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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 , and ending

Name of foundation State Farm Companies Foundation		A Employer identification number 36-6110423
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (309) 766-3313
PO Box 2321, FSS Tax Filing		
City or town, state, and ZIP code Bloomington IL 61702-2321		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <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"/>
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) \$ 5,222,687	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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)	12,000,000			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	32,102	32,102		
4 Dividends and interest from securities				
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) Exhibit 1.	1,157			
12 Total. Add lines 1 through 11	12,033,259	32,102	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) Exhibit 1.	101,489	84		
17 Interest				
18 Taxes (attach schedule) (see instructions) Exhibit 1.	320			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) Exhibit 1.	25			
24 Total operating and administrative expenses. Add lines 13 through 23	101,834	84	0	0
25 Contributions, gifts, grants paid	14,599,507			14,599,507
26 Total expenses and disbursements. Add lines 24 and 25	14,701,341	84	0	14,599,507
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-2,668,082			
b Net investment income (if negative, enter -0-)		32,018		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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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	2,840,711	242,309	242,309
	2 Savings and temporary cash investments	5,049,857	4,980,297	4,980,297
	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)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ Federal Tax Receivable)	201	81	81
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	7,890,769	5,222,687	5,222,687
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 <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	7,890,769	5,222,687	
	30 Total net assets or fund balances (see instructions)	7,890,769	5,222,687	
	31 Total liabilities and net assets/fund balances (see instructions)	7,890,769	5,222,687	

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	7,890,769
2 Enter amount from Part I, line 27a	2	-2,668,082
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,222,687
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	5,222,687

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				
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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
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	0
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	16,335,754	12,813,937	1.274843
2010	16,299,656	13,607,614	1.197834
2009	21,381,888	17,439,907	1.226032
2008	20,149,723	17,176,201	1.173119
2007	19,520,062	16,275,221	1.199373

2 Total of line 1, column (d)	2	6.071201
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	1.214240
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,936,637
5 Multiply line 4 by line 3	5	14,493,942
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	320
7 Add lines 5 and 6	7	14,494,262
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	14,599,507

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)				
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		1	320	
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	0	
3 Add lines 1 and 2		3	320	
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	320	
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	401		
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	401		
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	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	81		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 81 Refunded	11	0		

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. \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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?	N/A	
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) IL		
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. See Exhibit 2	X	

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? Website address ► N/A	13	X	
14	The books are in care of ► Mark Schwamberger Telephone no ► (309) 766-8826 Located at ► One State Farm Plaza Bloomington IL ZIP+4 ► 61710-0001			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► Canada	16	Yes X	No

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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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? <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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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)? ☐ Yes ☒ No
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
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

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 Exhibit 3				

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 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 Not Applicable	
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 Not Applicable	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0

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	9,233,485
b	Average of monthly cash balances	1b	2,884,928
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	12,118,413
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	12,118,413
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	181,776
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,936,637
6	Minimum investment return. Enter 5% of line 5	6	596,832

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	596,832
2a	Tax on investment income for 2012 from Part VI, line 5	2a	320
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	320
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	596,512
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	596,512
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	596,512

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	14,599,507
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	14,599,507
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	320
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,599,187

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				596,512
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	18,980,161			
b From 2008	19,582,755			
c From 2009	20,875,437			
d From 2010	15,749,333			
e From 2011	15,809,679			
f Total of lines 3a through e	90,997,365			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 14,599,507				
a Applied to 2011, but not more than line 2a				
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				596,512
e Remaining amount distributed out of corpus	14,002,995			
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	105,000,360			
b Prior years' undistributed income Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency 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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
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)	18,980,161			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	86,020,199			
10 Analysis of line 9				
a Excess from 2008	19,582,755			
b Excess from 2009	20,875,437			
c Excess from 2010	15,749,333			
d Excess from 2011	15,809,679			
e Excess from 2012	14,002,995			

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon.				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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))

None

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.

None

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

See Exhibit 4

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

See Exhibit 4

c Any submission deadlines

See Exhibit 4

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

See Exhibit 4

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> Organization - see Exhibit 5		See Note on	Exhibit 5, page 1 of 14	14,599,507
Total			▶ 3a	14,599,507
b <i>Approved for future payment</i> Organization - see Exhibit 6		See Note on	Exhibit 6	7,332,500
Total			▶ 3b	7,332,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	32,102	
4	Dividends and interest from securities					
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					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a Foreign Exchange Adjustment			14	1,157	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		33,259	0
13	Total. Add line 12, columns (b), (d), and (e)				13	33,259

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | | |
|----------|---|--------------|------------|-----------|
| 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) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| 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) is based on all information of which preparer has any knowledge.

Alana S. Reimer
Signature of officer or trustee

06/04/2013
Date

Assistant Treasurer
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

PTIN

Brian Dietz

Brian D. Lee

5/31/12

Check ☐ if
self-employed

P01457762

Firm's name ▶ State Farm Mutual Automobile Insurance Company

Firm's EIN ▶	37-0533100
--------------	------------

Firm's address ► One State Farm Plaza, Corporate Tax D-2, Bloomington, IL 61710-0001

Phone no	309-766-3313
----------	--------------

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

Employer identification number

State Farm Companies Foundation

36-6110423

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization State Farm Companies Foundation	Employer identification number 36-6110423
---	--

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$ -----	-----

Name of organization State Farm Companies Foundation	Employer identification number 36-6110423
---	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ _____ 0
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- ----- For Prov Country		----- ----- -----

Part VII-A, Line 10 (990-PF) - Substantial Contributors

	Foreign Country
1	

Part VII-A, Line 10 (990-PF) - Substantial Contributors

	Name	Check "X" if Business	Street	City	State	Zip Code
1	State Farm Life Insurance Company	X	One State Farm Plaza	Bloomington	IL	61710-0001

Part I, Line 11 (990-PF) - Other Income

		1,157	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Foreign Exchange Adjustments	1,157	0	

Part I, Line 16c (990-PF) - Other Professional Fees

		101,489	84	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Outsourcing fees	101,405			
2	Custody fees	84	84		
3					
4					

Part I, Line 18 (990-PF) - Taxes

		320	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	320			
3	Income tax				

Part I, Line 23 (990-PF) - Other Expenses

		25	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Filing fees and other expenses	25		
2				

Part I, Line 23 (990-PF) - Other Expenses

		0
Disbursements for Charitable Purposes		
1		
2		

Edward B. Rust Jr.; Chairman of the Board and President
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Mary Crego; Vice President and Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Paul J. Smith; Treasurer
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Duane Farrington; Vice President and Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Michael Tipsord; Vice President
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Joseph P. Young; Vice President – Fixed Income (beginning March 31, 2012)
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Donald Heltner; Vice President – Fixed Income (ending November 6, 2012)
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Dale Egeberg; Assistant Treasurer (ending March 1, 2012)
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Mark Schwamberger, Assistant Treasurer (beginning March 1, 2012)
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Brian Boyden; Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Kellie Clapper; Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Alana Reimer; Assistant Treasurer
One State Farm Plaza, Bloomington, IL 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

David Beigie; Vice President - Programs
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Karen Mayfield; Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Tia Lindell; Assistant Secretary (beginning November 6, 2012)
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Debra L. Wheeler; Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Ed Woods; Assistant Secretary
One State Farm Plaza, Bloomington, Illinois 61710
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Dr. W. H. Knight, Jr.; Director
3730 42nd Ave. South
Seattle, WA 98144
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

Dr. Susan Phillips; Director
1200 N. Nash St. #550
Arlington, VA 22209
Devotes time necessary for proper administration of Foundation
No compensation, no benefits and no reimbursements.

State Farm Companies Foundation
December 31, 2012
Form 990-PF
36-6110423
Part XV, Line 2

A. The name, address, and telephone number of the person to whom application should be addressed:

Ed Woods
(309) 994-0280
State Farm Companies Foundation
One State Farm Plaza
Bloomington, Illinois 61710

B. Form in which applications should be submitted and information and materials they should include:

Foundation Scholarship Program	- Specific entry form
Good Neighbor Scholarship	- Specific application form
Matching Gift Program	- Specific application form
Good Neighbor Grant [®] Program	- Specific application form

C. Submission deadlines:

Foundation Scholarship Program	- February 28 each year
Good Neighbor Scholarship	- December 17, 2012
Matching Gift Program	- One year after date of contribution
Good Neighbor Grant Program	- March 31 for previous year's volunteer hours

D. Restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Foundation Scholarship Program	- Parents and legal guardians must be a State Farm [®] employee, agent, or retiree. Participants must be U.S. citizens/permanent residents.
Good Neighbor Scholarship	Applicants must be high school seniors who are U.S. citizens with a cumulative GPA of 2.5 to 3.2 on a 4.0 scale and demonstrate financial need.

Matching Gift Program

- Must be two- or four-year or above degree-granting U.S. accredited college or university or Canadian university.

Good Neighbor Grant Program

- Must be an eligible State Farm associate (active employee, agent or retiree). Must volunteer at least 40 hours a year to a qualified nonprofit organization, public or private school, or government municipality. Limited to one grant per calendar year.

State Farm Companies Foundation
36-06110423
FORM 990-PF, 2012

Note: The organizations listed below are not private foundations. They are either public charities, educational institutions, or divisions of state and local governments.

Other Education Awards

Community Cancer Center Foundation	Normal, IL	500,000 00
Illinois State University Foundation	Normal, IL	905,730 00
Illinois Wesleyan University	Bloomington, IL	3,106,358 00
National Merit Scholarship Corporation	Evanston, IL	1,796,034 00
Scholarship America, Inc	St Peter, MN	65,000 00
United Way of McLean County	Bloomington, IL	240,703 00
University of Illinois	Urbana, IL	545,000 00
Total Other Education Awards		7,158,825 00

United Way

Ada Regional United Way Inc	Ada, OK	132 00
Albemarle Area United Way Inc	Elizabeth City, MD	110 00
Albion-Homer United Way	Albion, MI	836 00
Allegan County United Way	Allegan, MI	396 00
Aloha United Way	Honolulu, HI	1,584 00
Aransas County United Way	Rockport, TX	88 00
Arrowhead United Way	San Bernardino, CA	528 00
Barnington Area United Way	Barnington, IL	110 00
Barry County United Way	Hastings, MI	132 00
Bartlesville Regional United Way	Bartlesville, OK	110 00
Batavia United Way	Batavia, IL	88 00
Big River United Way	Keokuk, IA	22 00
Branch County United Way Inc	Coldwater, MI	66 00
Brookings Area United Way	Brookings, SD	22 00
Brown County United Way	Green Bay, WI	176 00
Bureau County United Way Inc	Princeton, IL	22 00
Burlington/W Burlington Area United Way	Burlington, IA	44 00
Butler County United Way	Hamilton, OH	528 00
Callaway County United Way	Fulton, MO	638 00
Capital Area United Way	Baton Rouge, LA	6,094 00
Capital Area United Way Inc	Lansing, MI	308 00
Catawba County United Way	Hickory, NC	264 00
Cedar Valley United Way	Waterloo, IA	286 00
Central County United Way	Hemet, CA	286 00
Centre County United Way	State College, PA	110 00
Cheboygan County United Way	Cheboygan, MI	22 00
Chelsea United Way	Chelsea, MI	22 00
Chilton County United Way	Clanton, AL	1,628 00
Clearfield Area United Way Inc	Clearfield, PA	22 00
Colona-Green Rock-Onon United Way Inc	Colona, IL	44 00
Cooke County United Way	Gainesville, TX	374 00
Copper Country United Way	Houghton, MI	22 00
Cornhusker United Way	Crete, NE	748 00
Corona-Norco United Way	Corona, CA	814 00
Covington-Newton County United Way Inc	Covington, GA	176 00
Cowlitz County United Way	Longview, WA	44 00
Crawford County United Way	Grayling, MI	22 00
Crestline Area United Way	Crestline, OH	22 00
Crow Wing County United Way	Brainerd, MN	88 00
Cumberland Trails United Way	Middlesboro, KY	132 00
Dallam-Hartley Counties United Way Inc	Dalhart, TX	44 00
Danville Area United Way	Danville, PA	44 00
Darke County United Way Inc	Greenville, OH	22 00
Davie County United Way Inc	Mocksville, NC	44 00
Del Rio & Val Verde County United Way	Del Rio, TX	44 00
Delano Loretto Area United Way	Delano, MN	66 00
Desert Communities United Way	Apple Valley, CA	198 00
Dubois Area United Way	Du Bois, PA	66 00
East/Central Texas United Way	Palestine, TX	132 00
Erath County United Way	Stephenville, TX	396 00
Finney County United Way	Garden City, KS	110 00
Fond Du Lac Area United Way Inc	Fond Du Lac, WI	22 00

Foothills United Way	Lafayette, CO	1,232 00
Forney Area United Way	Forney, TX	308 00
Fox Valley United Way	Aurora, IL	1,364 00
Franklin-Grand Isle United Way	Saint Albans, VT	88 00
Franklin-Southampton Area United Way	Franklin, VA	44 00
Fremont Area United Way Inc	Fremont, NE	44 00
Fulton County United Way	Rochester, IN	22 00
Gage County United Way	Beatrice, NE	242 00
Galion Area United Way Inc	Galion, OH	22 00
Georgetown County United Way Inc	Georgetown, SC	154 00
Gowanda United Way	Gowanda, NY	22 00
Granite United Way	Manchester, NH	660 00
Great Rivers United Way Inc	Onalaska, WI	308 00
Greater Douglas United Way	Roseburg, OR	88 00
Greater Ennis United Way	Ennis, TX	88 00
Greater Gallatin United Way	Bozeman, MT	44 00
Greater Kalamazoo United Way	Kalamazoo, MI	9,020 00
Greater Longview United Way Inc	Longview, TX	1,056 00
Greater Mankato Area United Way Inc	Mankato, MN	242 00
Greater Manetta United Way	Marietta, OH	22 00
Greater Ottawa County United Way	Holland, MI	176 00
Greater Susquehanna Valley United Way	Sunbury, PA	110 00
Greater Twin Cities United Way	Minneapolis, MN	8,382 00
Greater Valdosta United Way Inc	Remerton, GA	132 00
Gnffin-Spalding County United Way	Gnffin, GA	88 00
Guadalupe County United Way	Seguin, TX	154 00
Habersham County United Way Inc	Cornelia, GA	88 00
Halifax United Way	South Boston, VA	66 00
Harrison County United Way	Marshall, TX	88 00
Harrison County United Way	Marshall, TX	110 00
Harvey County United Way	Newton, KS	88 00
Hawaii Island United Way Inc	Hilo, HI	88 00
Heart of Arkansas United Way	Little Rock, AR	2,794 00
Heart of Florida United Way	Orlando, FL	4,554 00
Heart of Georgia United Way	Dublin, GA	88 00
Heart of Illinois United Way	Peoria, IL	2,992 00
Heart of Kentucky United Way	Danville, KY	22 00
Heart of Missouri United Way Inc	Columbia, MO	22,748 00
Heart of the Ozarks United Way	West Plains, MO	22 00
Heart of West Michigan United Way	Grand Rapids, MI	2,200 00
Heartland United Way Inc	Grand Island, NE	242 00
Henderson County United Way	Athens, TX	264 00
Henry County United Way Inc	Clinton, MO	22 00
High Country United Way	Boone, NC	22 00
Hopkins County United Way	Sulphur Springs, TX	264 00
Huntingdon County United Way Inc	Huntingdon, PA	22 00
Inland Empire United Way	Rancho Cucamonga, CA	3,322 00
Interlakes Area United Way	Madison, SD	22 00
Jackson County United Way	Seymour, IN	22 00
Jamestown United Way	Jamestown, ND	22 00
Jennings County United Way Inc	North Vernon, IN	22 00
Johnson County United Way	Warrensburg, MO	22 00
Kerr County United Way	Kerville, TX	220 00
Kewanee Area United Way	Kewanee, IL	44 00
Kishwaukee United Way	Dekalb, IL	88 00
Lake Area United Way	Gnffith, IN	1,782 00
Lake Area United Way Inc	Muskogee, OK	330 00
Lake Martin Area United Way Inc	Alexander City, AL	22 00
Lakes Region United Way Inc	Laconia, NH	22 00
Lawrence County United Way	Moulton, AL	22 00
Lenawee United Way	Adrian, MI	66 00
Lenoir/Greene United Way	Kinston, NC	22 00
Livingston County United Way	Brighton, MI	264 00
Logan County United Way	Sterling, CO	44 00
Lower Anthracite Region United Way	Shamokin, PA	66 00
Lubbock Area United Way, Inc	Lubbock, TX	2,046 00
Lycoming County United Way	Williamsport, PA	132 00
Mainland Communities United Way	Texas City, TX	1,650 00
Marion County United Way	Knoxville, IA	22 00
Marshall United Way	Marshall, MI	2,134 00
Marshalltown Area United Way	Marshalltown, IA	66 00
Marshfield Area United Way	Marshfield, WI	22 00
Martin County United Way Inc	Williamston, NC	22 00

Matagorda County United Way	Bay City, TX	110 00
Mau: United Way	Wailuku, HI	66 00
McDonough County United Way	Macomb, IL	22 00
Mecosta-Osceola United Way	Big Rapids, MI	22 00
Merrill Area United Way	Merrill, WI	22 00
Mesa United Way	Mesa, AZ	5,764 00
Metro United Way Inc	Louisville, KY	1,738 00
Middlesex United Way Inc	Middletown, CT	88 00
Mid-Plains United Way Inc	North Platte, NE	132 00
Mile High United Way Inc	Denver, CO	7,304 00
Missouri Slope Areawide United Way	Bismarck, ND	198 00
Monadnock United Way	Keene, NH	22 00
Montgomery Area United Way	Montgomery City, MO	44 00
Montgomery County United Way	The Woodlands, TX	3,168 00
Morrison County United Way	Little Falls, MN	44 00
Nacogdoches County United Way	Nacogdoches, TX	308 00
Norfolk Area United Way Inc	Norfolk, NE	44 00
North Penn United Way	Kulpsville, PA	418 00
North Shore United Way	Skokie, IL	528 00
North Shore United Way	Beverly, MA	22 00
North Texas Area United Way	Wichita Falls, TX	682 00
Northern Berkshire United Way	North Adams, MA	22 00
Northern Santa Barbara County United Way	Santa Maria, CA	22 00
Northfield Area United Way	Northfield, MN	110 00
Northwest Suburban United Way	Mt Prospect, IL	3,124 00
Northwoods United Way Inc	Rhineland, WI	22 00
Ogemaw County United Way	West Branch, MI	22 00
Orange County United Way	Irvine, CA	11,418 00
Oshkosh Area United Way Inc	Oshkosh, WI	22 00
Otsego County United Way Inc	Gaylord, MI	132 00
Pikes Peak United Way	Colorado Springs, CO	1,254 00
Plainview Area United Way	Plainview, TX	44 00
Pleasant Hill Community United Way	Pleasant Hill, MO	44 00
Plymouth Community United Way	Plymouth, MI	550 00
Pueblo County United Way Inc	Pueblo, CO	330 00
Rappahannock United Way Inc	Fredericksburg, VA	660 00
River Region United Way	Montgomery, AL	748 00
River Valley United Way Inc	Russellville, AR	22 00
Rogers County United Way Inc	Claremore, OK	616 00
Roscommon County United Way	Roscommon, MI	22 00
Rowan County United Way	Salisbury, NC	44 00
Salina Area United Way	Salina, KS	220 00
San Juan United Way	Farmington, NM	66 00
Sauk-Prairie United Way	Prairie Du Sac, WI	44 00
Schuylkill United Way	Pottsville, PA	22 00
Sedalia-Pettis County United Way	Sedalia, MO	88 00
Sheboygan & Plymouth Area United Way	Sheboygan, WI	22 00
Shelby County United Way	Sidney, OH	22 00
Sherburne County Area United Way	Elk River, MN	88 00
Shiawassee United Way	Owosso, MI	88 00
Sikeston/Bootheel Area United Way Inc	Sikeston, MO	66 00
Sioux Empire United Way Inc	Sioux Falls, SD	352 00
Southern Valley United Way	Minot, ND	110 00
South Milam County United Way	Rockdale, TX	814 00
South-Southwest Suburban United Way	Crestwood, IL	3,916 00
Spokane County United Way	Spokane, WA	1,166 00
St John United Way	Reserve, LA	242 00
St Joseph County United Way	Centerville, MI	176 00
St Landry-Evangeline United Way	Opelousas, LA	44 00
St Marys Area United Way	Saint Marys, PA	22 00
Stateline United Way	Beloit, WI	154 00
Steuben County United Way Inc	Angola, IN	66 00
Stillwater Area United Way Inc	Stillwater, OK	110 00
Streator Area United Way Inc	Streator, IL	154 00
Terrell/Kaufman United Way	Terrell, TX	748 00
The Bryan County United Way	Durant, OK	110 00
The Eaton County United Way	Charlotte, MI	616 00
The Piedmont United Way Inc	Culpeper, VA	4,246 00
The United Way of Butler County	Butler, PA	506 00
The United Way of Central Illinois Inc	Springfield, IL	616 00
The United Way of Central Texas, Inc	Temple, TX	704 00
The United Way of Midland, Inc	Midland, TX	770 00
The United Way of Union County Inc	Marysville, OH	22 00

Tiffin-Seneca United Way	Tiffin, OH	22 00
Tillamook County United Way	Tillamook, OR	22 00
Tioga United Way Inc	Owego, NY	22 00
Tipp City Area United Way Inc	Tipp City, OH	22 00
Titusville Area United Way	Titusville, PA	22 00
Town of Palm Beach United Way Inc	Palm Beach, FL	22 00
Tri-City Area United Way	Mannette, WI	22 00
Tri-County United Way Inc	Queensbury, NY	3,586 00
Trident United Way	North Charleston, SC	1,012 00
Tulsa Area United Way	Tulsa, OK	20,328 00
Twin County United Way	Galax, VA	22 00
Twin County United Way	Lewiston, ID	22 00
United Way - Selma & Dallas County	Selma, AL	22 00
United Way & Volunteer Services of Greater Yankton	Yankton, SD	22 00
United Way Alliance of the Mid-Ohio Valley	Vienna, WV	242 00
United Way and Community Foundation of Northwest Iowa	Fort Dodge, IA	242 00
United Way and Volunteer Center of Clare County	Clare, MI	22 00
United Way California Capital Region	Sacramento, CA	6,358 00
United Way Capital Area	Austin, TX	26,378 00
United Way Dixie	Saint George, UT	66 00
United Way DuPage/West Cook	Oak Brook, IL	6,226 00
United Way for Clinton County Inc	Frankfort, IN	462 00
United Way for Grady County	Cairo, GA	44 00
United Way for Jackson & George Counties	Pascagoula, MS	132 00
United Way for South Louisiana	Houma, LA	286 00
United Way for Southeastern Michigan	Detroit, MI	7,348 00
United Way for Spoon River Country Inc	Canton, IL	22 00
United Way Fox Cities Inc	Menasha, WI	440 00
United Way in Waukesha County	Waukesha, WI	1,100 00
United Way Manitowoc County Inc	Manitowoc, WI	66 00
United Way Montcalm - Ionia Counties	Belding, MI	176 00
United Way of 1000 Lakes	Grand Rapids, MN	22 00
United Way of Abilene	Abilene, TX	924 00
United Way of Acadiana	Lafayette, LA	1,100 00
United Way of Adair County/Northeast Missouri	Kirksville, MO	198 00
United Way of Adams County	Decatur, IN	44 00
United Way of Adams County	Gettysburg, PA	1,034 00
United Way of Adams County Inc	Quincy, IL	154 00
United Way of Aiken County Inc	Aiken, SC	154 00
United Way of Alamance County Inc	Burlington, NC	110 00
United Way of Alexander County	Taylorsville, NC	22 00
United Way of Allegany County	Cumberland, MD	66 00
United Way of Allegheny County	Pittsburgh, PA	1,870 00
United Way of Allen County	Fort Wayne, IN	616 00
United Way of Amarillo & Canyon	Amarillo, TX	946 00
United Way of Anchorage	Anchorage, AK	946 00
United Way of Anderson County	Anderson, SC	242 00
United Way of Anderson County Inc	Oak Ridge, TN	176 00
United Way of Androscoggin County Inc	Lewiston, ME	22 00
United Way of Angelina County	Lufkin, TX	242 00
United Way of Armstrong County	Kittanning, PA	66 00
United Way of Asheville and Buncombe County	Asheville, NC	264 00
United Way of Ashland County	Ashland, OH	44 00
United Way of Athens & Limestone County	Athens, AL	66 00
United Way of Atlantic County	Galloway, NJ	66 00
United Way of Audrain County	Mexico, MO	110 00
United Way of Auglaize County Inc	Wapakoneta, OH	110 00
United Way of Baldwin County	Foley, AL	264 00
United Way of Bamberg Colleton & Hampton	Walterboro, SC	22 00
United Way of Bartholomew County	Columbus, IN	198 00
United Way of Bartow County Inc	Cartersville, GA	264 00
United Way of Bay County	Bay City, MI	110 00
United Way of Baytown Area	Baytown, TX	506 00
United Way of Beaumont and North Jefferson County	Beaumont, TX	462 00
United Way of Beaver County	Monaca, PA	264 00
United Way of Beaverhead County	Dillon, MT	22 00
United Way of Becker County	Detroit Lakes, MN	88 00
United Way of Bedford County	Shelbyville, TN	1,122 00
United Way of Bedford County	Bedford, PA	66 00
United Way of Bemidji Area	Bemidji, MN	110 00
United Way of Benton & Franklin Counties	Kennewick, WA	198 00
United Way of Benton & Lincoln Counties	Corvallis, OR	44 00
United Way of Bergen County	Paramus, NJ	1,188 00

United Way of Berks County	Reading, PA	484 00
United Way of Big Spring & Howard County	Big Spring, TX	88 00
United Way of Blair County	Altoona, PA	132 00
United Way of Bloomfield	Bloomfield, NJ	154 00
United Way of Blount County	Maryville, TN	22 00
United Way of Boone County	Belvidere, IL	88 00
United Way of Boone County Iowa Inc	Boone, IA	22 00
United Way of Bourbon County	Fort Scott, KS	22 00
United Way of Boyertown Area	Boyertown, PA	44 00
United Way of Bradford County	Towanda, PA	22 00
United Way of Bradley County	Cleveland, TN	44 00
United Way of Brazoria County	Angleton, TX	2,420 00
United Way of Brevard County	Cocoa, FL	506 00
United Way of Bristol TN-VA	Bristol, TN	110 00
United Way of Broome County Inc	Binghamton, NY	176 00
United Way of Broward County	Fort Lauderdale, FL	7,524 00
United Way of Bucks County	Fairless Hills, PA	1,254 00
United Way of Buffalo & Ene County	Buffalo, NY	484 00
United Way of Burlington County	Rancocas, NJ	748 00
United Way of Butte and Anaconda	Butte, MT	22 00
United Way of Cache Valley	Logan, UT	44 00
United Way of Calvert County	Prince Frederick, MD	220 00
United Way of Camden County	Camden, NJ	968 00
United Way of Camden County Inc	Kingsland, GA	132 00
United Way of Cape May County	Wildwood, NJ	44 00
United Way of Carbon County	Lehigh, PA	44 00
United Way of Carlisle & Cumberland County	Carlisle, PA	44 00
United Way of Carlton County	Cloquet, MN	66 00
United Way of Caroline County MD Inc	Denton, MD	66 00
United Way of Carroll Inc	Carroll, IA	66 00
United Way of Cascade County	Great Falls, MT	66 00
United Way of Cass-Clay	Fargo, ND	264 00
United Way of Cayuga County Inc	Auburn, NY	44 00
United Way of Cecil County Inc	Elkton, MD	440 00
United Way of Central & Southern Utah	Provo, UT	748 00
United Way of Central Alabama Inc	Birmingham, AL	18,502 00
United Way of Central and Northeastern Connecticut	Hartford, CT	352 00
United Way of Central Arkansas Inc	Conway, AR	220 00
United Way of Central Carolinas Inc	Charlotte, NC	2,354 00
United Way of Central Florida	Highland City, FL	26,642 00
United Way of Central Georgia Inc	Macon, GA	814 00
United Way of Central Indiana	Indianapolis, IN	12,166 00
United Way of Central Iowa	Des Moines, IA	2,090 00
United Way of Central Jersey	Milltown, NJ	286 00
United Way of Central Kane County	Saint Charles, IL	418 00
United Way of Central Kansas	Great Bend, KS	66 00
United Way of Central Kentucky	Elizabethtown, KY	44 00
United Way of Central Louisiana	Alexandria, LA	352 00
United Way of Central Maryland	Baltimore, MD	7,546 00
United Way of Central Massachusetts	Worcester, MA	154 00
United Way of Central Minnesota	Saint Cloud, MN	396 00
United Way of Central Missouri	Jefferson City, MO	572 00
United Way of Central New Mexico	Albuquerque, NM	2,156 00
United Way of Central New York Inc	Syracuse, NY	440 00
United Way of Central Ohio	Columbus, OH	8,206 00
United Way of Central Oklahoma Inc	Oklahoma City, OK	2,662 00
United Way of Central Virginia Inc	Lynchburg, VA	484 00
United Way of Central Washington	Yakima, WA	132 00
United Way of Central West Virginia	Charleston, WV	1,276 00
United Way of Champaign County	Champaign, IL	770 00
United Way of Charles County Inc	La Plata, MD	330 00
United Way of Charlotte County Inc	Port Charlotte, FL	176 00
United Way of Chatham County Inc	Pittsboro, NC	22 00
United Way of Chaves County	Roswell, NM	66 00
United Way of Chelan & Douglas Counties	Wenatchee, WA	176 00
United Way of Chester County	West Chester, PA	6,996 00
United Way of Chester County Inc	Chester, SC	88 00
United Way of Chittenden County Inc	South Burlington, VT	22 00
United Way of Citrus County	Crystal River, FL	66 00
United Way of Clanon County	Clanon, PA	66 00
United Way of Clark Champaign and Madison Counties Inc	Springfield, OH	154 00
United Way of Clark County	Arkadelphia, AR	22 00
United Way of Cleveland-Bolivar County	Cleveland, MS	22 00

United Way of Clinton County Iowa	Clinton, IA	66 00
United Way of Coastal Carolina Inc	New Bern, NC	66 00
United Way of Coastal Fairfield County	Bridgeport, CT	44 00
United Way of Coastal Georgia Inc	Brunswick, GA	154 00
United Way of Coles County Inc	Mattoon, IL	132 00
United Way of Collier County Inc	Naples, FL	132 00
United Way of Columbia & Greene Counties	Hudson, NY	22 00
United Way of Columbia County	Magnolia, AR	66 00
United Way of Columbia County	Bloomsburg, PA	44 00
United Way of Columbia County	Rainier, OR	66 00
United Way of Comal County	New Braunfels, TX	484 00
United Way of Connth & Alcorn County	Connth, MS	22 00
United Way of Coshocton County Inc	Coshocton, OH	44 00
United Way of Cullman County	Cullman, AL	264 00
United Way of Cumberland County	Fayetteville, NC	264 00
United Way of Dane County Inc	Madison, WI	748 00
United Way of Danville & Pittsylvania County	Danville, VA	44 00
United Way of Danville Area Inc	Danville, IL	418 00
United Way of Davidson County Inc	Lexington, NC	132 00
United Way of Daviess County	Washington, IN	22 00
United Way of Decatur and Mid Illinois	Decatur, IL	2,024 00
United Way of DeKalb County	Smithville, TN	176 00
United Way of DeKalb County Inc	Auburn, IN	22 00
United Way of Delaware & Otsego Counties Inc	Oneonta, NY	66 00
United Way of Delaware County	Jay, OK	44 00
United Way of Delaware County Inc	Muncie, IN	242 00
United Way of Delaware County Inc	Delaware, OH	1,122 00
United Way of Delaware Inc	Wilmington, DE	7,348 00
United Way of Delta County	Escanaba, MI	22 00
United Way of Denton County	Denton, TX	6,908 00
United Way of Deschutes County	Bend, OR	286 00
United Way of Dickinson County	Iron Mountain, MI	22 00
United Way of Dickson County	Dickson, TN	44 00
United Way of Dodge City	Dodge City, KS	44 00
United Way of Dodge County	Beaver Dam, WI	22 00
United Way of Douglas & Pope Counties	Alexandria, MN	66 00
United Way of Douglas County	Lawrence, KS	44 00
United Way of Dubuque Area Tri-States	Dubuque, IA	88 00
United Way of Dunn County	Menomonie, WI	22 00
United Way of Eagle River Valley	Eagle, CO	22 00
United Way of East Central Alabama Inc	Anniston, AL	176 00
United Way of East Central Iowa	Cedar Rapids, IA	440 00
United Way of East Mississippi & West Alabama	Mendian, MS	154 00
United Way of Eastern Kentucky Inc	Prestonsburg, KY	22 00
United Way of Eastern La Salle County	Ottawa, IL	22 00
United Way of Eastern Maine	Bangor, ME	88 00
United Way of Eastern New Mexico	Clovis, NM	44 00
United Way of Edgar County Inc	Paris, IL	44 00
United Way of Edgefield County	Edgefield, SC	22 00
United Way of Effingham County	Effingham, IL	44 00
United Way of El Dorado Kansas Inc	El Dorado, KS	22 00
United Way of El Paso County	El Paso, TX	29,480 00
United Way of Elgin	South Elgin, IL	418 00
United Way of Elizabethton/Carter County	Elizabethton, TN	66 00
United Way of Elkhart County Inc	Elkhart, IN	264 00
United Way of Enid & Northwest Oklahoma Inc	Enid, OK	44 00
United Way of Ene County	Erie, PA	330 00
United Way of Ene County Inc	Sandusky, OH	66 00
United Way of Escambia County Inc	Pensacola, FL	176 00
United Way of Essex and West Hudson	Newark, NJ	594 00
United Way of Etowah County	Gadsden, AL	88 00
United Way of Fairfield County	Lancaster, OH	990 00
United Way of Fairmont Inc	Fairmont, MN	44 00
United Way of Fayette	Greensburg, PA	88 00
United Way of Fayette County	Washington Court House, OH	66 00
United Way of Flathead Lake Lincoln Glacier & Sanders Countu	Kalispell, MT	66 00
United Way of Florence County	Florence, SC	308 00
United Way of Forsyth County	Winston-Salem, NC	638 00
United Way of Forsyth County Inc	Cumming, GA	17,732 00
United Way of Fort Smith Area Inc	Fort Smith, AR	242 00
United Way of Franklin County	Brookville, IN	132 00
United Way of Franklin County	Winchester, TN	22 00
United Way of Franklin County	Rocky Mount, VA	88 00

United Way of Franklin County	Chambersburg, PA	352 00
United Way of Franklin County Assn	Ottawa, KS	44 00
United Way of Franklin County Inc	Louisburg, NC	66 00
United Way of Franklin County, Texas	Mount Vernon, TX	66 00
United Way of Frederick County Inc	Frederick, MD	10,670 00
United Way of Fresno County	Fresno, CA	528 00
United Way of Front Royal/Warren County	Front Royal, VA	44 00
United Way of Fulton County	Wauseon, OH	22 00
United Way of Fulton County Inc	Gloversville, NY	858 00
United Way of Gallia County	Gallipolis, OH	22 00
United Way of Galveston Inc	Galveston, TX	132 00
United Way of Garfield County	Rifle, CO	88 00
United Way of Garland County	Hot Springs, AR	352 00
United Way of Gaston County Inc	Gastonia, NC	176 00
United Way of Genesee County	Flint, MI	440 00
United Way of Gentry Inc	Gentry, AR	44 00
United Way of Gladwin County Inc	Gladwin, MI	22 00
United Way of Gloucester County Inc	Thorofare, NJ	1,188 00
United Way of Goodhue Wabasha & Pierce Counties	Red Wing, MN	44 00
United Way of Gordon County	Calhoun, GA	66 00
United Way of Grand Forks East Grand Forks and Area	Grand Forks, ND	132 00
United Way of Grant County	Moses Lake, WA	44 00
United Way of Grant County Inc	Marion, IN	66 00
United Way of Grays Harbor	Aberdeen, WA	66 00
United Way of Grayson County Inc	Sherman, TX	2,002 00
United Way of Greater Attleboro/Taunton Inc	Attleboro, MA	22 00
United Way of Greater Augusta	Fishersville, VA	2,310 00
United Way of Greater Battle Creek Inc	Battle Creek, MI	3,080 00
United Way of Greater Chattanooga	Chattanooga, TN	682 00
United Way of Greater Cincinnati	Cincinnati, OH	1,254 00
United Way of Greater Cleveland	Cleveland, OH	1,034 00
United Way of Greater Cumberland County	Vineland, NJ	44 00
United Way of Greater Duluth Inc	Duluth, MN	132 00
United Way of Greater Fall River Inc	Fall River, MA	22 00
United Way of Greater Greensboro	Greensboro, NC	330 00
United Way of Greater Hazleton Inc	Hazleton, PA	110 00
United Way of Greater High Point Inc	High Point, NC	66 00
United Way of Greater Houston	Houston, TX	22,264 00
United Way of Greater Kansas City	Kansas City, MO	4,576 00
United Way of Greater Kingsport Inc	Kingsport, TN	132 00
United Way of Greater Knoxville	Knoxville, TN	924 00
United Way of Greater Lafayette & Tippecanoe County	Lafayette, IN	10,362 00
United Way of Greater LaPorte County	La Porte, IN	176 00
United Way of Greater Lima Inc	Lima, OH	66 00
United Way of Greater Lorain County Inc	Lorain, OH	418 00
United Way of Greater Los Angeles	Los Angeles, CA	11,550 00
United Way of Greater McHenry County Inc	McHenry, IL	682 00
United Way of Greater Mercer County Inc	Lawrenceville, NJ	198 00
United Way of Greater Milwaukee	Milwaukee, WI	1,254 00
United Way of Greater Monroe County	Amory, MS	22 00
United Way of Greater Nashua	Nashua, NH	44 00
United Way of Greater New Bedford	New Bedford, MA	22 00
United Way of Greater New Haven	New Haven, CT	132 00
United Way of Greater Niagara Inc	Sanborn, NY	132 00
United Way of Greater Oneida Inc	Oneida, NY	22 00
United Way of Greater Oswego County Inc	Fulton, NY	110 00
United Way of Greater Portland	Portland, ME	418 00
United Way of Greater Richmond & Petersburg	Richmond, VA	3,168 00
United Way of Greater Rochester Inc	Rochester, NY	2,310 00
United Way of Greater St Joseph	St Joseph, MO	242 00
United Way of Greater St Louis Inc	St Louis, MO	16,258 00
United Way of Greater Stark County	Canton, OH	374 00
United Way of Greater Texarkana, Inc	Texarkana, TX	462 00
United Way of Greater Toledo	Toledo, OH	594 00
United Way of Greater Topeka	Topeka, KS	396 00
United Way of Greater Union County	Elizabeth, NJ	660 00
United Way of Greater Waterbury	Waterbury, CT	132 00
United Way of Greater Williamsburg	Williamsburg, VA	176 00
United Way of Green County Inc	Monroe, WI	66 00
United Way of Greenbrier Valley	Lewisburg, WV	22 00
United Way of Greene County Inc	Greeneville, TN	66 00
United Way of Greenville County Inc	Greenville, SC	638 00
United Way of Greenwich	Greenwich, CT	22 00

United Way of Greenwood County	Greenwood, SC	44 00
United Way of Grundy County	Morris, IL	154 00
United Way of Guemsey and Noble County	Cambridge, OH	22 00
United Way of Guin	Guin, AL	22 00
United Way of Hall County Inc	Gainesville, GA	1,826 00
United Way of Hamblen County	Morristown, TN	66 00
United Way of Hancock County	Findlay, OH	88 00
United Way of Hardin County Inc	Kenton, OH	22 00
United Way of Harnett County	Dunn, NC	110 00
United Way of Harrison County Inc	Clarksburg, WV	418 00
United Way of Harrisonburg and Rockingham Co Inc	Harrisonburg, VA	176 00
United Way of Hartsville	Hartsville, SC	22 00
United Way of Hawkins County	Rogersville, TN	44 00
United Way of Hays County	San Marcos, TX	616 00
United Way of Haywood County Inc	Waynesville, NC	44 00
United Way of Hempstead County	Hope, AR	22 00
United Way of Henderson County	Henderson, KY	22 00
United Way of Henderson County Inc	Hendersonville, NC	132 00
United Way of Henry County and Martinsville	Martinsville, VA	22 00
United Way of Hernando County Inc	Spring Hill, FL	242 00
United Way of Hood County	Granbury, TX	264 00
United Way of Hopewell-Prince George	Hopewell, VA	88 00
United Way of Horry County Inc	Conway, SC	220 00
United Way of Howard County	Kokomo, IN	110 00
United Way of Hudson County	Jersey City, NJ	220 00
United Way of Hunt County, Inc	Greenville, TX	506 00
United Way of Hunterdon County	Flemington, NJ	154 00
United Way of Huntington County Inc	Huntington, IN	22 00
United Way of Iberia Inc	New Iberia, LA	88 00
United Way of Idaho Falls and Bonneville County Inc	Idaho Falls, ID	44 00
United Way of Illinois Valley Inc	Peru, IL	110 00
United Way of Independence County Inc	Batesville, AR	66 00
United Way of Indian River County	Vero Beach, FL	22 00
United Way of Indian Wells Valley	Ridgecrest, CA	22 00
United Way of Indiana County	Indiana, PA	44 00
United Way of Inner Wisconsin Inc	Wisconsin Rapids, WI	22 00
United Way of Iredell County	Statesville, NC	22 00
United Way of Iron County Inc	Cedar City, UT	22 00
United Way of Isabella County Inc	Mount Pleasant, MI	110 00
United Way of Island County	Oak Harbor, WA	22 00
United Way of Jackson County	Jackson, MI	264 00
United Way of Jackson County Inc	Medford, OR	286 00
United Way of Jefferson & N Walworth Counties	Fort Atkinson, WI	44 00
United Way of Jefferson County	Steubenville, OH	22 00
United Way of Johnson County	Cleburne, TX	374 00
United Way of Johnson County	Franklin, IN	308 00
United Way of Johnson County	Cleburne, TX	220 00
United Way of Johnson County Inc	Coralville, IA	176 00
United Way of Kankakee County	Kankakee, IL	176 00
United Way of Kennebec Valley	Augusta, ME	154 00
United Way of Kenosha County	Kenosha, WI	88 00
United Way of Kern County Inc	Bakersfield, CA	28,534 00
United Way of Kershaw County	Camden, SC	132 00
United Way of King County	Seattle, WA	3,784 00
United Way of Kitsap County	Bremerton, WA	418 00
United Way of Knox County	Vincennes, IN	176 00
United Way of Knox County Inc	Galesburg, IL	44 00
United Way of Knox County Inc	Mount Vernon, OH	550 00
United Way of Kootenai County Inc	Coeur D'Alene, ID	352 00
United Way of Kosciusko County Inc	Warsaw, IN	66 00
United Way of Labette County	Parsons, KS	22 00
United Way of Lackawanna and Wayne Counties	Scranton, PA	154 00
United Way of Lake & Sumter Counties Inc	Leesburg, FL	594 00
United Way of Lake County Inc	Gurnee, IL	1,320 00
United Way of Lake County Inc	Mentor, OH	220 00
United Way of Lamar County	Panis, TX	44 00
United Way of Lancaster County	Lancaster, PA	2,156 00
United Way of Lancaster County Inc	Lancaster, SC	88 00
United Way of Lane County	Springfield, OR	484 00
United Way of Lapeer County	Lapeer, MI	66 00
United Way of Laramie County	Cheyenne, WY	110 00
United Way of Laredo Inc	Laredo, TX	88 00
United Way of Lanier County Inc	Fort Collins, CO	4,026 00

United Way of Laurel County	London, KY	88 00
United Way of Lawrence County	New Castle, PA	66 00
United Way of Lawton-Ft Sill	Lawton, OK	110 00
United Way of Leavenworth County	Leavenworth, KS	22 00
United Way of Lebanon County	Lebanon, PA	66 00
United Way of Lee County Inc	Fort Myers, FL	374 00
United Way of Lee County Inc	Sanford, NC	22 00
United Way of Lee County Inc	Auburn, AL	198 00
United Way of Leflore County Inc	Greenwood, MS	66 00
United Way of Lewis County	Weston, WV	132 00
United Way of Lewis County	Chehalis, WA	132 00
United Way of Licking County	Newark, OH	29,810 00
United Way of Lincoln & Lancaster County	Lincoln, NE	27,236 00
United Way of Lincoln County	Lincolnton, NC	22 00
United Way of Linn County	Albany, OR	242 00
United Way of Logan County	Lincoln, IL	1,012 00
United Way of Logan County Inc	Bellefontaine, OH	44 00
United Way of Long Island	Deer Park, NY	8,932 00
United Way of Loudon County	Knoxville, TN	154 00
United Way of Lowndes County	Columbus, MS	66 00
United Way of Madera County	Madera, CA	198 00
United Way of Madison County Inc	Anderson, IN	374 00
United Way of Madison County Inc	Huntsville, AL	594 00
United Way of Manatee County Inc	Bradenton, FL	352 00
United Way of Marathon County Inc	Wausau, WI	220 00
United Way of Marion County	Marion, OH	44 00
United Way of Marion County	Fairmont, WV	352 00
United Way of Marion County Inc	Ocala, FL	286 00
United Way of Marquette County	Marquette, MI	220 00
United Way of Marshall County	Guntersville, AL	330 00
United Way of Marshall County Inc	Plymouth, IN	66 00
United Way of Martin County Inc	Stuart, FL	198 00
United Way of Mason County	Shelton, WA	220 00
United Way of Massachusetts Bay and Merrimack Valley	Boston, MA	66 00
United Way of Matanuska-Susitna Borough	Wasilla, AK	132 00
United Way of Maury County Inc	Columbia, TN	352 00
United Way of Mayes County	Pryor, OK	132 00
United Way of McLean County	Bloomington, IL	42,484 00
United Way of McLean County (Corporate facility employees)	Bloomington, IL	334,464 00
United Way of McLeod County	Hutchinson, MN	66 00
United Way of McMinn and Meigs Counties	Athens, TN	22 00
United Way of McPherson Inc	McPherson, KS	22 00
United Way of Medina County	Medina, OH	594 00
United Way of Merced County	Merced, CA	22 00
United Way of Mercer County	Hermitage, PA	22 00
United Way of Menden and Wallingford Inc	Meriden, CT	66 00
United Way of Mesa County	Grand Junction, CO	220 00
United Way of Metropolitan Atlanta	Atlanta, GA	34,100 00
United Way of Metropolitan Chicago	Chicago, IL	4,092 00
United Way of Metropolitan Dallas Inc	Dallas, TX	63,734 00
United Way of Metropolitan Nashville	Nashville, TN	1,298 00
United Way of Miami County Inc	Peru, IN	66 00
United Way of Miami-Dade	Miami, FL	5,500 00
United Way of Mid & South Jefferson County	Port Arthur, TX	220 00
United Way of Mid Coast Maine	Bath, ME	22 00
United Way of Midland County	Midland, MI	44 00
United Way of Mid-Maine	Waterville, ME	22 00
United Way of Milford Inc	Milford, CT	44 00
United Way of Mineral County	Keyser, WV	66 00
United Way of Missoula County	Missoula, MT	132 00
United Way of Mitchell County Inc	Spruce Pine, NC	22 00
United Way of Mojave Valley	Barstow, CA	22 00
United Way of Mon Valley	Charleroi, PA	198 00
United Way of Monmouth County	Farmingdale, NJ	352 00
United Way of Monongalia & Preston Counties	Morgantown, WV	154 00
United Way of Monroe County	Bloomington, IN	132 00
United Way of Monroe County	Tannersville, PA	132 00
United Way of Monroe County Inc	Monroe, MI	198 00
United Way of Monterey County	Monterey, CA	242 00
United Way of Montgomery County Inc	Amsterdam, NY	154 00
United Way of Montgomery Radford & Floyd	Christiansburg, VA	22 00
United Way of Moore County	Southern Pines, NC	66 00
United Way of Moore County Inc	Dumas, TX	66 00

United Way of Morgan County	Decatur, AL	44 00
United Way of Morrow County Inc	Mount Gilead, OH	66 00
United Way of Moscow/Latah County	Moscow, ID	44 00
United Way of Mower County Inc	Austin, MN	22 00
United Way of Mt Pleasant	Mount Pleasant, IA	22 00
United Way of Murray-Calloway Co	Murray, KY	66 00
United Way of Muskingum Perry and Morgan Counties	Zanesville, OH	3,146 00
United Way of Natrona County Inc	Casper, WY	176 00
United Way of Navarro County	Corsicana, TX	132 00
United Way of Nebraska City Inc	Nebraska City, NE	286 00
United Way of Nelson County	Bardstown, KY	44 00
United Way of Nevada County	Grass Valley, CA	132 00
United Way of New London	New London, WI	66 00
United Way of New York City	New York, NY	2,640 00
United Way of Noble County Inc	Kendallville, IN	44 00
United Way of Norman Inc	Norman, OK	440 00
United Way of North Central Florida	Gainesville, FL	176 00
United Way of North Central Iowa	Mason City, IA	44 00
United Way of North Central Mass Inc	Fitchburg, MA	22 00
United Way of North Central Mississippi	Starkville, MS	22 00
United Way of North Rock County	Janesville, WI	66 00
United Way of North Talladega Inc	Talladega, AL	22 00
United Way of North Yates County Inc	Penn Yan, NY	22 00
United Way of Northeast Arkansas	Jonesboro, AR	154 00
United Way of Northeast Florida Inc	Jacksonville, FL	28,798 00
United Way of Northeast Georgia	Athens, GA	2,222 00
United Way of Northeast Kentucky	Ashland, KY	66 00
United Way of Northeast Louisiana	Monroe, LA	1,012 00
United Way of Northeast Michigan	Alpena, MI	22 00
United Way of Northeast Mississippi	Tupelo, MS	286 00
United Way of Northeastern Minnesota	Chisholm, MN	88 00
United Way of Northeastern SD Inc	Aberdeen, SD	88 00
United Way of Northern Arizona	Flagstaff, AZ	220 00
United Way of Northern California	Redding, CA	330 00
United Way of Northern Cameron County	Harlingen, TX	616 00
United Way of Northern Nevada and the Sierra	Reno, NV	396 00
United Way of Northern New Jersey	Morristown, NJ	4,774 00
United Way of Northern New Mexico	Los Alamos, NM	132 00
United Way of Northern New York Inc	Watertown, NY	110 00
United Way of Northern Ozaukee County Inc	Port Washington, WI	44 00
United Way of Northern Shenandoah Valley	Winchester, VA	154 00
United Way of Northern Utah	Ogden, UT	220 00
United Way of Northwest Alabama	Florence, AL	374 00
United Way of Northwest Arkansas	Lowell, AR	704 00
United Way of Northwest Florida	Panama City, FL	176 00
United Way of Northwest Georgia	Dalton, GA	286 00
United Way of Northwest Illinois Inc	Freeport, IL	22 00
United Way of Northwest Louisiana	Shreveport, LA	1,122 00
United Way of Northwest Michigan	Traverse City, MI	330 00
United Way of Obion County Inc	Union City, TN	44 00
United Way of Ocean County	Toms River, NJ	616 00
United Way of Oconee County	Seneca, SC	66 00
United Way of Odessa	Odessa, TX	396 00
United Way of Okaloosa-Walton County Inc	Fort Walton Beach, FL	176 00
United Way of Olmsted County Inc	Rochester, MN	264 00
United Way of Orange County	Orange, TX	198 00
United Way of Orleans County	Medina, NY	22 00
United Way of Otero County	Alamogordo, NM	44 00
United Way of Otter Tail County	Fergus Falls, MN	66 00
United Way of Oxford-Lafayette County	Oxford, MS	88 00
United Way of Paducah-McCracken County	Paducah, KY	66 00
United Way of Palm Beach County	Boynton Beach, FL	2,684 00
United Way of Palo Pinto County	Mineral Wells, TX	66 00
United Way of Paola	Paola, KS	44 00
United Way of Parker County	Weatherford, TX	792 00
United Way of Pasco County	Port Richey, FL	770 00
United Way of Passaic County	Paterson, NJ	4,246 00
United Way of Pekin	Pekin, IL	132 00
United Way of Perry County	Tell City, IN	44 00
United Way of Pickens County	Easley, SC	88 00
United Way of Pierce County	Tacoma, WA	9,218 00
United Way of Pike County	Petersburg, IN	22 00
United Way of Pike County Inc	Milford, PA	88 00

United Way of Pinal County	Casa Grande, AZ	1,496 00
United Way of Pitt County	Greenville, NC	330 00
United Way of Platteville Inc	Platteville, WI	22 00
United Way of Ponca City Inc	Ponca City, OK	66 00
United Way of Pontiac	Pontiac, IL	572 00
United Way of Portage County	Stevens Point, WI	22 00
United Way of Portage County	Ravenna, OH	66 00
United Way of Porter County	Valparaiso, IN	616 00
United Way of Posey County Inc	Mount Vernon, IN	66 00
United Way of Pottawatomie County Inc	Shawnee, OK	44 00
United Way of Putnam County	Ottawa, OH	22 00
United Way of Putnam County	Cookeville, TN	154 00
United Way of Putnam County Inc	Palatka, FL	44 00
United Way of Putnam County Inc	Greencastle, IN	66 00
United Way of Queen Anne's County	Chester, MD	88 00
United Way of Racine County	Racine, WI	330 00
United Way of Randolph County	Moberly, MO	924 00
United Way of Randolph County	Elkins, WV	44 00
United Way of Randolph County Inc	Asheboro, NC	22 00
United Way of Reno County Inc	Hutchinson, KS	154 00
United Way of Rhode Island	Providence, RI	22 00
United Way of Richland County	Mansfield, OH	44 00
United Way of Riley County	Manhattan, KS	44 00
United Way of Roane County	Hamman, TN	66 00
United Way of Roanoke Valley Inc	Roanoke, VA	572 00
United Way of Robertson County	Springfield, TN	22 00
United Way of Robeson County	Lumberton, NC	22 00
United Way of Rock River Valley	Rockford, IL	374 00
United Way of Rockbridge Inc	Lexington, VA	22 00
United Way of Rockingham County	Wentworth, NC	22 00
United Way of Rockland County Inc	Nyack, NY	220 00
United Way of Rome & Floyd County Inc	Rome, GA	198 00
United Way of Rome & Western Oneida Co Inc	Rome, NY	44 00
United Way of Ross County	Chillicothe, OH	154 00
United Way of Russell and Washington Counties Inc	Abingdon, VA	176 00
United Way of Rutherford and Cannon Counties	Murfreesboro, TN	32,802 00
United Way of Rutherford County Inc	Spindale, NC	22 00
United Way of Rutland County Inc	Rutland, VT	44 00
United Way of Saginaw County	Saginaw, MI	352 00
United Way of Salem County Inc	Salem, NJ	66 00
United Way of Saline County	Benton, AR	198 00
United Way of Saline County	Marshall, MO	110 00
United Way of Salt Lake	Salt Lake City, UT	1,914 00
United Way of Sampson County Inc	Clinton, NC	44 00
United Way of San Antonio and Bexar County	San Antonio, TX	8,492 00
United Way of San Diego County	San Diego, CA	4,752 00
United Way of San Joaquin County Inc	Stockton, CA	396 00
United Way of San Luis Obispo County	San Luis Obispo, CA	264 00
United Way of Sanilac County	Lexington, MI	22 00
United Way of Santa Barbara County	Santa Barbara, CA	22 00
United Way of Santa Cruz County	Capitola, CA	308 00
United Way of Santa Fe County Inc	Santa Fe, NM	110 00
United Way of Santa Rosa County Inc	Milton, FL	242 00
United Way of Sarasota County Inc	Sarasota, FL	176 00
United Way of Scioto & Adams Counties Inc	Portsmouth, OH	110 00
United Way of Scotland County Inc	Launenburg, NC	44 00
United Way of Scott County Inc	Scottsburg, IN	22 00
United Way of Sevier County	Sevierville, TN	22 00
United Way of Shawano County Inc	Shawano, WI	22 00
United Way of Sierra Vista and Cochise County	Sierra Vista, AZ	22 00
United Way of Siouxland	Sioux City, IA	154 00
United Way of Snohomish County	Everett, WA	1,980 00
United Way of South Central Georgia	Tifton, GA	132 00
United Way of South Central Idaho Inc	Twin Falls, ID	88 00
United Way of South Central Illinois	Mount Vernon, IL	308 00
United Way of South Central Indiana	Bedford, IN	22 00
United Way of South Central Kentucky	Somerset, KY	110 00
United Way of South Central Missoun	Rolla, MO	66 00
United Way of South Central Nebraska	Hastings, NE	110 00
United Way of South Central Oklahoma	Ardmore, OK	44 00
United Way of South Georgia Inc	Waycross, GA	110 00
United Way of South Hampton Roads	Norfolk, VA	1,276 00
United Way of South Mississippi Inc	Gulfport, MS	506 00

United Way of South Sarasota County Inc	Venice, FL	44 00
United Way of South Texas	McAllen, TX	1,342 00
United Way of Southeast Alaska	Juneau, AK	44 00
United Way of Southeast Arkansas	Pine Bluff, AR	154 00
United Way of Southeast Delaware County	Chester, PA	6,006 00
United Way of Southeast Georgia Inc	Statesboro, GA	88 00
United Way of Southeast Louisiana	New Orleans, LA	4,026 00
United Way of Southeast Louisiana - Tangipahoa	Hammond, LA	154 00
United Way of Southeast Mississippi Inc	Hattiesburg, MS	352 00
United Way of Southeast Missouri	Cape Girardeau, MO	176 00
United Way of Southeastern Idaho	Pocatello, ID	176 00
United Way of Southeastern Oklahoma Inc	McAlester, OK	44 00
United Way of Southeastern Pennsylvania	Philadelphia, PA	10,428 00
United Way of Southern Cameron County	Brownsville, TX	154 00
United Way of Southern Chautauqua County	Jamestown, NY	22 00
United Way of Southern Chester County	Kennett Square, PA	3,960 00
United Way of Southern Illinois	Marion, IL	286 00
United Way of Southern Kentucky Inc	Bowling Green, KY	506 00
United Way of Southern Nevada	Las Vegas, NV	2,772 00
United Way of Southern West Virginia Inc	Beckley, WV	506 00
United Way of Southwest Alabama Inc	Mobile, AL	528 00
United Way of Southwest Colorado	Durango, CO	88 00
United Way of Southwest Georgia	Albany, GA	198 00
United Way of Southwest Louisiana Inc	Lake Charles, LA	506 00
United Way of Southwest Michigan	Benton Harbor, MI	242 00
United Way of Southwest Minnesota	Marshall, MN	176 00
United Way of Southwest Missouri and Southeast Kansas	Joplin, MO	154 00
United Way of Southwest New Mexico	Las Cruces, NM	1,606 00
United Way of Southwest Virginia Inc	Gate City, VA	22 00
United Way of Southwest Wyoming	Rock Springs, WY	88 00
United Way of Southwestern Indiana Inc	Evansville, IN	440 00
United Way of Southwestern Oregon	Coos Bay, OR	22 00
United Way of Spencer	Spencer, IA	22 00
United Way of St Charles	Luling, LA	330 00
United Way of St Clair County	Port Huron, MI	308 00
United Way of St Francois County	Farmington, MO	44 00
United Way of St Johns County	St Augustine, FL	4,906 00
United Way of St Joseph County Inc	South Bend, IN	484 00
United Way of St Lucie County	Fort Pierce, FL	330 00
United Way of St Mary's County Inc	California, MD	66 00
United Way of Stanislaus County Inc	Modesto, CA	352 00
United Way of Stanly County Inc	Albemarle, NC	22 00
United Way of Steele County	Owatonna, MN	22 00
United Way of Stephens County Inc	Duncan, OK	66 00
United Way of Story County	Ames, IA	88 00
United Way of Sullivan County	Newport, NH	22 00
United Way of Summit County	Akron, OH	726 00
United Way of Sumner County	Gallatin, TN	44 00
United Way of Sumter, Clarendon and Lee Counties, Inc	Sumter, SC	66 00
United Way of Superior-Douglas County	Superior, WI	44 00
United Way of Suwannee Valley Inc	Lake City, FL	22 00
United Way of Sylacauga	Sylacauga, AL	22 00
United Way of Tampa Bay Inc	Tampa, FL	4,862 00
United Way of Tarrant County	Fort Worth, TX	18,634 00
United Way of the Bay Area	San Francisco, CA	10,582 00
United Way of the Big Bend Inc	Tallahassee, FL	374 00
United Way of the Black Hills	Rapid City, SD	242 00
United Way of the Bluegrass	Lexington, KY	946 00
United Way of the Bradford Area	Bradford, PA	44 00
United Way of the Brazos Valley, Inc	College Station, TX	506 00
United Way of the Brown County Area Inc	New Ulm, MN	22 00
United Way of the Cape Fear Area	Wilmington, NC	462 00
United Way of the Capital Area Inc	Jackson, MS	1,012 00
United Way of the Capital Region	Enola, PA	330 00
United Way of the Central Savannah River Area	Augusta, GA	418 00
United Way of the Chattahoochee Valley	Columbus, GA	396 00
United Way of the Coalfield Inc	Madisonville, KY	44 00
United Way of the Coastal Bend	Corpus Chnsti, TX	2,178 00
United Way of the Coastal Empire Inc	Savannah, GA	352 00
United Way of the Columbia-Willamette	Portland, OR	3,696 00
United Way of the Concho Valley	San Angelo, TX	308 00
United Way of the Desert	Palm Sprngs, CA	330 00
United Way of the Dutchess - Orange Region	Poughkeepsie, NY	748 00

United Way of the Eastern Panhandle	Martinsburg, WV	1,078 00
United Way of the Eastern Upper Peninsula	Sault Sainte Marie, MI	88 00
United Way of the Florida Keys	Islamorada, FL	22 00
United Way of the Greater Capital Region	Albany, NY	29,964 00
United Way of the Greater Chippewa Valley Inc	Eau Claire, WI	264 00
United Way of the Greater Clarksville Region Inc	Clarksville, TN	110 00
United Way of the Greater Dayton Area	Dayton, OH	550 00
United Way of the Greater Fort Hood Area	Killeen, TX	132 00
United Way of the Greater Hillsboro Area	Hillsboro, TX	22 00
United Way of the Greater Lehigh Valley	Allentown, PA	572 00
United Way of the Greater Seacoast	Portsmouth, NH	44 00
United Way of the Greater Triangle Inc	Research Triangle Park, NC	2,816 00
United Way of the Greater Winona Area	Winona, MN	22 00
United Way of the Highland Rim	Tullahoma, TN	374 00
United Way of the Inland Valleys	Riverside, CA	1,892 00
United Way of the Kearney Area	Kearney, NE	22 00
United Way of the Lakeshore	Muskegon, MI	264 00
United Way of the Laurel Highlands Inc	Johnstown, PA	88 00
United Way of the Lewis and Clark Area	Helena, MT	22 00
United Way of the Lowcountry Inc	Beaufort, SC	88 00
United Way of the Lower Eastern Shore	Salisbury, MD	132 00
United Way of the Mark Twain Area	Hannibal, MO	66 00
United Way of the Midlands	Omaha, NE	3,388 00
United Way of the Midlands	Columbia, SC	1,518 00
United Way of the Mid-South	Memphis, TN	1,650 00
United Way of the Mid-Willamette Valley	Salem, OR	3,762 00
United Way of the National Capital Area	Vienna, VA	6,226 00
United Way of the Navajo Nation	Window Rock, AZ	22 00
United Way of the Ohio Valley	Owensboro, KY	154 00
United Way of the Ozarks	Springfield, mo	902 00
United Way of the Pennyrile	Hopkinsville, KY	154 00
United Way of the Piedmont	Spartanburg, SC	484 00
United Way of the Pine Belt Region	Laurel, MS	44 00
United Way of the Plains	Wichita, KS	1,078 00
United Way of the Quad Cities Area Inc	Davenport, IA	902 00
United Way of the River Cities Inc	Huntington, WV	264 00
United Way of the Shippensburg Area	Shippensburg, PA	22 00
United Way of the Southern Tier	Corning, NY	22 00
United Way of the Tanana Valley	Fairbanks, AK	88 00
United Way of the Upper Ohio Valley	Wheeling, WV	286 00
United Way of the Valley & Greater Utica	Utica, NY	198 00
United Way of the Virginia Peninsula	Newport News, VA	352 00
United Way of the Virginias Inc	Bluefield, VA	44 00
United Way of the Wabash Valley Inc	Terre Haute, IN	308 00
United Way of the Wine Country	Santa Rosa, CA	3,718 00
United Way of Thomas County	Thomasville, GA	88 00
United Way of Thurston County	Olympia, WA	12,232 00
United Way of Tompkins County	Ithaca, NY	22 00
United Way of Toombs Montgomery and Wheeler Counties	Vidalia, GA	22 00
United Way of Treasure Valley Inc	Boise, ID	1,364 00
United Way of Tri-County Inc	Framingham, MA	286 00
United Way of Trumbull County	Warren, OH	88 00
United Way of Tucson and Southern Arizona	Tucson, AZ	1,254 00
United Way of Tulare County	Tulare, CA	286 00
United Way of Tuscarawas County	New Philadelphia, OH	22 00
United Way of Tyler/Smith County	Tyler, TX	1,584 00
United Way of Ulster County Inc	Kingston, NY	286 00
United Way of Union County Inc	El Dorado, AR	66 00
United Way of Upson County	Thomaston, GA	66 00
United Way of Venango County Inc	Reno, PA	44 00
United Way of Ventura County	Camarillo, CA	4,774 00
United Way of Vermillion	Vermillion, SD	22 00
United Way of Volusia-Flagler Co Inc	Daytona Beach, FL	836 00
United Way of Waco-McLennan County	Waco, TX	1,958 00
United Way of Wadena Area Inc	Wadena, MN	22 00
United Way of Walker County	Huntsville, TX	462 00
United Way of Walla Walla County	Walla Walla, WA	22 00
United Way of Walton County	Monroe, GA	726 00
United Way of Walworth County	Elkhorn, WI	132 00
United Way of Warren County	McMinnville, TN	286 00
United Way of Washington County	West Bend, WI	88 00
United Way of Washington County	Washington, PA	616 00
United Way of Washington County Maryland Inc	Hagerstown, MD	2,970 00

United Way of Washington County Tennessee Inc	Johnson City, TN	242 00
United Way of Washington County-East	Stillwater, MN	330 00
United Way of Washtenaw County	Ann Arbor, MI	308 00
United Way of Wayne & Holmes Counties Inc	Wooster, OH	88 00
United Way of Wayne County	Goldsboro, NC	44 00
United Way of Webster and Dudley Inc	Webster, MA	22 00
United Way of Weld County	Greeley, CO	24,046 00
United Way of Wells County Inc	Bluffton, IN	22 00
United Way of West Alabama Inc	Tuscaloosa, AL	528 00
United Way of West Ellis County	Midlothian, TX	1,562 00
United Way of West Georgia Inc	Lagrange, GA	66 00
United Way of West Tennessee Inc	Jackson, TN	440 00
United Way of Westchester and Putnam Inc	White Plains, NY	286 00
United Way of Western Connecticut	Danbury, CT	88 00
United Way of Western Connecticut (Stamford)	Stamford, CT	22 00
United Way of Western Crawford County	Meadville, PA	132 00
United Way of Western Nebraska	Scottsbluff, NE	132 00
United Way of Westmoreland County	Greensburg, PA	770 00
United Way of Whatcom County	Bellingham, WA	44 00
United Way of White County	Cleveland, GA	44 00
United Way of White County Inc	Searcy, AR	154 00
United Way of Whitewater Valley	Richmond, IN	44 00
United Way of Will County	Joliet, IL	3,102 00
United Way of Williamson County	Round Rock, TX	33,440 00
United Way of Williamson County	Franklin, TN	748 00
United Way of Wilson County	Lebanon, TN	374 00
United Way of Wilson County Inc	Wilson, NC	22 00
United Way of Wise County	Decatur, TX	132 00
United Way of Wyandotte County Inc	Kansas City, KS	220 00
United Way of Wyoming Valley	Wilkes-Barre, PA	176 00
United Way of Wythe County	Wytheville, VA	88 00
United Way of Yavapai County Inc	Prescott Valley, AZ	176 00
United Way of Yellowstone County	Billings, MT	418 00
United Way of York	York, NE	22 00
United Way of York County	Kennebunk, ME	132 00
United Way of York County	York, PA	638 00
United Way of York County SC	Rock Hill, SC	748 00
United Way of York Region	Markham, ON	38,840 56
United Way of Youngstown and the Mahoning Valley	Youngstown, OH	352 00
United Way of Yuma County	Yuma, AZ	22 00
United Way Services of Geauga County	Chardon, OH	88 00
United Way Services of Northern Columbiana County	Salem, OH	44 00
United Way Silicon Valley	San Jose, CA	2,750 00
United Way St Croix Valley Inc	Hudson, WI	726 00
United Way Tar River Region	Rocky Mount, NC	220 00
United Way-Thomas Jefferson Area	Charlottesville, VA	22,616 00
Valley of the Sun United Way	Phoenix, AZ	22,286 00
Valley United Way	Shelton, CT	88 00
Van Buren County United Way Inc	Paw Paw, MI	858 00
Victoria County United Way	Victoria, TX	704 00
Warren County United Way	Lebanon, OH	440 00
Waseca Area United Way	Waseca, MN	22 00
Watertown Area United Way	Watertown, SD	22 00
Watertown Area United Way Inc	Watertown, WI	22 00
Waverly-Shell Rock Area United Way Inc	Waverly, IA	44 00
Wayne United Way	Wayne, NE	22 00
Weirton United Way Inc	Weirton, WV	22 00
White County United Way Inc	Monticello, IN	792 00
Wiregrass United Way Inc	Dothan, AL	264 00
Woodland United Way	Woodland, CA	66 00
Wnght County Area United Way	Monticello, MN	88 00
Wyoming County United Way	Tunkhannock, PA	22 00
Yuba-Sutter United Way	Yuba City, CA	264 00
Total United Way		1,626,338 56
College Matching Gift Program		3,096,855 27
Good Neighbor Grant Program		2,717,487 82
Total Organization		14,599,506.65

State Farm Companies Foundation
36-06110423
FORM 990-PF, 2012

Note The organizations listed below are not private foundations. They are either public charities, educational institutions, or divisions of state and local governments.

Commitments for 2013

Scholarships

National Merit Scholarships 2010	800,000 00
National Merit Scholarships 2011	800,000 00
National Merit Scholarships 2012	800,000 00
National Merit Scholarships 2013	800,000 00
National Merit \$2500 Scholarships	47,500 00

Programs

State Farm Good Neighbor Scholarship	130,000 00
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Grants

Heartland Community College	500,000 00
Illinois Wesleyan University	3,000,000 00
University of Illinois	455,000 00

Total

<u><u>7,332,500 00</u></u>

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only. ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	State Farm Companies Foundation	36-6110423
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	PO Box 2321, FSS Tax Filing	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Bloomington	IL 61702-2321

Enter the Return code for the return that this application is for (file a separate application for each return).

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Mark Schwamberger

Telephone No. ► (309) 766-8826 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2013 to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year 2012 or

► ☐ tax year beginning, and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	320
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	401
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ☐ Telephone No. ☐ FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until _____
- 5 For calendar year _____, or other tax year beginning _____, and ending _____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension _____

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐Title ☐Date ☐