



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury
Internal Revenue Service

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

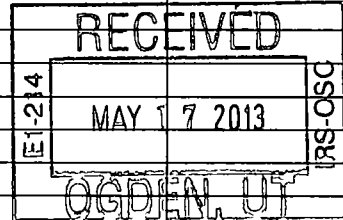
Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Postmark Missing

Name of foundation WALTER C. DOEBLING TRUST B		A Employer identification number 35-6425623						
Number and street (or P O box number if mail is not delivered to street address) Room/suite P.O. BOX 207		B Telephone number (see instructions) (812) 464-1397						
City or town, state, and ZIP code EVANSVILLE, IN 47702-0207		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0" style="width:100%;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
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) \$ 764,177.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
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)								

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	1.	1.		ATCH 1
4 Dividends and interest from securities	16,618.	16,618.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	19,118.			
b Gross sales price for all assets on line 6a 117,143.				
7 Capital gain net income (from Part IV, line 2)		19,118.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	35,737.	35,737.		
13 Compensation of officers, directors, trustees, etc.	9,158.	9,158.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 3	1,240.			1,240.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) ATCH 4	207.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	10,605.	9,158.		1,240.
25 Contributions, gifts, grants paid	35,900.			35,900.
26 Total expenses and disbursements. Add lines 24 and 25	46,505.	9,158.	0	37,140.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-10,768.			
b Net investment income (if negative, enter -0-)		26,579.		
c Adjusted net income (if negative, enter -0-)				



SCANNED MAY 21 2013 Operating and Administrative Expenses

24

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	51,813.	11,522.	11,522.
	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), * *	150,746.	120,448.	130,705.
	b	Investments - corporate stock (attach schedule) ATCH 6	231,494.	248,797.	344,611.
	c	Investments - corporate bonds (attach schedule) ATCH 7	61,800.	91,812.	99,614.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 8	140,476.	152,982.	177,725.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	636,329.	625,561.	764,177.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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	636,329.	625,561.	
	30	Total net assets or fund balances (see instructions)	636,329.	625,561.	
31	Total liabilities and net assets/fund balances (see instructions)	636,329.	625,561.		

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)	1 636,329.
2	Enter amount from Part I, line 27a	2 -10,768.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 625,561.
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	6 625,561.

**ATCH 5

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	19,118.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3	0	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	36,692.	745,128.	0.049243
2010	32,664.	723,082.	0.045173
2009	42,556.	680,741.	0.062514
2008	17,264.	762,285.	0.022648
2007	19,128.	843,627.	0.022674
2 Total of line 1, column (d)			2 0.202252
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 0.040450
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 744,569.
5 Multiply line 4 by line 3			5 30,118.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 266.
7 Add lines 5 and 6			7 30,384.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 37,140.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 22.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, expenditures, and reporting requirements. Includes a 'Yes/No' column.

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 N/A
14 The books are in care of OLD NATIONAL TRUST COMPANY Telephone no 812-464-1397
Located at P.O. BOX 207 EVANSVILLE, IN ZIP+4 47702-0207
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 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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.

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

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income...

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).

Table with 5 columns: (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. Row 1: ATCH 9, 9,158., 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

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
1 N/A	
2	
3	
4	

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
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	742,024.
b	Average of monthly cash balances	1b	13,884.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	755,908.
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	755,908.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,339.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	744,569.
6	Minimum investment return. Enter 5% of line 5	6	37,228.

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	37,228.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	266.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	266.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	36,962.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	36,962.
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	36,962.

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	37,140.
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	37,140.
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	266.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,874.

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				36,962.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			35,508.	
b Total for prior years 20 10, 20 09, 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 37,140.				
a Applied to 2011, but not more than line 2a			35,508.	
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				1,632.
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				35,330.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

NOT APPLICABLE

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

--

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

<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
--------------------------	---------------	--------------------------	------------

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

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
a <i>Paid during the year</i> ATCH 10				
Total ▶ 3a				35,900.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain from sales, etc.

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

Table with 2 columns: 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.

**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					387.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,097.	
114,659.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 98,025.				P	VARIOUS 16,634.	VARIOUS
TOTAL GAIN (LOSS)							<u>19,118.</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 MONEY MARKET FUND	1.	1.
TOTAL	<u>1.</u>	<u>1.</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	7,484.	7,484.
INTEREST	9,206.	9,206.
ACCRUED INTEREST PAID	-72.	-72.
TOTAL	<u>16,618.</u>	<u>16,618.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREPARATION FEE	1,240.			1,240.
TOTALS	<u>1,240.</u>			<u>1,240.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
2012 ESTIMATES	207.
TOTALS	<u>207.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED	120,448.	130,705.
US OBLIGATIONS TOTAL	<u>120,448.</u>	<u>130,705.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED	248,797.	344,611.
TOTALS	<u>248,797.</u>	<u>344,611.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED	91,812.	99,614.
TOTALS	<u>91,812.</u>	<u>99,614.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED	152,982.	177,725.
TOTALS	<u>152,982.</u>	<u>177,725.</u>

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Current Income Yield	Unrealized Gain / Loss
Cash & Equivalents							
Money Markets							
11,522.030	Goldman Sachs Financial Square Treasury Obligation #468	1.000	11,522.03	11,522.03	100.00	0 0.0	0.00
	Total Money Markets		11,522.03	11,522.03	100.00	0 0.0	0.00
Cash							
	Principal Cash		89,307.95	89,307.95	775.11	0 0.0	0.00
	Income Cash		-89,307.95	-89,307.95	-775.11	0 0.0	0.00
	Total Cash		0.00	0.00	0.00	0 0.0	0.00
	Total Cash & Equivalents		11,522.03	11,522.03	100.00	0 0.0	0.00

Fixed Income

U.S. Governments

25,000.000	Fed Farm Cr Bk 4 41% 01/18/2018	117.298	24,943.50	29,324.50	12.73	1,102 3.8	4,381.00
30,000.000	Fed Home Ln Mtg 5% 07/15/2014	107.312	30,156.60	32,193.60	13.98	1,500 4.7	2,037.00
25,000.000	Fed Nat Mtg Assoc 5% 04/15/2015	110.677	25,078.00	27,669.25	12.01	1,250 4.5	2,591.25
20,000.000	US Treasury N/B 2.375% 03/31/2016	106.329	20,231.25	21,265.80	9.23	475 2.2	1,034.55
20,000.000	US Treasury N/B 1.25% 03/15/2014	101.258	20,039.06	20,251.60	8.79	250 1.2	212.54
	Total U.S. Governments		120,448.41	130,704.75	56.75	4,577 3.5	10,256.34

Corporate Bonds

15,000.000	Bk Of Amer Corp 5.75% 12/01/2017	116.559	15,373.65	17,483.85	7.59	862 4.9	2,110.20
------------	----------------------------------	---------	-----------	-----------	------	---------	----------

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
30,000.000	Bellsouth Corp 5.2% 12/15/2016	114.693	30,682.80	34,407.90	14.94	1,560	4.5	3,725.10
15,000.000	Goldman Sachs 5.95% 01/18/2018	116.369	15,744.00	17,455.35	7.58	892	5.1	1,711.35
10,000.000	McDonalds Corp 2.625% 01/15/2022	102.670	10,012.00	10,267.00	4.46	262	2.6	255.00
	Total Corporate Bonds		71,812.45	79,614.10	34.57	3,576	4.5	7,801.65
	Other Fixed Income							
20,000.000	Goldman Sachs Bk USA, New York NY CTF Dep 0.45% 01/04/2013	100.000	20,000.00	20,000.00	8.68	90	0.4	0.00
	Total Other Fixed Income		20,000.00	20,000.00	8.68	90	0.5	0.00
	Total Fixed Income		212,260.86	230,318.85	100.00	8,243	3.6	18,057.99

Equities

Common Stock

Consumer Discretionary

253,000	Directv	50.160	11,858.13	12,690.48	2.43	0	0.0	832.35
96,000	McDonalds Corp	88.210	5,505.00	8,468.16	1.62	295	3.5	2,963.16
93,000	Select Sector SPDR Consumer Discretionary	47.439	1,850.73	4,411.84	0.84	70	1.6	2,561.11
151,000	Tjx Co Inc	42.450	3,505.88	6,409.95	1.23	69	1.1	2,904.07
162,000	Target Corp	59.170	6,646.31	9,585.54	1.84	233	2.4	2,939.23
	Total Consumer Discretionary		29,366.05	41,565.97	7.96	667	1.6	12,199.92

Consumer Staples

134,000	Church & Dwight Inc	53.570	4,107.39	7,178.38	1.37	128	1.8	3,070.99
---------	---------------------	--------	----------	----------	------	-----	-----	----------

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
69,000	Costco Whsl Corp New	98.730	3,733.84	6,812.37	1.30	75	1.1	3,078.53
143,000	Select Sector SPDR Consumer Staples	34.900	4,900.61	4,990.70	0.96	152	3.1	90.09
149,000	Walmart Stores Inc	68.230	8,694.85	10,166.27	1.95	236	2.3	1,471.42
245,000	Walgreen Co	37.010	7,499.94	9,067.45	1.74	269	3.0	1,567.51
	Total Consumer Staples		28,936.63	38,215.17	7.32	860	2.3	9,278.54
	Energy							
71,000	Chevron Corp	108.140	7,457.10	7,677.94	1.47	255	3.3	220.84
170,000	Exxon Mobil Corp	86.550	13,642.81	14,713.50	2.82	387	2.6	1,070.69
59,000	Noble Energy Inc	101.740	3,082.75	6,002.66	1.15	59	1.0	2,919.91
88,000	Schlumberger Ltd	69.298	5,049.53	6,098.28	1.17	110	1.8	1,048.75
	Total Energy		29,232.19	34,492.38	6.60	811	2.4	5,260.19
	Financials							
157,000	Citigroup Inc	39.560	5,008.55	6,210.92	1.19	6	0.1	1,202.37
37,000	Franklin Res Inc	125.700	2,652.35	4,650.90	0.89	42	0.9	1,998.55
49,000	Goldman Sachs	127.560	6,242.29	6,250.44	1.20	98	1.6	8.15
246,000	JPMorgan Chase & Co	43.969	7,997.07	10,816.40	2.07	295	2.7	2,819.33
250,000	Metlife Inc	32.940	7,790.12	8,235.00	1.58	185	2.2	444.88
321,000	Wells Fargo & Co New	34.180	9,384.34	10,971.78	2.10	321	2.9	1,587.44
	Total Financials		39,074.72	47,135.44	9.02	947	2.0	8,060.72
	Health Care							
178,000	Abbott Labs	65.500	9,676.59	11,659.00	2.23	99	0.9	1,982.41
79,000	Allergan Inc Com	91.730	7,363.43	7,246.67	1.39	15	0.2	-116.76
74,000	Humana Inc	68.630	5,605.43	5,078.62	0.97	76	1.5	-526.81

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
42,000	Perrigo Co	104.030	4,312.98	4,369.26	0.84	15	0.3	56.28
166,000	Thermo Fisher Scientific Inc	63.780	6,375.67	10,587.48	2.03	99	0.9	4,211.81
	Total Health Care		33,334.10	38,941.03	7.46	304	0.8	5,606.93
	Industrials							
230,000	Danaher Corp	55.900	7,162.92	12,857.00	2.46	23	0.2	5,694.08
104,000	Deere & Co	86.420	4,474.10	8,987.68	1.72	191	2.1	4,513.58
159,000	Emerson Elec Co	52.960	6,060.90	8,420.64	1.61	260	3.1	2,359.74
250,000	Quanta Svcs Inc	27.290	5,148.51	6,822.50	1.31	0	0.0	1,673.99
63,000	Stericycle Inc	93.280	3,741.76	5,876.64	1.13	0	0.0	2,134.88
	Total Industrials		26,588.19	42,964.46	8.23	474	1.1	16,376.27
	Information Technology							
37,000	Apple Inc	532.172	3,513.88	19,690.40	3.77	392	2.0	16,176.52
388,000	EMC Corp	25.300	7,228.88	9,816.40	1.88	0	0.0	2,587.52
67,000	Intl Business Machs Corp	191.550	6,128.47	12,833.85	2.46	227	1.8	6,705.38
373,000	Oracle Corp	33.320	12,426.04	12,428.36	2.38	89	0.7	2.32
190,000	Qualcomm Inc	61.859	10,629.25	11,753.32	2.25	190	1.6	1,124.07
98,000	Visa Inc Cl A	151.580	6,919.82	14,854.84	2.84	129	0.9	7,935.02
	Total Information Technology		46,846.34	81,377.17	15.58	1,027	1.3	34,530.83
	Materials							
85,000	Albemarle Corp	62.120	5,140.32	5,280.20	1.01	68	1.3	139.88
91,000	Praxair Inc	109.450	5,344.43	9,959.95	1.91	218	2.2	4,615.52
	Total Materials		10,484.75	15,240.15	2.92	286	1.9	4,755.40

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

Statement Of Assets

Shares	Description	Market Price	Total Cost	Market Value	% Of Category	Estimated Income	Current Yield	Unrealized Gain / Loss
	Utilities							
134.000	Select Sector SPDR Tr Utils	34.920	4,933.87	4,679.35	0.90	193	4.1	-254.52
	Total Utilities		4,933.87	4,679.35	0.90	193	4.1	-254.52
	Total Common Stock		248,796.84	344,611.12	65.98	5,569	1.6	95,814.28
	Equity Mutual Funds							
	Mid Cap Funds							
1,190.015	Goldman Sachs Mid Cap Value Instl Fd #864	39.290	39,833.01	46,755.69	8.95	583	1.2	6,922.68
1,193.495	Goldman Sachs Growth Opportunities Cl I Fd #1132	24.710	24,919.27	29,491.26	5.65	0	0.0	4,571.99
	Total Mid Cap Funds		64,752.28	76,246.95	14.60	583	0.8	11,494.67
	Small Cap Funds							
255.862	Eagle Small Cap Growth Cl I Fd #3933	43.760	10,393.13	11,196.52	2.14	4	0.0	803.39
516.044	Federated Clover Small Value Cl Is Fd #659	20.840	10,393.13	10,754.36	2.06	93	0.9	361.23
	Total Small Cap Funds		20,786.26	21,950.88	4.20	97	0.4	1,164.62
	International Funds							
871.872	Drechaus Emerging Mkts Growth Fd #3	30.610	22,747.28	26,688.00	5.11	100	0.4	3,940.72
933.440	Thornburg Intl Value Cl I Fd #209	28.090	24,590.34	26,220.33	5.02	328	1.3	1,629.99
	Total International Funds		47,337.62	52,908.33	10.13	428	0.8	5,570.71

Walter C Doebling Trust B
October 1, 2012 - December 31, 2012

Account Number:

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>
Closed End - Equity Funds								
235.000	Barclays Bk Ipath Indl Commodity Etf	34.870	7,048.91	8,194.47	1.57	0	0.0	1,145.56
280.000	Vanguard REIT Etf	65.800	13,056.73	18,424.00	3.53	656	3.6	5,367.27
	Total Closed End - Equity Funds		20,105.64	26,618.47	5.10	656	2.5	6,512.83
	Total Equity Mutual Funds		152,981.80	177,724.63	34.02	1,764	1.0	24,742.83
	Total Equities		401,778.64	522,335.75	100.00	7,333	1.4	120,557.11
	Total Assets		625,561.53	764,176.63		15,576	2.0	138,615.10

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

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
OLD NATIONAL TRUST COMPANY PO BOX 207 EVANSVILLE, IN 47702-0207	TRUSTEE	9,158.	0	0
GRAND TOTALS		9,158.	0	0

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AMERICAN HEART ASSOCIATION PO BOX 22249 ST. PETERSBURG, FL 46131	NONE TAX EXEMPT	CHARITABLE	8,975.
INDIANA MASONIC HOME 690 STATE STREET FRANKLIN, IN 46131	NONE TAX EXEMPT	CHARITABLE	8,975
SHRINERS HOSPITAL FOR CHILDREN PO BOX 31356 TAMPA, FL 33631-3356	NONE TAX EXEMPT	CHARITABLE	8,975
AMERICAN CANCER SOCIETY PO BOX 720366 OKLAHOMA CITY, OK 73162	NONE TAX EXEMPT	CHARITABLE	8,975

TOTAL CONTRIBUTIONS PAID 35,900.