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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation NICHOLAS H. NOYES, JR. MEMORIAL FOUNDATION		A Employer identification number 35-1003699
Number and street (or P O box number if mail is not delivered to street address) 1950 EAST GREYHOUND PASS	Room/suite #18-356	B Telephone number (see instructions) (317) 844-8009
City or town, state, and ZIP code CARMEL, IN 46033-7730		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 37,036,824.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	130.	130.		
	4 Dividends and interest from securities	957,706.	957,706.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,820,428.			
	b Gross sales price for all assets on line 6a	2,838,334.			
	7 Capital gain net income (from Part IV, line 2)		2,820,428.		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	3,778,264.	3,778,264.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	16,702.			
	b Accounting fees (attach schedule)	1,670.			15,030.
	c Other professional fees (attach schedule)	20,503.			82,809.
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	63,000.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	18,082.			18,082.
	24 Total operating and administrative expenses. Add lines 13 through 23	201,094.	22,173.		115,921.
	25 Contributions, gifts, grants paid	1,307,000.			1,307,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,508,094.	22,173.	0	1,422,921.	
27 Subtract line 26 from line 12	2,270,170.				
a Excess of revenue over expenses and disbursements		3,756,091.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		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		4,639,308.	4,643,363.	4,643,363.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		1,602.	1,255.	1,255.
	b	Investments - corporate stock (attach schedule) ATCH 5		13,590,097.	12,902,112.	12,902,112.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)		14,930,469.	19,490,094.	19,490,094.	
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		33,161,476.	37,036,824.	37,036,824.	
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 (attach schedule)				
	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 ☒ X and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		33,161,476.	37,036,824.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		33,161,476.	37,036,824.	
	31	Total liabilities and net assets/fund balances (see instructions)		33,161,476.	37,036,824.	

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	33,161,476.
2	Enter amount from Part I, line 27a	2	2,270,170.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	1,605,178.
4	Add lines 1, 2, and 3	4	37,036,824.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	37,036,824.

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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 SEE PART IV SCHEDULE					
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			(i) 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) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,820,428.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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	1,482,777.	32,725,351.	0.045310
2010	1,763,102.	30,922,634.	0.057017
2009	1,887,391.	29,420,278.	0.064153
2008	2,377,399.	39,460,320.	0.060248
2007	2,304,369.	48,083,938.	0.047924
2 Total of line 1, column (d)			2 0.274652
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.054930
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 34,188,052.
5 Multiply line 4 by line 3			5 1,877,950.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 37,561.
7 Add lines 5 and 6			7 1,915,511.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.			8 1,422,921.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 . . .		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	75,122.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	2	
3	Add lines 1 and 2	3	75,122.
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	75,122.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	72,738.
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	72,738.
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	2,384.
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 ☐ Refunded ☐	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		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 • 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) ▶ IN,		
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

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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?	13	X	
Website address WWW.NOYESFOUNDATION.ORG				
14	The books are in care of KELLY MILLS Telephone no 317-844-8009			
Located at 1950 EAST GREYHOUND PASS #18-356, CARMEL, IN ZIP+4 46033-7730				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
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
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No	
If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		62,000.	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	►	
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List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

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

Total. Add lines 1 through 3		▶
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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	34,576,869.
b	Average of monthly cash balances	1b	131,813.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	34,708,682.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	34,708,682.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	520,630.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,188,052.
6	Minimum investment return. Enter 5% of line 5	6	1,709,403.

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	1,709,403.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	75,122.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	75,122.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,634,281.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,634,281.
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	1,634,281.

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	1,422,921.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,422,921.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,422,921.

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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Page **9****Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,634,281.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,058,717.	
b Total for prior years 20 10, 20 09, 20 08				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,422,921.				
a Applied to 2011, but not more than line 2a			1,058,717.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				364,204.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,270,077.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		0		
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

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

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

N/A

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

N/A

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

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

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

ATCH 8

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

ATCH 9

c Any submission deadlines:

ATCH 10

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

ATCH 11

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

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 SEE ATTACHMENT 12					1,307,000.
Total				3a	1,307,000.
b Approved for future payment NONE					
Total				3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	130.		
4 Dividends and interest from securities			14	957,706.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	2,820,428.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				3,778,264.		
13 Total. Add line 12, columns (b), (d), and (e)				13		3,778,264.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|-------------------|------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | <p>Yes</p> | <p>No</p> |
| | | |
| 1a(1) | | X |
| 1a(2) | | X |
| | | |
| 1b(1) | | X |
| 1b(2) | | X |
| 1b(3) | | X |
| 1b(4) | | X |
| 1b(5) | | X |
| 1b(6) | | X |
| 1c | | X |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
Jennifer L Lynch

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

P01255855

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ► 111 MONUMENT CIRCLE, SUITE 2600
INDIANAPOLIS, IN

46244-0972

Phone no 317-681-7000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,838,334.		SALE OF PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 17,906.				P	VAR 2,820,428.	VAR
TOTAL GAIN (LOSS)							<u>2,820,428.</u>	

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	16,700.	1,670.		15,030.
TOTALS	<u>16,700.</u>	<u>1,670.</u>		<u>15,030.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
AGENCY FEES	11,302.	11,302.	
PROFESSIONAL FEES	92,010.	9,201.	82,809.
TOTALS	<u>103,312.</u>	<u>20,503.</u>	<u>82,809.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	63,000.
TOTALS	<u>63,000.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
SUNDRY	13,683.	13,683.
DIRECTOR'S FEES & EXPENSES	4,399.	4,399.
TOTALS	<u>18,082.</u>	<u>18,082.</u>

Nicholas H. Noyes, Jr., Memorial Foundation, Inc.

Investment Securities

December 31, 2012

	Shares or Par Value	Cost	Market Value
Cash equivalents			
Huntington Money Market Fund II	4,425,649	\$ 4,425,649	\$ 4,425,649
Huntington Conservative Deposit Account	200,000	200,000	200,000
		<u>4,625,649</u>	<u>4,625,649</u>
Corporate stock			
Eli Lilly and Company	261,600	69,847	12,902,112
Equity mutual funds			
Artio International Equity Fund II – Class A	243,669	3,115,286	2,638,938
Dodge & Cox International Stock Fund	76,530	2,896,994	2,650,992
Ishares Russell Midcap Index Fund	10,000	953,441	1,131,000
Ishares Core S&P Mid-Cap ETF	10,200	978,843	1,037,340
Ishares Russell 2000 Index Fund	65,260	4,725,096	5,502,580
SPDR S&P Dividend Fund	19,000	1,074,455	1,105,040
Vanguard 500 Index Fund – Signal Shares	49,983	4,412,591	5,424,204
		<u>18,156,707</u>	<u>19,490,094</u>
Bonds and notes			
FHLMC Federal Home Loan MTGE, 10.0%, due June 1, 2020	41	41	48
GNMA Government National MTGE, 9.0%, due December 15, 2016	1,226	1,158	1,207
		<u>1,199</u>	<u>1,255</u>
Total		<u><u>\$ 22,853,402</u></u>	<u><u>\$ 37,019,110</u></u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON INVESTMENTS	1,605,178.
TOTAL	<u>1,605,178.</u>

NICHOLAS H. NOYES, JR. MEMORIAL FOUNDATION

35-1003699

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
NANCY AYRES 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
ELIZABETH H. NOYES 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
DAN NOYES 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
HENRY S. NOYES 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
NICHOLAS S. NOYES 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR/VICE PRES/SECRETARY 1.00	0	0	0
ROBERT H. REYNOLDS 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR/PRESIDENT	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
L. GENE TANNER 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR/TREASURER 1.00	0	0	0
KELLY L. MILLS 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	EXEC. ADMIN/ASS'T SECT'Y 1.00	62,000.	0	0
AVERY AUGUSTINE 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
DAVID HARRIS 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
ZEB PORTANOVA 1950 EAST GREYHOUND PASS, #18-356 CARMEL, IN 46033-7730	DIRECTOR 1.00	0	0	0
GRAND TOTALS		62,000.	0	0

ATTACHMENT 8FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

KELLY MILLS, NICHOLAS NOYES JR. FND
1950 E. GREYHOUND PASS #18-356
CARMEL, IN 46033
317-844-8009

ATTACHMENT 9

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

FORMS ARE AVAILABLE ON THE FOUNDATION'S WEBSITE -
WWW.NOYESFOUNDATION.ORG

ATTACHMENT 10

990PF, PART XV - SUBMISSION DEADLINES

DEADLINES, GUIDELINES, AND APPLICATION FORMS VARY YEAR TO YEAR
AND ARE POSTED ON THE WEBSITE.
WWW.NOYESFOUNDATION.ORG

ATTACHMENT 11990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GEOGRAPHIC REGION OF FUNDING IS PRIMARILY INDIANAPOLIS, IN AND ADJACENT COUNTIES, OR OCCASIONALLY, AN AREA IN WHICH A DIRECTOR OR THE FOUNDER HAD A PARTICULAR INTEREST. RESTRICTIONS ARE THAT NO GRANTS ARE GIVEN TO INDIVIDUALS.

Schedule of Appropriations and Payments

Fiscal Year 2012

12/31/2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Agape Therapeutic Riding Center	509(a)(2)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
24970 Mt Pleasant Road						
P O Box 207						
Cicero, IN 46034-0207						
<i>routine annual support</i>						
\$8,000 00						
2012						
Alzheimer's Association of Greater	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Indiana						
50 East 91st Street						
Suite 100						
Indianapolis, IN 46240						
<i>program support</i>						
\$2,000 00						
2012						
Beethoven Foundation, Inc.	509a(1)	\$0 00	\$3,500 00	\$0 00	\$3,500 00	\$0 00
Lilly Hall at Butler University						
4603 Clarendon Road, Suite 30						
Indianapolis, IN 46208-3443						
<i>routine annual support</i>						
\$3,500 00						
2012						
American National Red Cross	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
Clara Barton Chapter No 1						
57 Elizabeth Street						
Dansville, NY 14437						
<i>annual support</i>						
\$5,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
American Red Cross of Greater Indianapolis 441 East Tenth Street Indianapolis, IN 46202-3388 <i>annual support for the I-STAR program</i> \$4,000 00 2012	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
Arts Council of Indianapolis, Inc. 924 N Pennsylvania Street Indianapolis, IN 46204-1021 <i>annual support</i> \$3,000 00 2012	509a(1)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
Assistance League of Indianapolis Northbrook Center 1475 West 86th Street, Suite E Indianapolis, IN 46260-1542 <i>routine annual support for Operation School Bell program</i> \$4,000 00 2012	509(a)(2)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
Big Brothers Big Sisters of Central Indiana 2960 N Meridian Street Suite 150 Indianapolis, IN 46208-4715 <i>annual support</i> \$11,000 00 2012	509a(1)	\$0 00	\$11,000 00	\$0 00	\$11,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Boys & Girls Clubs of Indianapolis 3530 S Keystone Ave # 200 Indianapolis, IN 46227 <i>annual support</i> \$16,000 00 2012	509a(1)	\$0 00	\$16,000 00	\$0 00	\$16,000 00	\$0 00
Broadway United Methodist Church 609 East 29th Street Indianapolis, IN 46205-4199 <i>Jubilee Summer Program</i> \$5,000 00 2012	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
Butler University 4600 Sunset Avenue Indianapolis, IN 46208-3485 <i>annual scholarship fund support</i> \$10,000 00 2012	509a(1)	\$0 00	\$10,000 00	\$0 00	\$10,000 00	\$0 00
American Cabaret Theatre 121 Monument Circle Indianapolis, IN 46204 <i>routine annual support</i> \$3,000 00 2012	509a(1)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
The Wellness Community 5150 West 71st Street Indianapolis, IN 46260 <i>therapeutic support group for people with cancer</i>	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
\$4,000 00 2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Cathedral Arts d/b/a International Violin Competition of Indianapolis 32 East Washington Street Suite 1320 Indianapolis, IN 46204 <i>general operating support</i> \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Central Indiana Land Trust 1500 N Delaware Street Indianapolis, IN 46202 <i>general operating support</i> \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Child Advocates, Inc. 8200 Haverstick Road Suite 240 Indianapolis, IN 46240 <i>annual support</i> \$4,000 00 2012	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
Children's Bureau of Indianapolis, Inc. 1575 Dr Martin Luther King Jr St Indianapolis, IN 46202-2250 <i>annual support</i> \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
The Children's Museum of Indianapolis, Inc. P O Box 3000 Indianapolis, IN 46206-3000 <i>routine annual support</i> \$25,000 00 2012	509a(1)	\$0 00	\$25,000 00	\$0 00	\$25,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Christamore House, Inc. 502 N Tremont Street Indianapolis, IN 46222 <i>After School Program</i> \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Christian Theological Seminary 1000 West 42nd Street Indianapolis, IN 46208-3301 <i>annual scholarship fund support</i> \$5,000 00 2012	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
Coburn Place Safe Haven 604 East 38th Street Indianapolis, IN 46205 <i>routine annual support</i> \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
College Mentors for Klds, Inc. 212 West 10th Street Suite B260 Indianapolis, IN 46202 <i>annual support</i> \$3,000 00 2012	509a(1)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
Conner Prairie, Inc. 13400 Allisonville Road Fishers, IN 46038 <i>routine annual support</i> \$25,000 00 2012	509a(1)	\$0 00	\$25,000 00	\$0 00	\$25,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
Cornell University	509a(1)	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00
2B Kroch Library											
Ithaca, NY 14853											
<i>Exhibition/Acquisition</i>											
\$50,000 00											
2012											
Crossroads of America Council Boy Scouts of America	509a(1)	\$0 00	\$0 00	\$20,000 00	\$0 00	\$0 00	\$0 00	\$20,000 00	\$0 00	\$0 00	\$0 00
7125 Fall Creek Road N											
Indianapolis, IN 46256											
<i>annual support</i>											
\$20,000 00											
2012											
Crown Hill Heritage Foundation, Inc.	509a(1)	\$0 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00
700 West 38th Street											
Indianapolis, IN 46208											
<i>Restoration of Waiting Station</i>											
\$10,000 00											
2012											
The Damien Center, Inc.	509a(1)	\$0 00	\$0 00	\$3,000 00	\$0 00	\$0 00	\$0 00	\$3,000 00	\$0 00	\$0 00	\$0 00
26 North Arsenal Avenue											
Indianapolis, IN 46201											
<i>general operating support</i>											
\$3,000 00											
2012											
Dance Kaleidoscope, Inc.	509(a)(2)	\$0 00	\$0 00	\$12,500 00	\$0 00	\$0 00	\$0 00	\$12,500 00	\$0 00	\$0 00	\$0 00
4603 Clarendon Road, Suite 32											
Indianapolis, IN 46208											
<i>annual support</i>											
\$12,500 00											
2012											

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Dansville Public Library 200 Main Street Dansville, NY 14437 annual support \$1,500 00 2012	509a(1)	\$0 00	\$1,500 00	\$0 00	\$1,500 00	\$0 00
Day Nursery Association of Indianapolis 615 N Alabama Street Suite 300 Indianapolis, IN 46204-1431 Tuition Assistance Program routine annual support \$12,000 00 2012	509a(1)	\$0 00	\$12,000 00	\$0 00	\$12,000 00	\$0 00
Diabetes Youth Foundation of Indiana 817 S Tibbs Avenue Indianapolis, IN 46241 annual campership support \$6,500 00 2012	509a(1)	\$0 00	\$6,500 00	\$0 00	\$6,500 00	\$0 00
Dove Recovery House for Women, Inc. 14 N Highland Avenue Indianapolis, IN 46202 General operating support \$3,000 00 2012	509(a)(2)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
Dress for Success Indianapolis, Inc. 820 N Meridian Street Indianapolis, IN 46204 Career Development Services \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Dyslexia Institute of Indiana, Inc. 8395 Keystone Crossing Suite 102 Indianapolis, IN 46240 Camp Deltafield	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
\$4,000 00 2012						
East Tenth United Methodist Children and Youth Center 2327 East Tenth Street Indianapolis, IN 46201 Daycare and Before and After School program operating support	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
\$8,000 00 2012						
Easter Seals Crossroads Rehabilitation Center 4740 Kingsway Drive Indianapolis, IN 46205 annual support	509a(1)	\$0 00	\$20,000 00	\$0 00	\$20,000 00	\$0 00
\$20,000 00 2012						
Eiteljorg Museum of American Indians and Western Art White River State Park 500 W Washington Street Indianapolis, IN 46204-2707 annual support	509(a)(3) Type I	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00
\$15,000 00 2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
Family Service Association of Central Indiana	509a(1)	\$0 00	\$8,000 00	\$8,000 00	\$0 00	\$0 00	\$8,000 00	\$8,000 00	\$0 00	\$0 00	\$0 00
615 North Alabama Street Suite 320 Indianapolis, IN 46204-1481 <i>annual support</i> \$8,000 00 2012											
The Festival Music Society of Indianapolis 3646 Bay Road S Drive Indianapolis, IN 46240 <i>annual support</i> \$3,000 00 2012	509a(1)	\$0 00	\$3,000 00	\$3,000 00	\$0 00	\$0 00	\$3,000 00	\$3,000 00	\$0 00	\$0 00	\$0 00
Fine Arts Society of Indianapolis P O Box 1706 Indianapolis, IN 46206-1706 <i>annual support</i> \$3,500 00 2012	509a(1)	\$0 00	\$3,500 00	\$3,500 00	\$0 00	\$0 00	\$3,500 00	\$3,500 00	\$0 00	\$0 00	\$0 00
Friends of Les Cheneaux Community Library P O Box 245 Cedarville, MI 49719 <i>audio books</i> \$2,000 00 2012	509(a)(1)	\$0 00	\$2,000 00	\$2,000 00	\$0 00	\$0 00	\$2,000 00	\$2,000 00	\$0 00	\$0 00	\$0 00
Girl Scouts of Central Indiana Suite 100 2611 Waterfront Parkway East Drive Indianapolis, IN 46214 <i>annual support</i> \$20,000 00 2012	509(a)(2)	\$0 00	\$20,000 00	\$20,000 00	\$0 00	\$0 00	\$20,000 00	\$20,000 00	\$0 00	\$0 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Girls Incorporated of Indianapolis 3935 North Meridian Street Indianapolis, IN 46208 <i>annual support</i> \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
Gleaners Food Bank 3737 Waldemere Avenue Indianapolis, IN 46241 <i>refrigerated box truck</i> \$20,000 00 2012	509a(1)	\$0 00	\$20,000 00	\$0 00	\$20,000 00	\$0 00
Gleaners Food Bank 3737 Waldemere Avenue Indianapolis, IN 46241 <i>Backsacks-weekend food for Kids program</i> \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
Goodwill Industries of Central Indiana, Inc. 1635 West Michigan Street Indianapolis, IN 46222-3899 <i>annual support</i> \$20,000 00 2012	509a(1)	\$0 00	\$20,000 00	\$0 00	\$20,000 00	\$0 00
Greater Indianapolis Literacy League 2450 North Meridian Street Indianapolis, IN 46208 <i>Volunteer training</i> \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Greater Indianapolis Progress Committee	509a(1)	\$0 00	\$1,000 00	\$0 00	\$1,000 00	\$0 00
200 East Washington Street						
City-County Building, Suite 1901						
Indianapolis, IN 46204						
<i>annual support</i>						
\$1,000 00						
Habitat for Humanity International	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
1011 East 22nd Street						
Indianapolis, IN 46202						
<i>annual support</i>						
\$8,000 00						
Happy Hollow Children's Camp, Inc.	509a(1)	\$0 00	\$9,000 00	\$0 00	\$9,000 00	\$0 00
615 North Alabama Street						
Suite #228						
Indianapolis, IN 46204						
<i>annual campership support</i>						
\$9,000 00						
Hemophilia of Indiana, Inc.	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
5172 East 65th Street						
Suite 105						
Indianapolis, IN 46220						
<i>routine annual camp support</i>						
\$5,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Horizon House, Inc. 1033 East Washington Street Indianapolis, IN 46202 annual support \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
Humane Society of Indianapolis 7929 Michigan Road NW Indianapolis, IN 46268 routine annual support \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
Independent Colleges of Indiana, Inc. 3135 North Meridian Street Indianapolis, IN 46208-4717 annual scholarship fund support \$50,000 00 2012	509a(1)	\$0 00	\$50,000 00	\$0 00	\$50,000 00	\$0 00
Indiana Ballet Conservatory, Inc. 849 W Carmel Drive Carmel, IN 46032 general operating support \$3,000 00 2012	509(a)(2)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
Indiana Historical Society 450 West Ohio Street Indianapolis, IN 46202 Museum Theater Program \$15,000 00 2012	509a(1)	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Indiana Network for Higher Education	509(a)(3)	\$0 00	\$1,000 00	\$0 00	\$1,000 00	\$0 00
Ministries	Type I					
1100 West 42nd Street						
Suite 200						
Indianapolis, IN 46208						
<i>annual support</i>						
\$1,000 00						
2012						
Indiana Repertory Theatre, Inc.	509(a)(2)	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00
140 West Washington Street						
Indianapolis, IN 46204-3465						
<i>annual support</i>						
\$15,000 00						
2012						
Indiana State Museum Foundation	509(a)(2)	\$0 00	\$10,000 00	\$0 00	\$10,000 00	\$0 00
650 West Washington Street						
Indianapolis, IN 46204-2725						
<i>General operating support</i>						
\$10,000 00						
2012						
Indiana University Foundation	509a(1)	\$0 00	\$1,000 00	\$0 00	\$1,000 00	\$0 00
340 W Washington Street						
Indianapolis, IN 46202						
<i>Spirit & Place Festival</i>						
\$1,000 00						
2012						
Business Consulting, Inc.	509(a)(3)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
2206 E 96th Street	Type III					
Indianapolis, IN 46240	functionally integrated					
<i>general operating support</i>						
\$5,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Indiana Youth Institute	509(a)(3)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
603 East Washington Street	Type I					
Suite 800						
Indianapolis, IN 46204-2692						
<i>annual support</i>						
\$4,000 00						
2012						
Indianapolis Art Center, Inc.	509(a)(2)	\$0 00	\$6,000 00	\$0 00	\$6,000 00	\$0 00
820 East 67th Street						
Indianapolis, IN 46220						
<i>annual support</i>						
\$6,000 00						
2012						
Indianapolis Chamber Orchestra, Inc.	509(a)(2)	\$0 00	\$6,000 00	\$0 00	\$6,000 00	\$0 00
4603 Clarendon Road						
Suite 036						
Indianapolis, IN 46208						
<i>annual support</i>						
\$6,000 00						
2012						
The Indianapolis Children's Choir, Inc.	509(a)(2)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
4600 Sunset Avenue						
Indianapolis, IN 46208						
<i>General operating support</i>						
\$3,000 00						
2012						
Booth Tarkington Civic Theatre of Indianapolis	509(a)(2)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
3200 Cold Spring Road						
Indianapolis, IN 46222						
<i>annual support</i>						
\$5,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Indianapolis Interfaith Hospitality Network, Inc.	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
1850 North Arsenal Avenue Indianapolis, IN 46218 <i>general operating support</i> \$5,000 00 2012						
Indianapolis Museum of Art	509a(1)	\$0 00	\$20,000 00	\$0 00	\$20,000 00	\$0 00
4000 Michigan Road Indianapolis, IN 46208-3326 <i>annual support</i> \$20,000 00 2012						
Indianapolis Neighborhood Housing Partnership	509(a)(3) Type I	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
3550 N Washington Blvd Indianapolis, IN 46205 <i>Money Management program</i> \$3,000 00 2012						
Indiana Opera Society, Inc.	509a(1)	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00
250 East 38th Street Indianapolis, IN 46205 <i>annual support</i> \$15,000 00 2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Indianapolis-Marion County Public Library Foundation, Inc. 2450 North Meridian Street P O Box 6134 Indianapolis, IN 46206-6134 <i>annual support for the Summer Reading Program</i> \$4,000 00 2012	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
Indianapolis Symphony Choir, Inc. 4600 Sunset Avenue Indianapolis, IN 46208-3443 <i>annual support</i> \$3,000 00 2012	509(a)(2)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
Indiana Symphony Society, Inc. 32 East Washington Street Suite 600 Indianapolis, IN 46204 <i>annual support</i> \$42,500 00 2012	509a(1)	\$0 00	\$42,500 00	\$0 00	\$42,500 00	\$0 00
Indianapolis Zoological Society 1200 West Washington Street P O Box 22309 Indianapolis, IN 46222-0309 <i>International Orangutan Center</i> \$50,000 00 2012	509(a)(2)	\$0 00	\$50,000 00	\$0 00	\$50,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Indianapolis Zoological Society	509(a)(2)	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00
1200 West Washington Street						
P O Box 22309						
Indianapolis, IN 46222-0309						
<i>annual support</i>						
\$15,000 00						
2012						
International School of Indiana	509(a)(1)	\$0 00	\$7,000 00	\$0 00	\$7,000 00	\$0 00
4330 N Michigan Road						
Indianapolis, IN 46208						
<i>annual scholarship fund support</i>						
\$7,000 00						
2012						
Jackson Center for Conductive Education	509(a)(2)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
802 N Samuel Moore Pkwy						
Moorestville, IN 46158						
<i>general operating support</i>						
\$2,000 00						
2012						
Jameson Camp, Inc.	509a(1)	\$0 00	\$9,000 00	\$0 00	\$9,000 00	\$0 00
2001 S Bridgeport Road						
P O Box 31156						
Indianapolis, IN 46231-0156						
<i>annual campership support</i>						
\$9,000 00						
2012						
Janus Developmental Services, Inc.	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
1555 Westfield Road						
Noblesville, IN 46060						
<i>Program support</i>						
\$5,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
John P. Craine House, Inc. 3535 N. Pennsylvania Street Indianapolis, IN 46205 <i>capital campaign for renovation</i> \$5,000 00 2012	509a(1)	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00
TMP Enterprises d/b/a Joy's House, Inc. 2028 E. Broad Ripple Avenue Indianapolis, IN 46220 <i>annual support</i> \$5,000 00 2012	509a(1)	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00
The Julian Center, Inc. 2011 North Meridian Street Indianapolis, IN 46202 <i>Crisis Call Desk</i> \$5,000 00 2012	509a(1)	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00
Indiana Advocates for Children 9150 Harrison Park Court-C Indianapolis, IN 46216 <i>program support</i> \$4,000 00 2012	509a(1)	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00
La Plaza, Inc. 8902 East 38th Street Indianapolis, IN 46226 <i>general operating support</i> \$2,000 00 2012	509a(1)	\$0 00	\$0 00	\$2,000 00	\$0 00	\$0 00	\$0 00	\$2,000 00	\$0 00	\$0 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
Little Red Door Cancer Agency, Inc. 1801 North Meridian Street Indianapolis, IN 46202 <i>annual support</i> \$4,000 00 2012	509a(1)	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00
Lutheran Child and Family Services of IN/KY, Inc. 1525 North Ritter Avenue Indianapolis, IN 46219 <i>Community-Based Program</i> \$5,000 00 2012	509(a)(2)	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00
Marian University 3200 Cold Spring Road Indianapolis, IN 46222-1997 <i>annual scholarship fund support</i> \$10,000 00 2012	509a(1)	\$0 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00	\$10,000 00	\$0 00	\$0 00	\$0 00
Martin University 2171 Avondale Place P O Box 18567 Indianapolis, IN 46218 <i>annual scholarship fund support</i> \$20,000 00 2012	509a(1)	\$0 00	\$0 00	\$20,000 00	\$0 00	\$0 00	\$0 00	\$20,000 00	\$0 00	\$0 00	\$0 00
Meals on Wheels, Inc. P O Box 40969 Indianapolis, IN 46240 <i>annual support</i> \$8,000 00 2012	509(a)(2)	\$0 00	\$0 00	\$8,000 00	\$0 00	\$0 00	\$0 00	\$8,000 00	\$0 00	\$0 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
		2012	2012	2012	2012	2012
Mid-North Shepherd Center	509(a)(2)	\$0 00	\$3,500 00	\$0 00	\$3,500 00	\$0 00
3808 North Meridian Street						
Indianapolis, IN 46208						
<i>annual support</i>						
\$3,500 00						
2012						
Indianapolis Center for Education	509(a)(3)	\$0 00	\$10,000 00	\$0 00	\$10,000 00	\$0 00
Entrepreneurship Inc.	Type 1					
1630 N Meridian Street						
Suite 330						
Indianapolis, IN 46202						
<i>general operating support</i>						
\$10,000 00						
2012						
Muscular Dystrophy Family Foundation	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
1033 3rd Ave S W						
Suite 108						
Carmel, IN 46032						
<i>annual support</i>						
\$5,000 00						
2012						
Music For All, Inc.	509(a)(2)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
39 West Jackson Place						
Suite 150						
Indianapolis, IN 46225-1011						
<i>general operating support</i>						
\$5,000 00						
2012						
The Nature Conservancy	509a(1)	\$0 00	\$30,000 00	\$0 00	\$30,000 00	\$0 00
620 E Ohio Street						
Indianapolis, IN 46202						
<i>annual support</i>						
\$30,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Nicholas H. Noyes Memorial Hospital 111 Clara Barton Street Dansville, NY 14437 routine annual support \$11,000 00 2012	509a(1)	\$0 00	\$11,000 00	\$0 00	\$11,000 00	\$0 00
Noble of Indiana 7701 East 21st Street Indianapolis, IN 46219 annual support \$20,000 00 2012	509a(1)	\$0 00	\$20,000 00	\$0 00	\$20,000 00	\$0 00
The Oaks Academy 2301 North Park Avenue Indianapolis, IN 46205 second campus \$30,000 00 2012	509a(1)	\$0 00	\$30,000 00	\$0 00	\$30,000 00	\$0 00
The Oaks Academy 2301 North Park Avenue Indianapolis, IN 46205 scholarships \$10,000 00 2012	509a(1)	\$0 00	\$10,000 00	\$0 00	\$10,000 00	\$0 00
Partners in Housing Development Corporation 2811 East Tenth Street Suite F Indianapolis, IN 46201 annual support \$4,000 00 2012	509(a)(2)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance	Newly Allocated	Amended	Amount Paid	Ending Balance
Pathway to Recovery, Inc.	509a(1)	\$0 00	\$3,000 00	\$0 00	\$3,000 00	\$0 00
2135 N. Albama						
Indianapolis, IN 46202						
general operating support						
\$3,000 00						
2012						
Phoenix Theatre, Inc.	509(a)(2)	\$0 00	\$3,500 00	\$0 00	\$3,500 00	\$0 00
749 North Park Avenue						
Indianapolis, IN 46202						
annual support						
\$3,500 00						
2012						
Planned Parenthood of Central and Southern Indiana, Inc.	509a(1)	\$0 00	\$22,500 00	\$0 00	\$22,500 00	\$0 00
200 S. Meridian Street						
Suite 400						
Indianapolis, IN 46225						
annual support						
\$22,500 00						
2012						
Play Ball Indiana	509a(1)	\$0 00	\$1,500 00	\$0 00	\$1,500 00	\$0 00
7160 Zionsville Road						
Indianapolis, IN 46268						
annual support						
\$1,500 00						
2012						
Progress House	509(a)(2)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
201 S. Shelby						
Indianapolis, IN 46202						
general operating support						
\$8,000 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
Riley Children's Foundation	509a(1)	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00	\$0 00
30 South Meridian Street											
Suite 200											
Indianapolis, IN 46204											
<i>annual support for Riley Children's Hospital</i>											
\$50,000 00											
2012											
Ronald McDonald House of Indiana, Inc.	509a(1)	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00	\$4,000 00	\$0 00	\$0 00	\$0 00
435 Limestone Street											
Indianapolis, IN 46202-2819											
<i>annual support</i>											
\$4,000 00											
2012											
The Salvation Army	509a(1)	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00	\$5,000 00	\$0 00	\$0 00	\$0 00
3100 N Meridian Street											
Indianapolis, IN 46208											
<i>Emergency Shelter and Continuing Support program</i>											
\$5,000 00											
2012											
Indiana Society to Prevent Blindness, Inc.	509a(1)	\$0 00	\$0 00	\$2,500 00	\$0 00	\$0 00	\$0 00	\$2,500 00	\$0 00	\$0 00	\$0 00
1040 E 86th Street											
Suite 20-F											
Indianapolis, IN 46246											
<i>annual support</i>											
\$2,500 00											
2012											

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
School on Wheels Corp 2815 East 62nd Street Suite 200 Indianapolis, IN 46220 general operating support \$5,000 00 2012	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
Second Helpings, Inc. 1121 Southeastern Avenue Indianapolis, IN 46202 Program expansion \$8,000 00 2012	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
Second Helpings, Inc. 1121 Southeastern Avenue Indianapolis, IN 46202 operating support \$4,000 00 2012	509a(1)	\$0 00	\$4,000 00	\$0 00	\$4,000 00	\$0 00
Second Presbyterian Church 7700 North Meridian Street Indianapolis, IN 46260 annual support \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Shepherd Community, Inc. an Urban Ministry of the Church of the Nazarene 4107 East Washington Street Indianapolis, IN 46201 annual support \$13,000 00 2012	509a(1)	\$0 00	\$13,000 00	\$0 00	\$13,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Special Olympics Indiana 6100 West 96th Street Suite 270 Indianapolis, IN 46278 annual support \$16,000 00 2012	509a(1)	\$0 00	\$16,000 00	\$0 00	\$16,000 00	\$0 00
St. Mary's Child Center 901 Dr Martin Luther King, Jr Street Indianapolis, IN 46202 Preschool studio art program \$5,000 00 2012	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
St. Richard's School 33 East 33rd Street Indianapolis, IN 46205 Horizons summer program \$2,000 00 2012	509a(1)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
St. Richard's School 33 East 33rd Street Indianapolis, IN 46205 annual scholarship fund support \$7,500 00 2012	509a(1)	\$0 00	\$7,500 00	\$0 00	\$7,500 00	\$0 00
Starfish Initiative 814 N Delaware Street Indianapolis, IN 46204 general operating support \$6,000 00 2012	509a(1)	\$0 00	\$6,000 00	\$0 00	\$6,000 00	\$0 00

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Sudden Infant Death Syndrome (SIDS)	509(a)(2)	\$0 00	\$2,000 00	\$0 00	\$2,000 00	\$0 00
Center of Indiana						
1810 Broad Ripple Avenue						
Suite 13						
Indianapolis, IN 46220						
<i>Beds for Babies program</i>						
\$2,000 00						
2012						
Teach for America, Inc.	509a(1)	\$0 00	\$15,000 00	\$0 00	\$15,000 00	\$0 00
1630 N Meridian Street						
Suite 450						
Indianapolis, IN 46202						
<i>general operating support</i>						
\$15,000 00						
2012						
Teacher's Treasures	509a(1)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0 00
1800 E 10th Street						
Indianapolis, IN 46201						
<i>operating support</i>						
\$5,000 00						
2012						
Theatre on the Square, Inc.	509(a)(2)	\$0 00	\$1,500 00	\$0 00	\$1,500 00	\$0 00
627 Massachusetts Avenue						
Indianapolis, IN 46204-1606						
<i>annual support</i>						
\$1,500 00						
2012						

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance		Newly Allocated		Amended		Amount Paid		Ending Balance	
		2012	2012	2012	2012	2012	2012	2012	2012	2012	2012
Training, Inc.	509a(1)	\$0 00	\$0 00	\$4,000 00	\$4,000 00	\$0 00	\$0 00	\$4,000 00	\$4,000 00	\$0 00	\$0 00
333 North Pennsylvania Street											
Suite 900											
Indianapolis, IN 46204											
<i>annual support</i>											
\$4,000 00											
2012											
United Way of Central Indiana	509a(1)	\$0 00	\$0 00	\$50,000 00	\$50,000 00	\$0 00	\$0 00	\$50,000 00	\$50,000 00	\$0 00	\$0 00
3901 N Meridian Street											
P O Box 88409											
Indianapolis, IN 46208-0409											
<i>annual support</i>											
\$50,000 00											
2012											
The University of Indianapolis	509a(1)	\$0 00	\$0 00	\$10,000 00	\$10,000 00	\$0 00	\$0 00	\$10,000 00	\$10,000 00	\$0 00	\$0 00
1400 East Hanna Avenue											
Indianapolis, IN 46227-3697											
<i>annual scholarship fund support</i>											
\$10,000 00											
2012											
The Villages of Indiana, Inc.	509a(1)	\$0 00	\$0 00	\$8,000 00	\$8,000 00	\$0 00	\$0 00	\$8,000 00	\$8,000 00	\$0 00	\$0 00
3833 N Meridian Street											
Indianapolis, IN 46208-4059											
<i>annual support</i>											
\$8,000 00											
2012											
VSA Arts of Indiana, Inc.	509a(1)	\$0 00	\$0 00	\$1,000 00	\$1,000 00	\$0 00	\$0 00	\$1,000 00	\$1,000 00	\$0 00	\$0 00
1505 N Delaware Street											
#100											
Indianapolis, IN 46202											
<i>Community Arts Classes/Urban Artisans</i>											
\$1,000 00											
2012											

Fiscal Year 2012

Recipient and/or Purpose	Tax Status	Beginning Balance 2012	Newly Allocated 2012	Amended 2012	Amount Paid 2012	Ending Balance 2012
Metropolitan Indianapolis Public Broadcasting	509a(1)	\$0 00	\$3,500 00	\$0 00	\$3,500 00	\$0 00
1630 North Meridian Street Suite 2105 Indianapolis, IN 46202 <i>annual support</i> \$3,500 00 2012						
Wheeler Mission Ministries	509a(1)	\$0 00	\$8,000 00	\$0 00	\$8,000 00	\$0 00
205 East New York Street Indianapolis, IN 46204 <i>annual support</i> \$8,000 00 2012						
Eskenazi Health Foundation, Inc.	509a(1)	\$0 00	\$60,000 00	\$0 00	\$60,000 00	\$0 00
1001 West Tenth Street Indianapolis, IN 46202 <i>annual support</i> \$60,000 00 2012						
Young Audiences of Indiana, Inc.	509a(1)	\$0 00	\$6,000 00	\$0 00	\$6,000 00	\$0 00
3921 North Meridian Street Suite 210 Indianapolis, IN 46208-4011 <i>annual support</i> \$6,000 00 2012						
Grand Totals (131 items)		\$0 00	\$1,307,000 00	\$0 00	\$1,307,000 00	\$0 00