



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



Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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 LOWELL N. JOHNSON CHARITABLE FOUNDATION		A Employer identification number 46-0484573
Number and street (or P.O. box number if mail is not delivered to street address) C/O DAN CHURCHILL, 1610 FIFTH AVENUE	Room/suite	B Telephone number 3097923643
City or town, state, and ZIP code MOLINE, IL 61265		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		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) \$ 9,436,713. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		44,519.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		258,270.	258,270.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		154,077.			STATEMENT 1
b Gross sales price for all assets on line 6a		435,214.			
7 Capital gain net income (from Part IV, line 2)			156,797.		
8 Net short-term capital gain					
9 Income modification					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		456,866.	415,067.	0.	
13 Compensation of officers, directors, trustees, etc.		36,000.	36,000.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		52,800.	2,400.	0.	50,400.
b Accounting fees STMT 4		4,980.	0.	0.	4,980.
c Other professional fees STMT 5		10,761.	10,761.	0.	0.
17 Interest					
18 Taxes STMT 6		3,320.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy		12,000.	6,000.	0.	6,000.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		14,852.	476.	0.	15.
24 Total operating and administrative expenses. Add lines 13 through 23		134,713.	55,637.	0.	61,395.
25 Contributions, gifts, grants paid		400,500.			400,500.
26 Total expenses and disbursements. Add lines 24 and 25		535,213.	55,637.	0.	461,895.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-78,347.			
b Net investment income (if negative, enter -0-)			359,430.		
c Adjusted net income (if negative, enter -0-)				0.	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

16300620 708267 4696RH

2012.03050 LOWELL N. JOHNSON CHARITABLE 4696RH_1

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		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	38,346.	67,764.	67,764.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	7,104,066.	7,000,742.	9,366,109.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ PREPAID EXCISE TAX)	7,280.	2,840.	2,840.
	16 Total assets (to be completed by all filers)	7,149,692.	7,071,346.	9,436,713.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	7,149,692.	7,071,346.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	7,149,692.	7,071,346.	
31 Total liabilities and net assets/fund balances	7,149,692.	7,071,346.		

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	7,149,692.
2 Enter amount from Part I, line 27a	2	-78,347.
3 Other increases not included in line 2 (itemize) ▶ ROUNDING ADJUSTMENT	3	1.
4 Add lines 1, 2, and 3	4	7,071,346.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,071,346.

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 SEE ATTACHED STATEMENT			
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 435,214.		283,748.	156,797.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			156,797.

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	156,797.
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). 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	520,467.	9,348,541.	.055674
2010	372,911.	8,612,150.	.043301
2009	242,650.	5,106,075.	.047522
2008	124,668.	2,538,451.	.049112
2007	162,756.	3,114,743.	.052253

2 Total of line 1, column (d)	2	.247862
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	.049572
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	9,212,006.
5 Multiply line 4 by line 3	5	456,658.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,594.
7 Add lines 5 and 6	7	460,252.
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	461,895.

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)		1	3,594.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	3,594.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	3,594.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	2,840.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	2,840.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	754.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 9			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded			

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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) 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 STMT 10	X	

Form 990-PF (2012)

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 DANIEL CHURCHILL Located at 1610 FIFTH AVENUE, , MOLINE, IL Telephone no. (309) 792-3643 ZIP+4 61265			
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 N/A			
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 N/A	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	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? If "Yes," list the years N/A <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. N/A		
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?	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

Form 990-PF (2012)

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)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ 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

6b

X

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

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
DANIEL CHURCHILL 1610 FIFTH AVENUE MOLINE, IL 61265	PRESIDENT 5.00	36,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,076,379.
b	Average of monthly cash balances	1b	271,406.
c	Fair market value of all other assets	1c	4,505.
d	Total (add lines 1a, b, and c)	1d	9,352,290.
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	9,352,290.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	140,284.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,212,006.
6	Minimum investment return. Enter 5% of line 5	6	460,600.

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	460,600.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,594.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,594.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	457,006.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	457,006.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	457,006.

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	461,895.
b	Program-related investments - total from Part IX-B	1b	0.
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	461,895.
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	5	3,594.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	458,301.

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

Form 990-PF (2012)

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				457,006.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				9,277.
f Total of lines 3a through e	9,277.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 461,895.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				457,006.
e Remaining amount distributed out of corpus	4,889.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,166.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	14,166.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				9,277.
e Excess from 2012				4,889.

N/A

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

4942(i)(3) or		4942(i)(5)
---------------	--	------------

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

Subtract line 2d from line 2c

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).)

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:

DANIEL CHURCHILL, 309-762-3643
1610 FIFTH AVENUE, MOLINE, IL 61265

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

SEE ATTACHED "APPLICATION PROCESS" STATEMENT.

c Any submission deadlines:

SEE ATTACHED "APPLICATION PROCESS" STATEMENT.

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

SEE ATTACHED "APPLICATION PROCESS" STATEMENT.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ARROWHEAD RANCH 12200 - 104TH STREET COAL VALLEY, IL 61240	NONE	501(C)(3)	CHARITABLE SUPPORT	1,000.
BETHANY HOME - WAYS TO WORK PROGRAM 1150 - 12TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	7,500.
BOYS AND GIRLS CLUB 338 - 6TH STREET MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	5,000.
CHILD ABUSE COUNCIL 525 SIXTEENTH STREET MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
CHILDREN'S THERAPY CENTER OF THE QUAD CITIES 15004 - 13TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
Total	SEE CONTINUATION SHEET(S)			400,500.
b Approved for future payment				
NONE				
Total				0.

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

LOWELL N. JOHNSON CHARITABLE FOUNDATION

Employer identification number

46-0484573

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
LOWELL N. JOHNSON CHARITABLE FOUNDATION	46-0484573

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LOWELL N. JOHNSON TRUST 501 - 15TH STREET MOLINE, IL 61265	\$ 156.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	LOWELL N. JOHNSON TRUST 501 - 15TH STREET MOLINE, IL 61265	\$ 44,363.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

LOWELL N. JOHNSON CHARITABLE FOUNDATION

46-0484573

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
1	134 SHS AMR CORP DEL COMMON STOCK	\$ 156.	05/30/12
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	556 UNITS KINDER MORGAN ENERGY PARTNERS, L.P.	\$ 44,393.	12/31/12
(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

Employer identification number

LOWELL N. JOHNSON CHARITABLE FOUNDATION

46-0484573

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that 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) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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	1,000 SHS MONSANTO CO NEW	P	11/04/09	01/09/12
b	500 SHS MATTEL INC	D	11/17/08	02/09/12
c	500 SHS CATERPILLAR INC	D	11/25/08	02/09/12
d	800 SHS UNITED HEALTH GROUP	D	10/29/08	02/09/12
e	1,000 SHS CVS CAREMARK CORP	P	09/21/06	02/09/12
f	0.333 SHS CASH IN LIEU - DUKE ENERGY	P	03/18/04	07/03/12
g	2,000 SHS BB&T CAP TR VI GTD ENHANCED TR PFD	P	07/21/09	07/18/12
h	2,000 SHS CVS CAREMARK CORP	P	09/21/06	12/28/12
i	1,250 SHS MATTEL INC	D	11/17/08	12/28/12
j	250 SHS MATTEL INC	D	11/18/08	12/28/12
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 78,437.		69,513.	8,924.
b 15,888.		6,990.	8,898.
c 56,608.		20,625.	35,983.
d 42,223.		17,538.	24,685.
e 42,695.		32,777.	9,918.
f 23.		13.	10.
g 50,000.		50,006.	-6.
h 95,900.		65,554.	30,346.
i 44,533.		17,476.	27,057.
j 8,907.		3,256.	5,651.
k			5,331.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			8,924.
b			8,898.
c			35,983.
d			24,685.
e			9,918.
f			10.
g			-6.
h			30,346.
i			27,057.
j			5,651.
k			5,331.
l			
m			
n			
o			

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	156,797.
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). If (loss), enter "-0-" in Part I, line 8 }	3	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
CHRISTIAN FRIENDLINESS / YOUTH HOPE 3928 - 12TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	20,000.
CHURCHES UNITED 630 - 9TH STREET ROCK ISLAND, IL 61201	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
DISPATCH ARGUS GOOD FELLOW FUND 1720 FIFTH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	3,500.
JUNIOR ACHIEVEMENT 600 - 12TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
MOLINE FOUNDATION / MOLINE ROTARY LITERACY COMMITTEE 817 - 11TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	2,000.
MOLINE SCHOOL DISTRICT 40 1619 - 11TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	800.
MORNING STAR ACADEMY 2000 - 16TH AVENUE, SUITE 12 ROCK ISLAND, IL 61201	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
NEW KINGDOM TRAILRIDERS 4500 - 16TH STREET MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	3,500.
NIABI ZOO NIABI ZOO ROAD COAL VALLEY, IL 61240	NONE	501(C)(3)	CHARITABLE SUPPORT	2,500.
QUAD CITY MUSIC GUILD (ENDOWMENT) 1584 - 34TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	2,600.
Total from continuation sheets				382,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
QUAD CITY SYMPHONY 327 BRADY STREET DAVENPORT, IA 52801	NONE	501(C)(3)	CHARITABLE SUPPORT	500.
QUAD CITY SYMPHONY TRUST (EDUCATIONAL ENDOWMENT) 327 BRADY STREET DAVENPORT, IA 52801	NONE	501(C)(3)	CHARITABLE SUPPORT	100,000.
ROCK ISLAND COUNTY FARM BUREAU FOUNDATION 1601 - 52ND AVENUE, SUITE 3 MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	1,500.
SETON SCHOOL 1320 - 16TH AVENUE MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	3,000.
TRINITY HEALTH FOUNDATION (COLLEGE OF NURSING ENDOWMENT) 2121 - 1ST STREET A MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	5,000.
AUGUSTANA COLLEGE 639 - 38TH STREET ROCK ISLAND, IL 61201	NONE	501(C)(3)	CHARITABLE SUPPORT	10,000.
UNIVERSITY OF ILLINOIS / COLLEGE OF BUSINESS 2001 SOUTH FIRST STREET, SUITE 109 CHAMPAIGN, IL 61820	NONE	501(C)(3)	CHARITABLE SUPPORT	19,600.
BLACKHAWK COLLEGE 3901 - 25TH STREET MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	100,000.
ST. AMBROSE UNIVERSITY 1950 EAST 54TH STREET DAVENPORT, IA 52807	NONE	501(C)(3)	CHARITABLE SUPPORT	50,000.
WESTERN ILLINOIS UNIVERSITY FOUNDATION 3561 - 60TH STREET MOLINE, IL 61265	NONE	501(C)(3)	CHARITABLE SUPPORT	50,000.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS MONSANTO CO NEW	PURCHASED	11/04/09	01/09/12
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
78,437.	69,513.	0.	0.
			8,924.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 SHS MATTEL INC	DONATED	11/17/08	02/09/12
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
15,888.	8,025.	0.	0.
			7,863.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 SHS CATERPILLAR INC	DONATED	11/25/08	02/09/12
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
56,608.	16,520.	0.	0.
			40,088.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
800 SHS UNITED HEALTH GROUP	DONATED	10/29/08	02/09/12		
42,223.	19,984.	0.	0.	22,239.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1,000 SHS CVS CAREMARK CORP	PURCHASED	09/21/06	02/09/12		
42,695.	32,777.	0.	0.	9,918.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
0.333 SHS CASH IN LIEU - DUKE ENERGY	PURCHASED	03/18/04	07/03/12		
23.	13.	0.	0.	10.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
2,000 SHS BB&T CAP TR VI GTD ENHANCED TR PFD	PURCHASED	07/21/09	07/18/12		
50,000.	50,006.	0.	0.	-6.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SHS CVS CAREMARK CORP	95,900.	65,554.	0.	0.	30,346.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,250 SHS MATTEL INC	44,533.	20,063.	0.	0.	24,470.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250 SHS MATTEL INC	8,907.	4,013.	0.	0.	4,894.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CAPITAL GAINS DIVIDENDS	0.	0.	0.	0.	5,331.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	154,077.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	256,919.	0.	256,919.
INTEREST	1,351.	0.	1,351.
TOTAL TO FM 990-PF, PART I, LN 4	258,270.	0.	258,270.

FORM 990-PF	LEGAL FEES	STATEMENT	3
-------------	------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	52,800.	2,400.	0.	50,400.
TO FM 990-PF, PG 1, LN 16A	52,800.	2,400.	0.	50,400.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,980.	0.	0.	4,980.
TO FORM 990-PF, PG 1, LN 16B	4,980.	0.	0.	4,980.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL INVESTMENTS	10,761.	10,761.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	10,761.	10,761.	0.	0.

FORM 990-PF	TAXES	STATEMENT	6
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	507.	0.	0.	0.
EXCISE TAXES	2,813.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	3,320.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SERVICE FEES	60.	60.	0.	0.
STATE REGISTRATION FEES	15.	0.	0.	15.
MISCELLANEOUS	416.	416.	0.	0.
PTP DEDUCTIONS	14,361.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	14,852.	476.	0.	15.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED - CORPORATE STOCK	6,487,395.	8,730,100.
SEE ATTACHED - PREFERRED STOCK	119,800.	126,650.
SEE ATTACHED - OTHER INVESTMENTS	125,935.	146,164.
SEE ATTACHED - MUTUAL FUNDS	267,612.	363,195.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,000,742.	9,366,109.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 10

NAME OF CONTRIBUTOR

ADDRESS

LOWELL N. JOHNSON CHARITABLE
FOUNDATION1610 FIFTH AVENUE
MOLINE, IL 61265

LOWELL N JOHNSON CHARITABLE FOUNDATION

46-0484573

990-PF Attachment

12/31/2012

Part II Line 10b, Columns (b & c), Investments - corporate stock

Shares	Description	(b) Book Value	(c) Fair Market Value
1,000 000	Abbott Laboratories	44,273	65,500
4,000 000	Alcoa Inc	41,320	34,720
2,000 000	Altria Group Inc	18,288	62,880
250 000	Amgen Inc	13,235	21,550
334 000	AMR Corp Del Com	156	265
8,000 000	AT&T Inc	204,718	269,680
3,000 000	Bank of America Corp	88,809	34,830
1,000 000	Baxter International Inc	47,791	66,660
13 000	Biglari Holdings Inc	4,954	5,070
3,000 000	BP PLC	141,008	124,920
1,000 000	Cardinal Health Inc	21,880	41,180
7,000 000	Caterpillar Inc	231,280	627,260
600 000	Chevron Corp	39,750	64,884
11,000 000	Citigroup Inc	497,434	435,160
2,000 000	Coco-Cola Company	47,990	72,500
2,100 000	Conocophillips	46,299	121,779
2,000 000	CVS Caremark Corp	65,554	96,700
5,000 000	Deere & Company	200,311	432,100
4,000 000	DOW Chemical Company	64,560	129,318
333 000	Duke Energy Corp New Common	13,028	21,245
1,000 000	Eli Lilly & Co Common	60,287	49,320
500 000	Entergy Corp	39,241	31,875
2,000 000	Exxon Mobil Corp	97,415	173,100
480 000	Frontier Communications Corp	3,763	2,054
400 000	General Dynamics	22,156	27,708
17,000 000	General Electric Company	296,098	356,830
1,400 000	Hartford Financial	57,426	31,416
1,000 000	Honeywell International Inc	24,330	63,470
4,000 000	Johnson & Johnson	243,931	280,400
40,000 000	JP Morgan Chase & Company	1,389,358	1,758,764
556 000	Kinder Morgan Energy Partners, L.P	44,363	44,363
2,000 000	Linn Energy LLC Unit	46,770	70,480
5,000 000	Manitowoc Company Inc	26,300	78,400
500 000	Markwest Energy Partners LP	25,406	25,505
1,000 000	Medtronic Inc	34,890	41,020
10,100 000	Microsoft Corp	263,866	269,768
1,000 000	Nash Finch Co Com	19,437	21,280
500 000	Northrop Grumman Corp	31,903	33,790
5,000 000	Nucor Corp	222,150	215,800
1,000 000	Pepsico Inc	54,960	68,430
3,000 000	Pepco Holdings Inc	43,755	58,830
10,000 000	Pfizer Inc	163,683	250,793

LOWELL N JOHNSON CHARITABLE FOUNDATION

46-0484573

990-PF Attachment

12/31/2012

2,100 000	Philip Morris International Inc	46,061	175,644
1,050 000	Phillips 66	13,762	55,755
4,000 000	PNC Financial Services	191,478	233,240
5,100 000	Proctor & Gamble Company	270,679	346,239
800 000	Qualcomm Inc	36,160	49,488
1,000 000	Research in Motion Limited	76,290	11,870
1,000 000	Schlumberger Ltd	54,110	69,299
4,000 000	Sprint Nextel Corp	19,240	22,680
650 000	Stryker Corp	24,838	35,633
4,400 000	Textron Inc	42,504	109,076
600 000	Total SA Sponsored ADR	26,828	31,206
2,000 000	Transocean Limited	148,580	89,320
3,000 000	UnitedHealth Group Inc	74,940	162,720
2,100 000	United Technologies Corp	119,934	172,221
3,000 000	VMWare Inc	144,580	282,420
2,500 000	Walgreen Company	75,783	92,525
1,600 000	Wal-Mart Stores	77,504	109,168

CORPORATE STOCK

6,487,395

8,730,100

5,000.000	WF Capital Preferred stock	119,800	126,650
-----------	----------------------------	---------	---------

PREFERRED STOCKS

119,800

126,650

16,732 181	Fidelity Puritan TST	239,368	324,772
1,958.193	Vanguard fund	28,244	38,424

MUTUAL FUNDS

267,612

363,195

10,003 000	Advisors Disciplined TR Unit 839 High	99,999	94,428
800 000	Ishares TR Dow Jones US R/E Index	25,936	51,736

OTHER

125,935

146,164

TOTAL INVESTMENTS

7,000,742

9,366,109

LOWELL N. JOHNSON CHARITABLE FOUNDATION

Application Process

Not-for-profit organizations that meet the Foundation's funding criteria can submit requests for contributions in writing to the Foundation office in accordance with these guidelines.

Contribution Requests

Please provide a cover letter providing the following information:

- the organization name and its mission
- geographic region served
- the program or project to be considered for funding
- other anticipated or confirmed funding sources and contribution amounts

Please ensure that a member of the organization's board of directors or the executive director signs the letter. Attach a copy of the organization's IRS 501(c)(3) determination letter to the request.

Completed requests should be sent to: Lowell N. Johnson Charitable Foundation, 1610 5th Avenue, Moline, IL 61265

Restrictions

The Foundation does not make grants to individuals, political organizations, labor organizations or fraternal organizations.

Funding Eligibility

Not-for-profit organizations that meet the following criteria can be considered for funding by the Foundation:

- Recognized as tax-exempt by the IRS under Section 501(c)(3)
- Provide programs or services in the following Illinois counties: Rock Island, Henry, Mercer, or for the benefit of residents in those counties.
- Offer programs or services consistent with the Foundation's funding priorities

Priorities

The Foundation focuses its giving in the following program areas:

- Community Development - programs or initiatives that provide vital human services, incentives for educational development, or economic stimulus for our communities.
- Youth Development - programs that encourage our youth to reach their full potential and develop needed skills for the workforce of tomorrow.
- Arts & Culture - artistic and cultural initiatives that enrich our communities, with special consideration given to those that provide access to the arts for financially disadvantaged youth.

Evaluation

Applicants will be evaluated based upon the following:

- The need for the expenditure in the community
- The impact on the recipient, as well as the number of people who will be served
- The location of the community served
- The uniqueness of the program or project
- The impact of the request on the organization requesting it
- The soundness of the organization and its financial management
- Accuracy and completeness of the application
- Level of volunteer support and organization

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 ☒
- 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.

Type or print	Name of exempt organization or other filer, see instructions. LOWELL N. JOHNSON CHARITABLE FOUNDATION	Employer identification number (EIN) or 46-0484573
	Number, street, and room or suite no. If a P.O. box, see instructions C/O DAN CHURCHILL, 1610 FIFTH AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MOLINE, IL 61265	

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

04

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

DANIEL CHURCHILL

- The books are in the care of ► **1610 FIFTH AVENUE, - MOLINE, IL 61265**

Telephone No. ► **(309) 792-3643**

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 **AUGUST 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	\$	9,840.
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	\$	2,840.
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	\$	7,000.

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.

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

Form 8868 (Rev. 1-2013)

COPY