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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

, 2012, and ending

, 20

Name of foundation **MARION D BROWN SCHOLARSHIP TRUST**  
**C/O OLD NATIONAL TRUST COMPANY****A Employer identification number**  
35-6050689

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

**B Telephone number (see instructions)**

P.O. BOX 207

(812) 464-1397

City or town, state, and ZIP code

EVANSVILLE, IN 47702-0207

**C** If exemption application is  
pending, check here ☐**G** Check all that apply☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change**D** 1 Foreign organizations check here ☐2 Foreign organizations meeting the  
85% test, check here and attach  
computation ☐☐ Check type of organization☒ Section 501(c)(3) exempt private foundation**E** If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ☐☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at end

**J** Accounting method ☒ Cash ☐ Accrual

of year (from Part II, col (c), line

☐ Other (specify) \_\_\_\_\_

16) \$ 552,449.

(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)**

<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>3</b>	Interest on savings and temporary cash investments				
<b>4</b>	Dividends and interest from securities	16,548.	16,548.		ATCH 2
<b>5a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	1,828.			
<b>b</b>	Gross sales price for all assets on line 6a 50,413.				
<b>7</b>	Capital gain net income (from Part IV, line 2)		1,828.		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule)				
<b>12</b>	<b>Total.</b> Add lines 1 through 11	18,380.	18,380.		
<b>13</b>	Compensation of officers, directors, trustees, etc.	7,006.	2,102.		4,904.
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16a</b>	Legal fees (attach schedule)				
<b>b</b>	Accounting fees (attach schedule) ATCH 3	1,060.			1,060.
<b>c</b>	Other professional fees (attach schedule)				
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions) ATCH 4	1,241.			
<b>19</b>	Depreciation (attach schedule) and depletion				
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule)				
<b>24</b>	<b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23	9,307.	2,102.		5,964.
<b>25</b>	Contributions, gifts, grants paid	21,500.			21,500.
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	30,807.	2,102.	0	27,464.
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	Excess of revenue over expenses and disbursements	-12,427.			
<b>b</b>	<b>Net investment income</b> (if negative, enter -0-)		16,278.		
<b>c</b>	<b>Adjusted net income</b> (if negative, enter -0-)				

SCANNED MAY 20 2013

Operating and Administrative Expenses

**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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	12,493.	13,025.	13,025.
	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) . . . . .			
	b Investments - corporate stock (attach schedule) ATCH 5 . . . . .	276,268.	288,309.	305,389.
	c Investments - corporate bonds (attach schedule) ATCH 6 . . . . .	238,791.	213,791.	234,035.
	11 Investments - land, buildings, and equipment basis . . . . .			
Less accumulated depreciation (attach schedule) ▶ . . . . .				
12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . .				
14 Land, buildings, and equipment basis . . . . .				
Less accumulated depreciation (attach schedule) ▶ . . . . .				
15 Other assets (describe ▶ . . . . .)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	527,552.	515,125.	552,449.	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶</b> <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	527,552.	515,125.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29 Retained earnings, accumulated income, endowment, or other funds . . . . .				
30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	527,552.	515,125.		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	527,552.	515,125.		

**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	527,552.
2 Enter amount from Part I, line 27a . . . . .	2	-12,427.
3 Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4 Add lines 1, 2, and 3 . . . . .	4	515,125.
5 Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	515,125.

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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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	1,828.	
<b>3</b> 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			<b>3</b>	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	18,890.	535,499.	0.035276
2010	23,689.	519,662.	0.045585
2009	24,121.	483,120.	0.049928
2008	26,982.	542,574.	0.049730
2007	34,195.	609,523.	0.056101
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.236620
<b>3</b> 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			<b>3</b> 0.047324
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 549,635.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 26,011.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 163.
<b>7</b> Add lines 5 and 6			<b>7</b> 26,174.
<b>8</b> 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			<b>8</b> 27,464.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	163.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 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	163.
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	163.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	796.	
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	796.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	633.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 164. Refunded <input type="checkbox"/> 469.	11	469.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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 <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? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> OLD NATIONAL TRUST COMPANY Telephone no <input type="checkbox"/> 812-464-1397			
Located at <input type="checkbox"/> PO BOX 207 EVANSVILLE, IN ZIP+4 <input type="checkbox"/> 47702-0207				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>	16	Yes	No X

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

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

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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
ATCH 7		7,006.	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				

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

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

**Total** number of others receiving over \$50,000 for professional services . . . . . ▶**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
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
<b>1</b> NONE	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b> NONE	

**Total.** Add lines 1 through 3 . . . . . ▶



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	537,449.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	20,556.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	558,005.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	558,005.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	8,370.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	549,635.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	27,482.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	27,482.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	163.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	163.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	27,319.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	27,319.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	27,319.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	27,464.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	27,464.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	163.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	27,301.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				27,319.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .				
<b>b</b> Total for prior years 20 10 20 09 20 08				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . . 4,219.				
<b>b</b> From 2008 . . . . . 255.				
<b>c</b> From 2009 . . . . . 335.				
<b>d</b> From 2010 . . . . .				
<b>e</b> From 2011 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .	4,809.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 27,464.				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2012 distributable amount . . . . .				27,319.
<b>e</b> Remaining amount distributed out of corpus . . . . .	145.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,954.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	4,219.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	735.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008 . . . . . 255.				
<b>b</b> Excess from 2009 . . . . . 335.				
<b>c</b> Excess from 2010 . . . . .				
<b>d</b> Excess from 2011 . . . . .				
<b>e</b> Excess from 2012 . . . . . 145.				

Form **990-PF** (2012)



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>  ATCH 8				
<b>Total</b> . . . . .			▶ <b>3a</b>	21,500.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations.)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )



**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)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					225.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,229.	
48,959.		PUBLICLY TRADED SECURITIES				P	VARIOUS	VARIOUS
		PROPERTY TYPE: SECURITIES						
		48,585.					374.	
TOTAL GAIN(LOSS) .....							<u>1,828.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS FUND	4.	4.
TOTAL	<u>4.</u>	<u>4.</u>



ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS	5,012.	5,012.
INTEREST	11,536.	11,536.
TOTAL	<u>16,548.</u>	<u>16,548.</u>

ATTACHMENT 3FORM 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>
TAX PREPARATION FEES	1,060.			1,060.
TOTALS	<u>1,060.</u>			<u>1,060.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
2012 ESTIMATES	796.
BALANCE DUE 2011 990-PF	533.
REJECTED 2011 EST TAX PAYMENT	-88.
TOTALS	<u>1,241.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 5

DESCRIPTION

SEE ATTACHED

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
288,309.	305,389.
<u>288,309.</u>	<u>305,389.</u>

TOTALS

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 6

DESCRIPTION

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
------------------------------	-----------------------

SEE ATTACHED

213,791.

234,035.

TOTALS

213,791.

234,035.

**Marion D. Brown Scholarship Fund**  
January 1, 2012 - December 31, 2012

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Account Number: 31-0126-01-6

**Statement Of Assets**

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
<b>Cash &amp; Equivalents</b>								
<b>Money Markets</b>								
13,025.630	Goldman Sachs Financial Square Treasury Obligation #468	1.000	13,025.63	13,025.63	100.00	0	0.0	0.00
	<b>Total Money Markets</b>		<b>13,025.63</b>	<b>13,025.63</b>	<b>100.00</b>	<b>0</b>	<b>0.0</b>	<b>0.00</b>
<b>Cash</b>								
	Principal Cash		-93,983.93	-93,983.93	-721.53	0	0.0	0.00
	Income Cash		93,983.93	93,983.93	721.53	0	0.0	0.00
	<b>Total Cash</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.0</b>	<b>0.00</b>
	<b>Total Cash &amp; Equivalents</b>		<b>13,025.63</b>	<b>13,025.63</b>	<b>100.00</b>	<b>0</b>	<b>0.0</b>	<b>0.00</b>
<b>Fixed Income</b>								
<b>U.S. Governments</b>								
15,000.000	Fed Nat Mtg Assoc 2.2 % 03/24/2016	105.651	15,594.75	15,847.65	6.77	330	2.1	252.90
	<b>Total U.S. Governments</b>		<b>15,594.75</b>	<b>15,847.65</b>	<b>6.77</b>	<b>330</b>	<b>2.1</b>	<b>252.90</b>
<b>Corporate Bonds</b>								
15,000.000	Avon Prods Inc Nt 6.50 % Dtd 03/02/2009 Due 03/01/2019 Callable	107.883	15,375.00	16,182.45	6.91	975	6.0	807.45

# **Marion D. Brown Scholarship Fund**

January 1, 2012 - December 31, 2012

Account Number: 31-0126-01-6

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## **Statement Of Assets**

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
25,000.000	Goldman Sachs Group Inc 5% 10/01/2014	106.519	24,858.25	26,629.75	11.38	1,250	4.7	1,771.50
10,000.000	JPMorgan Chase & Co 5 25% 05/01/2015	108.783	9,040.20	10,878.30	4.65	525	4.8	1,838.10
25,000.000	Morgan Stanley 4.75% 04/01/2014	103.548	24,375.00	25,887.00	11.06	1,187	4.6	1,512.00
10,000.000	Simon Ppty Group LP Nt 6.75% Dtd 05/15/2009 Due 05/15/2014 Callable	106.668	10,175.00	10,666.80	4.56	675	6.3	491.80
10,000.000	Wells Fargo & Co 5.625% 12/11/2017	119.270	9,190.00	11,927.00	5.10	562	4.7	2,737.00
10,000.000	Wells Fargo Bk Natl Assn Sb Nt Acrd 4.75% Dtd 02/07/2005 Due 02/09/2015 Non-Callable	107.402	9,839.00	10,740.20	4.59	475	4.4	901.20
<b>Total Corporate Bonds</b>				<b>112,911.50</b>	<b>48.25</b>	<b>5,649</b>	<b>5.0</b>	<b>10,059.05</b>
<b>Municipals Taxable</b>								
15,000.000	Elkhart IND Pk Dist Taxable Pk Dis Bds 2009b Taxable 4.15% Dtd 12/17/2009 Due 07/01/2015 Non-Callable	106.991	15,000.00	16,048.65	6.86	622	3.9	1,048.65
25,000.000	Elkhart IND Pk Dist Taxable Pk Dis Bds 2009b Taxable 5.90% Dtd 12/17/2009 Due 07/01/2024 Callable	112.220	25,000.00	28,055.00	11.99	1,475	5.3	3,055.00
25,000.000	Lanse Creuse Mich Pub Schs Sch Bldg and Site Bds 2010b Taxable 5.482% Dtd 05/18/2010 Due 05/01/2021 Callable	115.895	25,734.25	28,973.75	12.38	1,370	4.7	3,239.50

**Marion D. Brown Scholarship Fund**  
January 1, 2012 - December 31, 2012

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Account Number: 31-0126-01-6

**Statement Of Assets**

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
15,000.000	Missouri Jr Mun Elec Util Comm Pwr Proj Ev Bds 2009 B Taxable 4.693 % Dtd 12/17/2009 Due 01/01/2016 Callable	107.300	15,180.00	16,095.00	6.88	703	4.4	915.00
15,000.000	Vigo Cntry IND Redev Auth Econo Ref Bds Taxable 5.30% Dtd 07/28/2005 Due 02/01/2021 Callable	107.353	14,430.00	16,102.95	6.88	795	4.9	1,672.95
Total Municipals Taxable			95,344.25	105,275.35	44.98	4,965	4.7	9,931.10
Total Fixed Income			213,791.45	234,034.50	100.00	10,944	4.7	20,243.05
<b>Equities</b>								
<b>Common Stock</b>								
<b>Consumer Discretionary</b>								
147.000	Directv	50.160	7,163.69	7,373.52	2.41	0	0.0	209.83
57.000	McDonalds Corp	88.210	5,072.34	5,027.97	1.65	175	3.5	-44.37
56.000	Select Sector SPDR Consumer Discretionary	47.439	2,327.53	2,656.59	0.87	43	1.6	329.06
90.000	Tjx Co Inc	42.450	2,661.55	3,820.50	1.25	52	1.4	1,158.95
95.000	Target Corp	59.170	4,959.04	5,621.15	1.84	136	2.4	662.11
Total Consumer Discretionary			22,184.15	24,499.73	8.02	406	1.7	2,315.58
<b>Consumer Staples</b>								
80.000	Church & Dwight Inc	53.570	3,459.67	4,285.60	1.40	89	2.1	825.93



## Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
43 000	Costco Whsl Corp New	98.730	3,619.58	4,245.39	1.39	47	1.1	625.81
83 000	Select Sector SPDR Consumer Staples	34.900	2,819.02	2,896.70	0.95	89	3.1	77.68
88.000	Walmart Stores Inc	68.230	4,964.31	6,004.24	1.97	165	2.8	1,039.93
143.000	Walgreen Co	37.010	5,505.29	5,292.43	1.73	157	3.0	-212.86
Total Consumer Staples			20,367.87	22,724.36	7.44	547	2.4	2,356.49
Energy								
42.000	Chevron Corp	108.140	4,312.55	4,541.88	1.49	168	3.7	229.33
100.000	Exxon Mobil Corp	86.550	4,546.02	8,655.00	2.83	252	2.9	4,108.98
31.000	Noble Energy Inc	101.740	3,058.76	3,153.94	1.03	34	1.1	95.18
52.000	Schlumberger Ltd	69.298	4,795.33	3,603.53	1.18	65	1.8	-1,191.80
Total Energy			16,712.66	19,954.35	6.53	519	2.6	3,241.69
Financials								
92.000	Citigroup Inc	39.560	3,639.14	3,639.52	1.19	3	0.1	0.38
20.000	Franklin Res Inc	125.700	2,675.39	2,514.00	0.82	23	0.9	-161.39
26.000	Goldman Sachs	127.560	3,622.06	3,316.56	1.09	52	1.6	-305.50
144 000	JPMorgan Chase & Co	43.969	5,980.53	6,331.55	2.07	172	2.7	351.02
146.000	Metlife Inc	32.940	5,914.05	4,809.24	1.57	160	3.3	-1,104.81
188.000	Wells Fargo & Co New	34.180	5,637.23	6,425.84	2.10	225	3.5	788.61
Total Financials			27,468.40	27,036.71	8.85	635	2.4	-431.69
Health Care								

**Marion D. Brown Scholarship Fund**  
January 1, 2012 - December 31, 2012

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Account Number: 31-0126-01-6

**Statement Of Assets**

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
107 000	Abbott Labs	65.500	6,027.04	7,008.50	2.29	59	0.9	981.46
48 000	Allergan Inc Com	91.730	4,456.39	4,403.04	1.44	9	0.2	-53.35
45 000	Humana Inc	68.630	3,875.33	3,088.35	1.01	48	1.6	-786.98
23 000	Perrigo Co	104.030	2,370.22	2,392.69	0.78	8	0.3	22.47
98 000	Thermo Fisher Scientific Inc	63.780	6,013.30	6,250.44	2.05	58	0.9	237.14
<b>Total Health Care</b>			<b>22,742.28</b>	<b>23,143.02</b>	<b>7.58</b>	<b>182</b>	<b>0.8</b>	<b>400.74</b>
<b>Industrials</b>								
135 000	Danaher Corp	55.900	6,922.91	7,546.50	2.47	13	0.2	623.59
61 000	Deere & Co	86.420	4,994.50	5,271.62	1.73	124	2.4	277.12
94 000	Emerson Elec Co	52.960	4,280.81	4,978.24	1.63	154	3.1	697.43
147 000	Quanta Svcs Inc	27.290	2,972.99	4,011.63	1.31	0	0.0	1,038.64
34 000	Stericycle Inc	93.280	3,116.70	3,171.52	1.04	0	0.0	54.82
<b>Total Industrials</b>			<b>22,287.91</b>	<b>24,979.51</b>	<b>8.18</b>	<b>291</b>	<b>1.2</b>	<b>2,691.60</b>
<b>Information Technology</b>								
21 000	Apple Inc	532.172	8,482.10	11,175.63	3.66	256	2.3	2,693.53
228 000	EMC Corp	25.300	6,266.98	5,768.40	1.89	0	0.0	-498.58
35 000	Intl Business Machs Corp	191.550	6,433.28	6,704.25	2.20	133	2.0	270.97
219 000	Oracle Corp	33.320	6,915.62	7,297.08	2.39	52	0.7	381.46
114 000	Qualcomm Inc	61.859	6,786.63	7,051.99	2.31	159	2.3	265.36
59 000	Visa Inc Cl A	151.580	5,617.76	8,943.22	2.93	77	0.9	3,325.46
<b>Total Information Technology</b>			<b>40,502.37</b>	<b>46,940.57</b>	<b>15.37</b>	<b>677</b>	<b>1.4</b>	<b>6,438.20</b>

**Marion D. Brown Scholarship Fund**  
January 1, 2012 - December 31, 2012

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Account Number: 31-0126-01-6

**Statement Of Assets**

<i>Shares</i>	<i>Description</i>	<i>Market Price</i>	<i>Total Cost</i>	<i>Market Value</i>	<i>% Of Category</i>	<i>Estimated Income</i>	<i>Current Yield</i>	<i>Unrealized Gain / Loss</i>
<b>Materials</b>								
50.000	Albemarle Corp	62.120	3,356.83	3,106.00	1.02	48	1.5	-250.83
54.000	Praxair Inc	109.450	5,649.71	5,910.30	1.94	129	2.2	260.59
	<b>Total Materials</b>		<b>9,006.54</b>	<b>9,016.30</b>	<b>2.95</b>	<b>177</b>	<b>2.0</b>	<b>9.76</b>
<b>Utilities</b>								
78.000	Select Sector SPDR Tr Utils	34.920	2,828.73	2,723.80	0.89	113	4.2	-104.93
	<b>Total Utilities</b>		<b>2,828.73</b>	<b>2,723.80</b>	<b>0.89</b>	<b>113</b>	<b>4.2</b>	<b>-104.93</b>
	<b>Total Common Stock</b>		<b>184,100.91</b>	<b>201,018.35</b>	<b>65.82</b>	<b>3,547</b>	<b>1.8</b>	<b>16,917.44</b>
<b>Equity Mutual Funds</b>								
<b>Mid Cap Funds</b>								
702.461	Goldman Sachs Mid Cap Value Instl Fd #864	39.290	25,838.40	27,599.69	9.04	344	1.2	1,761.29
704.422	Goldman Sachs Growth Opportunities Cl I Fd #1132	24.710	17,374.32	17,406.27	5.70	0	0.0	31.95
	<b>Total Mid Cap Funds</b>		<b>43,212.72</b>	<b>45,005.96</b>	<b>14.74</b>	<b>344</b>	<b>0.8</b>	<b>1,793.24</b>
<b>Small Cap Funds</b>								
146.855	Eagle Small Cap Growth Cl I Fd #3933	43.760	6,026.93	6,426.37	2.10	2	0.0	399.44
292.382	Federated Clover Small Value Cl Is Fd #659	20.840	5,894.43	6,093.24	2.00	53	0.9	198.81

# **Marion D. Brown Scholarship Fund**

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Account Number: 31-0126-01-6

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## **Statement Of Assets**

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
<b>Total Small Cap Funds</b>			<b>11,921.36</b>	<b>12,519.61</b>	<b>4.10</b>	<b>55</b>	<b>0.4</b>	<b>598.25</b>
<b>International Funds</b>								
514.762	Driehaus Emerging Mkts Growth Fd #3	30.610	16,345.05	15,756.86	5.16	59	0.4	-588.19
551.254	Thornburg Intl Value Cl I Fd #209	28.090	16,051.37	15,484.72	5.07	210	1.4	-566.65
<b>Total International Funds</b>			<b>32,396.42</b>	<b>31,241.58</b>	<b>10.23</b>	<b>269</b>	<b>0.9</b>	<b>-1,154.84</b>
<b>Closed End - Equity Funds</b>								
138.000	Barclays Bk Ipath Indl Commodity Etf	34.870	6,308.16	4,812.07	1.58	0	0.0	-1,496.09
164.000	Vanguard REIT Etf	65.800	10,368.96	10,791.20	3.53	389	3.6	422.24
<b>Total Closed End - Equity Funds</b>			<b>16,677.12</b>	<b>15,603.27</b>	<b>5.11</b>	<b>389</b>	<b>2.5</b>	<b>-1,073.85</b>
<b>Total Equity Mutual Funds</b>			<b>104,207.62</b>	<b>104,370.42</b>	<b>34.18</b>	<b>1,057</b>	<b>1.0</b>	<b>162.80</b>
<b>Total Equities</b>			<b>288,308.53</b>	<b>305,388.77</b>	<b>100.00</b>	<b>4,604</b>	<b>1.5</b>	<b>17,080.24</b>
<b>Total Assets</b>			<b>515,125.61</b>	<b>552,448.90</b>		<b>15,548</b>	<b>2.8</b>	<b>37,323.29</b>

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
OLD NATIONAL TRUST COMPANY P.O. BOX 207 EVANSVILLE, IN 47702-0207	TRUSTEE	7,006.	0	0
GRAND TOTALS		7,006.	0	0

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

UNIVERSITY OF EVANSVILLE-SCHOLARSHIP AWARDS

1800 LINCOLN AVENUE

EVANSVILLE, IN 47714

NONE

EXEMPT

EDUCATIONAL

9,000

UNIVERSITY OF SOUTHERN INDIANA-SCHOLARSHIP AWARDS

8600 UNIVERSITY BLVD

EVANSVILLE, IN 47712

NONE

EXEMPT

EDUCATIONAL

7,000

IVY TECH-SCHOLARSHIP AWARDS

3501 N FIRST AVENUE

EVANSVILLE, IN 47710

NONE

EXEMPT

EDUCATIONAL

5,500

TOTAL CONTRIBUTIONS PAID

21,500