMENT 2 (CONTINUED) FORM 990-PF, PART I, LINE 2 CONTRIBUTIONS, GIFTS, AN	25 D GRANTS			
AMOUNT GIVEN:			\$	34,000.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		CHARITABLE PURPOSES YOUTH CONFERENCE MINISTRIES P.O. BOX 4328 CHATTANOOGA , TN 37405		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	F DONEE:	NONE 501 (C) (3)		2,500.
CLASS OF ACTIVITY: DONEE'S NAME: DONEE'S ADDRESS:		CHARITABLE PURPOSES TEXAS STATE ATHLETICS 601 UNIVERSITY DRIVE		
RELATIONSHIP OF DONEE: ORGANIZATIONAL STATUS OF AMOUNT GIVEN:	F DONEE:	SAN MARCOS, TX 78666 NONE 501 (C) (3)		250.
			TOTAL \$	105,330.

STATEMENT 3 FORM 990-PF, PART II, LINE 11 INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY			BASIS	ACCUM. DEPREC.			BOOK VALUE	F2	AIR MARKET VALUE
LAND	TOTAL	\$ \$	307,000. 307,000.	\$	0.	\$ \$	307,000. 307,000.	\$ \$	307,000. 307,000.

STATEMENT 4 FORM 990-PF, PART II, LINE 13 INVESTMENTS - OTHER

	VALUATION <u>METHOD</u>	 BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	_		
PYOTE WATER SYSTEMS II, LLC NORMAN ROCKWELL PAINTING GLOBE ENERGY SERVICES, LLC BOOT CREEK ROYALTY, LTD. GATEWAY ROYALTY, LLC PYOTE WATER SOLUTIONS, LLC PYOTE WATER SYSTEMS III, LLC SI TOWN LAKE MEMORY, LLC	COST COST COST COST COST COST COST COST	\$ 307,465. 1,000,000. 0. 250,281. 100,000. 253,774. 212,441. 249,994.	\$ 307,465. 1,000,000. 147,127. 250,281. 101,756. 253,774. 212,441. 249,994.
	TOTAL	\$ 2,373,955.	\$ 2,522,838.

2012

FEDERAL STATEMENTS

PAGE 5

WARREN CHARITABLE FOUNDATION

30-0490635

STATEMENT 5 FORM 990-PF, PART XV, LINE 1A FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

W. STIRLING WARREN ANNE M. WARREN

STATEMENT 6 FORM 990-PF, PART XVI-A, LINE 11 OTHER REVENUE

OTHER REVENUE	(A) BUSI- NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU- SION CODE	(D) EXCLUDED AMQUNT	(E) RELATED OR EXEMPT FUNCTION
BOOT CREEK ROYALTY, LTD. GLOBE ENERGY SERV. LLC PYOTE WATER SOLUTIONS LLC PYOTE WATER SYS. II, LLC PYOTE WATER SYS. III, LLC SI TOWNE LAKE MEM., LLC TOTAL	900099 900099 900099 900099 900099	\$ 281. -27,518. 3,774. -175,495. -37,559. -6. \$ -236,523.		\$ 0.	<u>\$</u> 0.