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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation AYRES FOUNDATION INC		A Employer identification number 35-6018437	
Number and street (or P O box number if mail is not delivered to street address) 545 W 93RD STREET		B Telephone number (see instructions) (317) 443-1868	
City or town, state, and ZIP code INDIANAPOLIS, IN 46260		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 110,515	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	51,503	51,503		
	4 Dividends and interest from securities.	79,738	79,738		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	<input checked="" type="checkbox"/> 12,929			
	b Gross sales price for all assets on line 6a _____ 1,027,527				
	7 Capital gain net income (from Part IV , line 2)		4,984		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	<input checked="" type="checkbox"/> -9,274		-9,274	
	12 Total. Add lines 1 through 11	134,896	136,225	-9,274	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	<input checked="" type="checkbox"/> 4,849	4,849		
	c Other professional fees (attach schedule)	<input checked="" type="checkbox"/> 150	150		
	17 Interest	77	77		
	18 Taxes (attach schedule) (see instructions)	<input checked="" type="checkbox"/> 2,052	2,052		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input checked="" type="checkbox"/> 315	315		
	24 Total operating and administrative expenses. Add lines 13 through 23	7,443	7,443		0
	25 Contributions, gifts, grants paid	168,600			168,600
	26 Total expenses and disbursements. Add lines 24 and 25	176,043	7,443		168,600
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-41,147			
	b Net investment income (if negative, enter -0-)		128,782		
	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	111,010	110,515
	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 page 15 of the 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		
	10a	Investments—U S and state government obligations (attach schedule)		
	b	Investments—corporate stock (attach schedule)	1,396,641	2,334,494
	c	Investments—corporate bonds (attach schedule)	1,378,363	478,800
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	538,447	646,289
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,424,461	3,570,098
	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)		
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		
	23	Total liabilities (add lines 17 through 22)		0
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds	3,424,461	3,570,098
	30	Total net assets or fund balances (see page 17 of the instructions)	3,424,461	3,570,098
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,424,461	3,570,098

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	3,424,461
2	Enter amount from Part I, line 27a	2	-41,147
3	Other increases not included in line 2 (itemize) ▶ _____	3	186,784
4	Add lines 1, 2, and 3	4	3,570,098
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	3,570,098

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						
(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) <div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>				2	4,984
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>				3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If “Yes,” the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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	177,552	3,387,652	0 052412		
2010	158,207	3,296,144	0 047998		
2009	103,980	2,712,423	0 038335		
2008	171,251	3,154,791	0 054283		
2007	182,952	3,746,179	0 048837		
2 Total of line 1, column (d).				2	0 241865
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 048373
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.				4	3,516,292
5 Multiply line 4 by line 3.				5	170,094
6 Enter 1% of net investment income (1% of Part I, line 27b).				6	1,288
7 Add lines 5 and 6.				7	171,382
8 Enter qualifying distributions from Part XII, line 4.				8	168,600
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions					

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,576
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	2,576
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,576
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,200	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	500	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,700
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	876
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	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?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JOHN ED PEACOCK JR Telephone no (317) 443-1868 Located at 545 W 93RD STREET INDIANAPOLIS IN ZIP+4 46260			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
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		No
See 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		No
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? If "Yes," list the years 20 , 20 , 20 , 20			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (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
See Additional Data Table				

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				

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

Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1		
2		
3		
4		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Form **990-PF** (2012)

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	3,416,669
b	Average of monthly cash balances.	1b	153,171
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,569,840
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	3,569,840
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	53,548
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,516,292
6	Minimum investment return. Enter 5% of line 5.	6	175,815

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	175,815
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	2,576
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,576
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	173,239
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	173,239
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	173,239

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	168,600
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	168,600
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	168,600
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				173,239
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			7,188	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ 168,600				
a Applied to 2011, but not more than line 2a			7,188	
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.				161,412
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.				11,827
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.				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV

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

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 organization 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))

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

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

JOHN ED PEACOCK JR
545 W 93RD STREET
INDPLS, IN 46260
(317) 443-1868

b

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

1 NAME/ADDRESS/TELEPHONE NUMBER 2 EXEMPT FOUNDATION STATUS 3 NATURE OF REQUEST 4 FINANCIAL DATA

c

Any submission deadlines

NONE

d

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

RESTRICTIONS AND LIMITATIONS WHICH WOULD JEOPARDIZE THE EXEMPT FOUNDATION STATUS

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	168,600
b Approved for future payment				
Total			3b	

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	51,503	
4 Dividends and interest from securities.			14	79,738	
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	4,984	7,945
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a See Additional Data Table					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e). . .		-8,911		135,862	7,945
13 Total. Add line 12, columns (b), (d), and (e).			13		134,896

[illegible]

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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
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.				

[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 or fiduciary) is based on all information of which preparer has any knowledge.		
	<div style="border-bottom: 1px solid black; margin-bottom: 5px;">*****</div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; margin-bottom: 5px;">2013-05-21</div> Date	<div style="border-bottom: 1px solid black; margin-bottom: 5px;">*****</div> Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	THOMAS L COMISSO CPA	THOMAS L COMISSO CPA	2013-05-28		
	Firm's name <input type="checkbox"/>	ASPIRE CPAS PC		Firm's EIN <input type="checkbox"/>	
	8425 WOODFIELD CROSSING 110				
	Firm's address <input type="checkbox"/>	INDIANAPOLIS, IN 462407316		Phone no (317) 469-4500	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN ED PEACOCK  8140 TOWNSHIP LINE RD APT 5307 INDIANAPOLIS,IN 46260	TREASURER 10 00	0	0	0
JOHN ED PEACOCK JR  545 WEST 93RD STREET INDIANAPOLIS,IN 46260	PRESIDENT 5 00	0	0	0
DAVID S EVANS  6463 N ILLINOIS STREET INDIANAPOLIS,IN 46260	ASST SEC /TR 1 00	0	0	0
BERT M WILHOITE  7248 HAVERHILL COURT INDIANAPOLIS,IN 46250	SECRETARY 1 00	0	0	0
NANCY AYRES  8999 PICKWICK DRIVE INDIANAPOLIS,IN 46260	VICE PRES 1 00	0	0	0
ALMA LATHROP  1250 S 950 EAST ZIONSVILLE,IN 46077	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ALZHEIMER ASSOCIATION 50 EAST 91ST STREET INDIANAPOLIS,IN 46240			OPERATING FUND	3,000
ASSISTANCE LEAGUE OF INDIANAPOLIS 1475 W 86TH STREET INDIANAPOLIS,IN 46260			OPERATING FUND	3,100
BOSMA INDUSTRIES 8020 ZIONSVILLE RD INDIANAPOLIS,IN 46268			OPERATING FUND	2,000
BUTLER UNIVERSITY 4600 SUNSET AVE INDIANAPOLIS,IN 46208			OPERATING FUND	5,000
CHARLES A TINDEY SCHOOL 3960 MEADOWS DRIVE INDIANAPOLIS,IN 46205			OPERATING FUND	5,400
COLLEGE MENTOR FOR KIDS PO BOX 441516 INDIANAPOLIS,IN 46244			OPERATING FUND	2,500
DAMAR 6067 DECATUR BLVD INDIANAPOLIS,IN 46241			OPERATING FUND	2,500
DAY NURSERY ASSN 615 N ALABAMA STREET INDIANAPOLIS,IN 46204			OPERATING FUND	5,000
EITELJORG MUSEUM 500 W WASHINGTON STREET INDIANAPOLIS,IN 46204			OPERATING FUND	7,500
GLEANERS FOOD BANK 3737 WALDEMERE AVE INDIANAPOLIS,IN 46241			OPERATING FUND	10,500
GOODWILL INDUSTRIES OF CENTRAL IN 1635 W MICHIGAN STREET INDIANAPOLIS,IN 46222			OPERATING FUND	150
HORIZON HOUSE 1033 EAST WASHINGTON ST INDIANAPOLIS,IN 46202			OPERATING FUND	4,000
INDIANA SYMPHONY SOCIETY INC 32 E WASHINGTON STREET INDIANAPOLIS,IN 46204			OPERATING FUND	1,200
INDIANAPOLIS PUBLIC LIBRARY 40 E ST CLAIR STREET INDIANAPOLIS,IN 46204			OPERATING FUND	2,500
INDIANAPOLIS ZOOLOGICAL SOCIETY 1200 W WASHINGTON STREET INDIANAPOLIS,IN 46222			OPERATING FUND	1,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
JAMISON CAMP 2001 BRIDGEPORT ROAD INDIANAPOLIS,IN 46231			OPERATING FUND	5,000
LITTLE RED DOOR 1801 N MERIDIAN STREET INDIANAPOLIS,IN 46202			OPERATING FUND	5,000
NOBLE OF INDIANA 7701 E 21ST STREET INDIANAPOLIS,IN 46219			OPERATING FUND	6,000
OAKS ACADEMY 2301 N PARK AVENUE INDIANAPOLIS,IN 46205			OPERATING FUND	5,000
PROV CRISTO REY HIGH SCHOOL 75 N BELLEVIEW PLACE INDIANAPOLIS,IN 46222			OPERATING FUND	3,000
RONALD MCDONALD HOUSE 435 LIMESTONE STREET INDIANAPOLIS,IN 46202			OPERATING FUND	2,500
SECOND HELPINGS 1121 SOUTHEASTERN AVENUE INDIANAPOLIS,IN 46202			OPERATING FUND	10,000
SHEPERD COMMUNITY CENTER 4107 E WASHINGTON STREET INDIANAPOLIS,IN 46201			OPERATING FUND	2,500
ST MARY'S CHILD CENTER 901 DR MARTIN LUTHER KING INDIANAPOLIS,IN 46202			OPERATING FUND	2,000
STARFISH INITIATIVE 814 N DELAWARE STREET INDIANAPOLIS,IN 46204			OPERATING FUND	2,500
SULLIVAN MUNCE CULTURAL CENTER 205 WHAWTHORNE STREET ZIONSVILLE,IN 46077			OPERATING FUND	8,500
FRIENDS OF HOLIDAY PARK 6363 SPRING MILL ROAD INDIANAPOLIS,IN 46260			OPERATING FUND	100
MEALS ON WHEELS 2815 E 62ND ST SUITE 130 INDIANAPOLIS,IN 46220			OPERATING FUND	500
DEPAUW UNIVERSITY 300 SEMINARY ST GREENCASTLE,IN 46135			OPERATING FUND	150
GENNESARET 615 N ALABAMA STREET INDIANAPOLIS,IN 46204			OPERATING FUND	600

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CENTER FOR LEADERSHIP DEVELOPMENT 2425 DR MARTIN LUTHER KING JUNIOR ST INDIANAPOLIS,IN 46208			OPERATING FUND	2,000
CHRISTAMORE HOUSE 502 N TREMONT STREET INDIANAPOLIS,IN 46222			OPERATING FUND	2,000
COBURN PLACE 308 E 38TH STREET INDIANAPOLIS,IN 46205			OPERATING FUND	2,000
DRESS FOR SUCCESS 820 NORTH MERIDIAN STREET INDIANAPOLIS,IN 46204			OPERATING FUND	4,000
ESKENAZI HEALTH 1001 W 10TH STREET INDIANAPOLIS,IN 46202			OPERATING FUND	10,000
HAPPY HOLLOW CAMP 615 N ALABAMA ST ROOM 228 INDIANAPOLIS,IN 46204			OPERATING FUND	1,000
HARRISON CENTER 1505 N DELAWARE ST INDIANAPOLIS,IN 46202			OPERATING FUND	1,000
INDIANA STATE MUSEUM FOUNDATION 650 W WASHINGTON ST INDIANAPOLIS,IN 46204			OPERATING FUND	500
JACSON CENTER 802 N SAMUEL MOORE PRKWY MOORESVILLE,IN 46158			OPERATING FUND	1,000
JULIAN CENTER 2011 N MERIDIAN ST INDIANAPOLIS,IN 46202			OPERATING FUND	5,000
LA PLAZA 8902 E 38TH ST INDIANAPOLIS,IN 46226			OPERATING FUND	2,000
MENTAL HEALTH AMERICA 1431 N DELAWARE INDIANAPOLIS,IN 46202			OPERATING FUND	1,000
MERIDIAN STREET METHODIST 5500 N MERIDIAN ST INDIANAPOLIS,IN 46208			OPERATING FUND	12,900
WINGS TO FLY 647-F PARK MEADOW ROAD WESTERVILLE,OH 43081			OPERATING FUND	10,000
GOODWILL FOUNDATION 4808 CHIN PAGE ROAD DURHAM,NC 27703			OPERATING FUND	600

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
RILEY CHILDREN'S FOUNDATION 30 S MERIDIAN ST STE 200 INDIANAPOLIS,IN 46204			OPERATING FUND	1,000
GREAT LAKES BOAT BUILDING 485 S MERIDIAN ROAD CEDARVILLE,MI 49719			OPERATING FUND	1,500
AMERICAN CANCER SOCIETY 1795 W 86TH ST INDIANAPOLIS,IN 46260			OPERATING FUND	200
PARK TUDOR 7200 N COLLEGE AVE INDIANAPOLIS,IN 46240			OPERATING FUND	100
CHC FOUNDATION 245 N PLACER AVE PO BOX 1644 IDAHO FALLS,ID 83403			OPERATING FUND	500
SALVATION ARMY 711 E WASHINGTON ST INDIANAPOLIS,IN 46202			OPERATING FUND	200
WHEELER MISSION 205 E NEW YORK ST INDIANAPOLIS,IN 46204			OPERATING FUND	600
WOMEN'S FUND 615 ALABAMA ST SUITE 119 INDIANAPOLIS,IN 46204			OPERATING FUND	300
Total			3a	168,600

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a BUCKEYE PARTNERS, LP			14	-263	
b ENERGY TRANFER PARTNERS			14	6	
c TC PIPELINES, LP			14	-106	
d BUCKEYE PARTNERS, LP	211110	-1,967			
e PLAINS ALL AMERICAN PIPELIN	211110	-66			
f ENERGY TRANSFER PARTNERS LP	211110	-1,857			
g TC PIPELINES, LP	211110	-5,021			

TY 2012 Accounting Fees Schedule

Name: AYRES FOUNDATION INC

EIN: 35-6018437

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,849	4,849		

TY 2012 Compensation Explanation**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437

Person Name	Explanation
JOHN ED PEACOCK	
JOHN ED PEACOCK JR	
DAVID S EVANS	
BERT M WILHOITE	
NANCY AYRES	
ALMA LATHROP	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: AYRES FOUNDATION INC

EIN: 35-6018437

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ASTRAZENECA PLC	2011-10	PURCHASE	2012-02		46,912	47,513			-601	
ARCELORMITTAL SA	2012-06	PURCHASE	2012-08		42,139	45,950			-3,811	
AUST NW Z B G	2011-12	PURCHASE	2012-09		37,912	31,634			6,278	
BHP BILLITON LTD	2011-10	PURCHASE	2012-02		48,606	45,232			3,374	
CANADIAN IMPERIAL BANK	2011-05	PURCHASE	2012-01		29,431	34,608			-5,177	
CUMMINS INC	2011-12	PURCHASE	2012-02		36,317	26,284			10,033	
CUMMINS INC	2011-12	PURCHASE	2012-02		12,111	8,762			3,349	
DIAGO PLC	2011-09	PURCHASE	2012-02		47,199	39,306			7,893	
EXELON CORPORATION	2012-03	PURCHASE	2012-11		32,187	38,838			-6,651	
PETROLEO BRAS VTG	2012-01	PURCHASE	2012-11		42,019	58,202			-16,183	
ROYAL DUTCH SHELL	2011-10	PURCHASE	2012-01		51,319	47,460			3,859	
NOKIA CORP	2011-07	PURCHASE	2012-06		50,350	65,586			-15,236	
HATTERAS FINL CORP	2011-03	PURCHASE	2012-08		22,573	22,719			-146	
TOTALS A	2011-03	PURCHASE	2012-06		26,426	35,541			-9,115	
EI DU PONT DE	2011-05	PURCHASE	2012-12		55,267	49,564			5,703	
JPMORGAN CHASE	2011-03	PURCHASE	2012-08		54,324	49,457			4,867	
CD GE CAPITAL FINANCIAL	2009-04	PURCHASE	2012-04		35,000	35,000				
CORNING INC	2010-07	PURCHASE	2012-01		41,459	54,419			-12,960	
EMERSON ELECTRIC CO	2010-09	PURCHASE	2012-06		44,668	50,325			-5,657	
EQUITY RESIDENTTIAL P CLD	2004-06	PURCHASE	2012-08		50,000	44,886			5,114	
GLAXOSMITHKLINE PLC	2010-07	PURCHASE	2012-05		18,329	14,641			3,688	
GLAXOSMITHKLINE PLC	2010-07	PURCHASE	2012-05		4,582	3,660			922	
GLAXOSMITHKLINE PLC	2010-07	PURCHASE	2012-08		4,616	3,660			956	
GLAXOSMITHKINE PLC	2010-07	PURCHASE	2012-08		41,547	32,946			8,601	
HEALTH CARE REIT INC	2010-09	PURCHASE	2012-01		54,913	48,162			6,751	
UNITED TECHS CORP	2006-05	PURCHASE	2012-11		38,488	32,980			5,508	
UNITED TECHS CORP	2007-10	PURCHASE	2012-11		15,395	16,090			-695	
PLAINS ALL AMERICAN PIPELINE	2010-12	PURCHASE	2012-02		38,454	31,173			7,281	

TY 2012 General Explanation Attachment**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437

Identifier	Return Reference	Explanation
GENERAL ELECTIONS		YEAR ENDING DECEMBER 31, 2012 35-6018437 AYRES FOUNDATION, INC AYRES FOUNDATION, INC 545 W 93RD STREET INDIANAPOLIS, IN 46260 NOL CARRY BACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRY BACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR

**TY 2012 Investments Corporate
Bonds Schedule**

Name: AYRES FOUNDATION INC
EIN: 35-6018437

Name of Bond	End of Year Book Value	End of Year Fair Market Value
	478,800	

**TY 2012 Investments Corporate
Stock Schedule**

Name: AYRES FOUNDATION INC
EIN: 35-6018437

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	2,334,494	

TY 2012 Investments - Other Schedule

Name: AYRES FOUNDATION INC

EIN: 35-6018437

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
		646,289	

TY 2012 Other Expenses Schedule**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISCELLANEOUS EXPENSE	23	23		
BOND PEMIUM/DISCOUNT AMORTIZA	292	292		

TY 2012 Other Income Schedule**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BUCKEYE PARTNERS, LP	-263		-263
ENERGY TRANFER PARTNERS	6		6
TC PIPELINES, LP	-106		-106
BUCKEYE PARTNERS, LP	-1,967		-1,967
PLAINS ALL AMERICAN PIPELINE	-66		-66
ENERGY TRANSFER PARTNERS LP	-1,857		-1,857
TC PIPELINES, LP	-5,021		-5,021

TY 2012 Other Increases Schedule

Name: AYRES FOUNDATION INC

EIN: 35-6018437

Description	Amount
DIFF. BETWEEN BROKERAGE STMENTS. AND 1099 REPORTING	186,784

TY 2012 Other Professional Fees Schedule

Name: AYRES FOUNDATION INC

EIN: 35-6018437

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKERAGE FEES	150	150		

TY 2012 Taxes Schedule**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	1,016	1,016		
FEDERAL EXCISE TAX	1,036	1,036		

TY 2012 GeneralDependencySmall**Name:** AYRES FOUNDATION INC**EIN:** 35-6018437**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK

Attachment Information: YEAR ENDING: DECEMBER 31, 2012 35-6018437 AYRES FOUNDATION, INC. AYRES FOUNDATION, INC. 545 W. 93RD STREET INDIANAPOLIS, IN 46260 NOL CARRYBACK ELECTION UNDER IRC SECTION 172(B)(3), THE TAXPAYER ELECTS TO RELINQUISH THE ENTIRE CARRYBACK PERIOD WITH RESPECT TO ANY REGULAR TAX AND AMT NET OPERATING LOSS INCURRED DURING THE CURRENT TAX YEAR.