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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation JAMES W. AND NORMA ELOISE TERRY FOUNDATION		A Employer identification number 43-1399630
Number and street (or P O box number if mail is not delivered to street address) 2825 BLOOMFIELD	Room/suite DUP 14	B Telephone number (see instructions) 314-726-6786
City or town, state, and ZIP code CAPE GIRARDEAU MO 63703		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) \$ 373,272	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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,668	9,668		
	4 Dividends and interest from securities	4	4		
	5a Gross rents				
	b Net rental income or (loss)				
	6a 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)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	9,672	9,672	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	1,200			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 2	150	150		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 3	2,934	2,934		
	24 Total operating and administrative expenses. Add lines 13 through 23	4,284	3,084	0	0
	25 Contributions, gifts, grants paid	32,886			32,886
26 Total expenses and disbursements. Add lines 24 and 25	37,170	3,084	0	32,886	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-27,498				
b Net investment income (if negative, enter -0-)		6,588			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	27,827	30,329	30,329
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule) STMT 4	76,333	76,333	78,454
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 5	290,100	260,100	264,489
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	394,260	366,762	373,272	
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) SEE WORKSHEET	3,281	3,281	
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	3,281	3,281		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	390,979	363,481	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	390,979	363,481	
31 Total liabilities and net assets/fund balances (see instructions)	394,260	366,762		

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	390,979
2 Enter amount from Part I, line 27a	2	-27,498
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	363,481
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	363,481

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 shares MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a N/A				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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	
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	

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	29,160	410,054	0.071113
2010	67,140	419,132	0.160188
2009	31,690	487,253	0.065038
2008	34,800	502,791	0.069214
2007	29,100	512,606	0.056769

2 Total of line 1, column (d)	2	0.422322
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.084464
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	384,518
5 Multiply line 4 by line 3	5	32,478
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	66
7 Add lines 5 and 6	7	32,544
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	32,886

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	66
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	66
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	66
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
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	
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	66
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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		
14	The books are in care of ► ELOISE TERRY 2825 BLOOMFIELD RD #14	Telephone no ► 573-334-4635		
	Located at ► CAPE GIRARDEAU	MO	ZIP+4 ► 63703	
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 ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	N/A	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(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)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p> <p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here</p> <p>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?</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p>If "Yes" to 6b, file Form 8870</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>N/A <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>5b</p> <p>6b</p> <p>7b</p>	<p>X</p>
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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
NORMA ELOISE TERRY 2825 BLOOMFIELD RD #14	CAPE GIRARDEAU MO 63703	TRUSTEE 10.00	0	0

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	351,982
b	Average of monthly cash balances	1b	38,392
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	390,374
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	390,374
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	5,856
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	384,518
6	Minimum investment return. Enter 5% of line 5	6	19,226

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	19,226
2a	Tax on investment income for 2012 from Part VI, line 5	2a	66
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	66
3	Distributable amount before adjustments Subtract line 2c from line 1	3	19,160
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	19,160
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	19,160

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	32,886
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	32,886
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	66
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,820

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				19,160
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				3,895
b From 2008				10,000
c From 2009				7,528
d From 2010				46,403
e From 2011				8,807
f Total of lines 3a through e	76,633			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 32,886				
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				19,160
e Remaining amount distributed out of corpus	13,726			
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	90,359			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				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)	3,895			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	86,464			
10 Analysis of line 9				
a Excess from 2008				10,000
b Excess from 2009				7,528
c Excess from 2010				46,403
d Excess from 2011				8,807
e Excess from 2012				13,726

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed
NORMA ELOISE TERRY 573-334-4635
2825 BLOOMFIELD RD, #14 CAPE GIRARDEAU MO 63703

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 6

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE STATEMENT 7

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 Paid during the year SEE STATEMENT 8				32,886
Total				32,886
b Approved for future payment N/A				
Total				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					9,668
4	Dividends and interest from securities					4
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					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		0	9,672
13	Total. Add line 12, columns (b), (d), and (e)				13	9,672

(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?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes

**Sign
Here**

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name
JAMES M. HILLIN

Preparer's signature

Date _____

Check ☐ if self-employed

03/28/13

Firm's name ► **HILLIN AND CLARK, PC**

PTIN P00396007

Firm's address ▶ 364 S. BROADVIEW

Firm's EIN ▶ 43-1182376

CAPE GIRARDEAU, MO 63703

Phone no **573-334-8200**

Federal Statements

Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
					Sale Price				
				PURCHASE					
AMERICAN EXPRESS 2.9%		3/25/09	4/02/12	\$	100,000	\$		\$	\$
TOTAL				\$	100,000	\$	0	0	0

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
HILLIN AND CLARK, PC	\$ 1,200	\$	\$	\$
TOTAL	\$ 1,200	0	0	0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 150	\$ 150	\$	\$
TOTAL	\$ 150	150	0	0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
INVESTMENT FEES	2,934	2,934		
TOTAL	<u>2,934</u>	<u>2,934</u>	<u>0</u>	<u>0</u>

Federal Statements

3/28/2013 5:05 PM

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FEDERAL HOME LOAN BANK	\$ 76,333	\$ 76,333	COST	\$ 78,454
TOTAL	\$ 76,333	\$ 76,333		\$ 78,454

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CERTIFICATES OF DEPOSIT	\$ 290,100	\$ 260,100	COST	\$ 264,489
TOTAL	\$ 290,100	\$ 260,100		\$ 264,489

Federal Statements**Statement 6 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

APPLICATIONS IN THE FORM OF A LETTER SHOULD INCLUDE THE NAME AND ADDRESS OF THE ORGANIZATION REQUESTING THE GRANT AND AN EXPLANATION OF THE PURPOSE OF THE GRANT. EVIDENCE MUST BE PROVIDED THAT THE INTERNAL REVENUE SERVICE HAS ISSUED A DETERMINATION LETTER TO SUCH ORGANIZATION THAT IT IS AN ORGANIZATION DESCRIBED IN SECTION 170(C) OF THE INTERNAL REVENUE CODE AND EXEMPT FROM INCOME TAXATION UNDER CODE SECTION 501(C)(3). ALSO INCLUDED WILL BE A STATEMENT FROM A RESPONSIBLE OFFICER OF THE ORGANIZATION THAT THE DETERMINATION HAS NOT BEEN REVOKED.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

NONE

Statement 7 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

AWARDS ARE LIMITED TO ORGANIZATIONS OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, AND EDUCATIONAL PURPOSES CONSISTENT WITH THE PRIMARILY CHRISTIAN RELIGIOUS PURPOSES OF THE FOUNDATION.

Federal Statements

3/28/2013 5:05 PM

43-1399630

FYE: 12/31/2012

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name		Address		Relationship	Status	Purpose	Amount
ABBEY ROAD CHRISTIAN CHURCH		2411 ABBEY RD				FOR THEIR GENERAL PURPOSES	
CAPE GIRARDEAU MO 63701	NONE						
ALZHEIMER'S ASSOCIATION		PROCESSING CENTER				FOR THEIR GENERAL PURPOSES	1,800
CHICAGO IL 60690-2940	NONE						
AMERICAN BIBLE SOCIETY		1865 BROADWAY				FOR THEIR GENERAL PURPOSES	50
NEW YORK NY 10023							
AMERICAN HEART ASSOCIATION		PO BOX 78851				FOR THEIR GENERAL PURPOSES	300
PHEONIX AZ 85062-8851							
AMERICAN CANCER SOCIETY		1100 PENNSYLVANIA AVE				FOR THEIR GENERAL PURPOSES	
KANSAS CITY MO 64105	NONE						
AMERICAN FAMILY ASSOC		PO BOX 2440				FOR THEIR GENERAL PURPOSES	850
TUPELO MS 38803	NONE						
AMERICAN RED CROSS		2430 MYRA DRIVE				FOR THEIR GENERAL PURPOSES	300
CAPE GIRARDEAU MO 63701	NONE						
AMERICAN VALUES		PO BOX 96192				FOR THEIR GENERAL PURPOSES	300
WASHINGTON DC DC 20090	NONE						
ARMED FORCES AERO CLUB		8906 AERO DR				FOR THEIR GENERAL PURPOSES	50
SAN DIEGO CA 92123							
BETHANY BAPTIST CHURCH		1712 RANDOL				FOR THEIR GENERAL PURPOSES	13,500
CAPE GIRARDEAU MO 63701	NONE						
BSF INTERNATIONAL		19001 HUEBNER				FOR THEIR GENERAL PURPOSES	
SAN ANTONIO TX 78258	NONE						
CHURCHES HELPING CHURCHES		PO BOX 6558				FOR THEIR GENERAL PURPOSES	
ELGIN IL 60121-6558	NONE						
CITIZEN LINK		8655 EXPLORER DRIVE				FOR THEIR GENERAL PURPOSES	300
COLORADO SPRINGS CO 80920							
CSPI		1220 L ST. NW				FOR THEIR GENERAL PURPOSES	51
WASHINGTON DC 20005							
CONCERNED WOMEN		1015 15TH STREET				FOR THEIR GENERAL PURPOSES	
WASHINGTON DC 20005	NONE						
CONCERNED WOMEN FOR AMERI		PO BOX 61115				FOR THEIR GENERAL PURPOSES	950
PUEBLO CO 81008	NONE						
DISABLED AMERICAN VETERANS		3725 ALEXANDRIA PIKE				FOR THEIR GENERAL PURPOSES	600
COLD SPRING KY 41076	NONE						

Federal Statements

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
FAMILY RESEARCH CENTER	WASHINGTON DC 20001	NONE	801 G STREET NW			FOR THEIR GENERAL PURPOSES	600
FIRST BAPTIST CHURCH	JACKSONVILLE AL 36265	NONE	PO BOX 400			FOR THEIR GENERAL PURPOSES	
FIRST UNITED METHODIST CHURCH	MARTIN TN 38237	NONE	225 MAIN			FOR THEIR GENERAL PURPOSES	
FOCUS ON THE FAMILY	COLORADO SPRINGS CO 80903	NONE	420 N CASCADE AVE			FOR THEIR GENERAL PURPOSES	600
GRACE TO YOU	VALENCIA CA 91355	NONE	28001 HARRISON PKWY			FOR THEIR GENERAL PURPOSES	800
JAAARS	WAXHAW NC 28173-0248	NONE	BOX 248			FOR THEIR GENERAL PURPOSES	600
LIBERTY COUNSEL	ORLANDO FL 32854	NONE	PO BOX 540774			FOR THEIR GENERAL PURPOSES	1,450
LUTHERAN HOME MEMORIAL	CAPE GIRARDEAU MO 63703		2825 BLOOMFIELD ROAD			FOR THEIR GENERAL PURPOSES	100
MARS HILL CHURCH	SEATTLE WA 98107	NONE	1401 NW LEARY WAY			FOR THEIR GENERAL PURPOSES	
MISSION DIGNITY	DALLAS TX 75201	NONE	2401 CEDAR SPRINGS RD			FOR THEIR GENERAL PURPOSES	1,000
MISSOURI RIGHT TO LIFE	JEFFERSON CITY MO 65102	NONE	PO BOX 651			FOR THEIR GENERAL PURPOSES	
NORTH AMERICA MISSION BRD	ALPHARETTA GA 30022	NONE	4200 N PARK POINT PARKWAY			FOR THEIR GENERAL PURPOSES	
PARSONS CHILDRENS FUND	CAPE GIRARDEAU MO 63701	NONE	C/O CAPAHA BANK, 1 S MAIN			FOR THEIR GENERAL PURPOSES	
PLEASANT HILL BAPTIST CHU	MARTIN TN 38237-8562	NONE	562 OLD TROY ROAD			FOR THEIR GENERAL PURPOSES	
PRISON FELLOWSHIP	MERRIFIELD VA 22116	NONE	PO BOX 1550			FOR THEIR GENERAL PURPOSES	900
QUALITY OF LIFE COMMITTEE	CAPE GIRARDEAU MO 63701	NONE	1725 BROOKWOOD DR			FOR THEIR GENERAL PURPOSES	
SAFE HOUSE FOR WOMEN	CAPE GIRARDEAU MO 63702	NONE	PO BOX 1167			FOR THEIR GENERAL PURPOSES	500

Federal Statements

3/28/2013 5:05 PM

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
SALVATION ARMY				P O BOX 802		FOR THEIR GENERAL PURPOSES	600
CAPE GIRARDEAU MO 63702-0	NONE			PO BOX 3000		FOR THEIR GENERAL PURPOSES	700
SAMARITAN'S PURSE				PO BOX 1251		FOR THEIR GENERAL PURPOSES	
BOONE NC 28607	NONE			1701 LACEY ST		FOR THEIR GENERAL PURPOSES	
SE MO CHILDREN'S MUSEUM				501 ST JUDE PLACE		FOR THEIR GENERAL PURPOSES	300
CAPE GIRARDEAU MO 63702	NONE			219 ILLINOIS AVE		FOR THEIR GENERAL PURPOSES	
SOUTHEAST HOSP FOUNDATION				PO BOX 1089		FOR THEIR GENERAL PURPOSES	
CAPE GIRARDEAU MO 63701	NONE			PO BOX 96860		FOR THEIR GENERAL PURPOSES	
ST JUDE CHILDREN'S RESEAR				4201 N PEACHTREE ROAD		FOR THEIR GENERAL PURPOSES	550
MEMPHIS TN 38105-1942	NONE			PO BOX 31258		FOR THEIR GENERAL PURPOSES	
SUTIN STRATTON H.S.				PO BOX 70102		FOR THEIR GENERAL PURPOSES	2,000
STRATTON CO 80836	NONE			PO BOX 2000		FOR THEIR GENERAL PURPOSES	
TEEN CHALLENGE				407 W BLOOMFIELD AVE		FOR THEIR GENERAL PURPOSES	600
CAPE GIRARDEAU MO 63702	NONE			PO BOX 148		FOR THEIR GENERAL PURPOSES	
USO							
WASHINGTON DC 20077-7677	NONE						
WALK THRU THE BIBLE							
ATLANTA GA 30341	NONE						
WATER MISSIONS INTL							
CHARLESTON SC 29417							
WORLD VISION							
TACOMA WA 98481-0102							
WYCLIFFE ASSOCIATES							
ORANGE CA 92859	NONE						
ZION CEMETERY							
BLOOMFIELD MO 63825	NONE						
PHIL WALDROP ASSOC							
TRINITY AL 35673-0002							
TOTAL							200
							32,886