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Form **990-PF** Department of the Treasury Internal Revenue Service

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

For	calen	dar year 2012 or tax year beginning JUN	18, 2012	, and ending	DEC 31, 2012	
		foundation			A Employer identification	number
L	OI	S LENSKI COVEY FOUNDATI	ON			
		MICHAEL COVEY			46-0610056	
Nur	nber a	nd street (or P O box number if mail is not delivered to street	address)	Room/suite	<b>B</b> Telephone number	
4	11	5 CRONDALL DRIVE			916-978-08	
City	or to	own, state, and ZIP code			C If exemption application is po	ending, check here
_S	AC	RAMENTO, CA 95864				
G	heck	all that apply: X Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organizations	, check here
		Final return	Amended return		2	-t the 050/ test
		Address change	Name change		Foreign organizations me check here and attach co.	mputation
H (	heck	type of organization: X Section 501(c)(3) ex	empt private foundation		E If private foundation stat	tus was terminated
	Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable private founda	ation	under section 507(b)(1)	(A), check here
1 Fa	ur ma	rket value of all assets at end of year   J   Accountil	ng method: X Cash	Accrual	F If the foundation is in a 6	60-month termination
•			her (specify)		under section 507(b)(1)	(B), check here
	-\$_		mn (d) must be on cash l	basis)		
Pa	art I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements for charitable purposes
		necessarily equal the amounts in column (a)	expenses per books	income	income	(cash basis only)
	1	Contributions, gifts, grants, etc., received				
	2	Check X if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities				
	5a	Gross rents				
ø	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
Revenue	b	Gross sales price for all assets on line 6a				
ě	7	Capital gain net income (from Part IV, line 2)		0.		
Œ	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	C	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	0.	0.	<del></del>	
	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
10	15	Pension plans, employee benefits Legal fees  RECEIVED				
ses	16a	Legal fees RECEIVEL				
Expens	l b	Accounting fees	30			
ŭ	C	Other professional fees JUN 0 3 2013	O S			
Ĭ.	''	Interest	Ø			
and Administrative	18	Taxes	<u> </u>			
nisi	19	Depreciation and depletion OGDEN, UT				
Ē	20	Occupancy				
¥	21	Travel, conferences, and meetings				
ă	22	Printing and publications				
	23	Other expenses				
Operating	24	Total operating and administrative				
Ď		expenses. Add lines 13 through 23	0.	0.	0.	0.
0	25	Contributions, gifts, grants paid	0.			0.
	26	Total expenses and disbursements.				
	<u>L.</u>	Add lines 24 and 25	0.	0.	0.	0.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	0.			
	i	Net investment income (if negative, enter -0-)		0.		
2235		Adjusted net income (if negative, enter -0-)		<u> </u>	<u> </u>	

## LOIS LENSKI COVEY FOUNDATION C/O MICHAEL COVEY

Part # Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Ralance Sheets Attached schedules and amounts in the description	Beginning of year		of year		
<u></u>	ark	Balance Sneets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments					
	3	Accounts receivable					
		Less allowance for doubtful accounts	<u> </u>				
	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	1				
s	8	Inventories for sale or use	<del></del>				
Assets	ĺ	Prepaid expenses and deferred charges					
As		Investments - U.S. and state government obligations					
		Investments - corporate stock					
		Investments - corporate stock					
		Investments - land, buildings, and equipment basis					
		Less: accumulated depreciation	1				
	12	Investments - mortgage loans					
		Investments - other					
	13						
	14	Land, buildings, and equipment basis	1				
	45	Less, accumulated depreciation					
	15	Other assets (describe		<del></del>			
	40	Tabel accede the beautiful described by all files of	0.	0.	0.		
_		Total assets (to be completed by all filers)	0.	0.	<u> </u>		
		Accounts payable and accrued expenses					
	18	Grants payable			-		
Liabilities	19	Deferred revenue					
∄	١	Loans from officers, directors, trustees, and other disqualified persons			-		
Ë	21	Mortgages and other notes payable					
	22	Other liabilities (describe )			-		
	22	Tabel Sightstains (add loses 47 Abresiah 00)	0.	0.			
_	23	Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here	0.	<u></u>			
		,					
es		and complete lines 24 through 26 and lines 30 and 31.					
Š		Unrestricted Tames and a contracted			-		
<u>e</u>	25	Temporarily restricted			-		
Ā	26	Permanently restricted  Foundations that do not follow SFAS 117, check here					
5		•					
<u></u>		and complete lines 27 through 31.		^			
əts	27	Capital stock, trust principal, or current funds	0.	0.			
Net Assets or Fund Balanc	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.			
ž	30	Total net assets or fund balances	0.				
	<b>.</b> .			0			
_	31	Total liabilities and net assets/fund balances	0.	0.	<u> </u>		
P	art	Analysis of Changes in Net Assets or Fund E	Balances				
1	Tota	net assets or fund balances at beginning of year - Part II, column (a), line	30				
		st agree with end-of-year figure reported on prior year's return)		1	0.		
		r amount from Part I, line 27a		2	0.		
		r increases not included in line 2 (itemize)		3	0.		
		lines 1, 2, and 3		4	0.		
		eases not included in line 2 (itemize)		5	0.		
6	Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, o	olumn (b), line 30	6	0.		

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Form 990-PF (2012) C/O MICHAEL COVEY 46-0610056 Page 3 Capital Gains and Losses for Tax on Investment Income Part IV (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co.) (mo., day, yr.) (mo., day, yr.) 1a NONE b C (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (1) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 Losses (from col. (h)) as of 12/31/69 over col. (j), if any а C If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) 2 If (loss), enter -0- in Part I, line 7 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 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.) N/A 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 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. 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) (d)
Distribution ratio
(col. (b) divided by col. (c)) (b) (c) Adjusted qualifying distributions Net value of noncharitable-use assets 2011 2010 2009 2008 2007 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 5 Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 7 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.

	990-PF (2012) C/O MICHAEL COVEY			<u>0610056</u>		ge 4
Pa	t VI Excise Tax Based on Investment Income (Section 4940(a)	, 4940(b), 4940(e), c	or 4948 -	see instru	uctions	<u>s)</u>
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "	N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessa	ry-see instructions)	!			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 🗀	and enter 1%				0.
	of Part I, line 27b					
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of P	'art I, line 12, col. (b). 丿				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others	enter -0-)	2			<u>0.</u>
3	Add lines 1 and 2		3			<u>0.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others	s enter -0-)	4			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5			<u>0.</u>
6	Credits/Payments:	1				
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6	a	_			
b	Exempt foreign organizations - tax withheld at source 6	b	_			
C	Tax paid with application for extension of time to file (Form 8868)	c				
d	Backup withholding erroneously withheld 6	d				_
7	Total credits and payments. Add lines 6a through 6d		7			<u>0.</u>
	Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached		8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	1	▶ 10			
	Enter the amount of line 10 to be: Credited to 2013 estimated tax	Refunded	<b>1</b> 1			
Pa	rt VII-A Statements Regarding Activities			- · · · ·	1	
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation	n or did it participate or inter	vene in		Yes 1	
	any political campaign?			1a		<u>X</u>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (s	see instructions for definitio	1)?	1b	<u> </u>	<u>X</u>
	If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and co	pies of any materials pub	lished or	}		
	distributed by the foundation in connection with the activities.					
C	Did the foundation file Form 1120-POL for this year?			<u>1c</u>		<u>X_</u>
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. ►		<u>0.</u>			
е	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?			2	<b></b> _	<u>X_</u>
	If "Yes," attach a detailed description of the activities			İ		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instru	iment, articles of incorporati	on, or			
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			3		<u>X</u> _
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a	1. 1.	<u>X</u>
b	If "Yes," has it filed a tax return on Form 990-T for this year?		N	/A 4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		<u>X</u>
	If "Yes," attach the statement required by General Instruction T					
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
	By language in the governing instrument, or					
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory direction</li> </ul>	ections that conflict with the	state law			
	remain in the governing instrument?			6		<u>X</u>
7	Did the foundation have at least \$5,000 in assets at any time during the year?			7		<u>X_</u>
	If "Yes," complete Part II, col. (c), and Part XV.	_				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)	<b>&gt;</b>				
	CA_					
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorn	ey General (or designate)				
	of each state as required by General Instruction G? If "No," attach explanation			/A 8b	<del>  -</del>	
9	is the foundation claiming status as a private operating foundation within the meaning of section		calendar			
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," comp			9		<u>X</u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule list	ing their names and addresses		10		<u>X</u>
				Form <b>99</b> 0	<b>)-PF</b> (20	12)

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Pa	rt 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)	L'	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privile	ges?		
	If "Yes," attach statement (see instructions)	L'	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	Ŀ	13	X
	Website address ► WWW.LOISLENSKICOVEY.ORG			
14	The books are in care of ▶ MICHAEL COVEY Telephone no. ▶ 9			9
	Located at ► 4115 CRONDALL DRIVE, SACRAMENTO, CA ZIP	+4 ▶ <u>958</u>	64	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		l	<b>▶</b> ∟
	and enter the amount of tax-exempt interest received or accrued during the year	<u>;                                    </u>	<u> N/A</u>	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,		Ye	s No
	securities, or other financial account in a foreign country?	<u> </u>	16	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
	country			
Pa	rt 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.		Ye	s 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?	X No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	· · · · · · · · · · · · · · · · · · ·	X No		-
		X No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?	X No	İ	
	(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.)	X No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			1
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b	
	Organizations relying on a current notice regarding disaster assistance check here	▶□ 「		
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		İ	ł
	before the first day of the tax year beginning in 2012?		1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):			]
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			1
	before 2012?	X No		
	If "Yes," list the years			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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	2ե	
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	Γ		
	<b>&gt;</b>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?	X No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispo	se		
	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,			
		N/A	3b	1
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
	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
			990-PF	

LOIS LENSKI COVEY FOUNDATION 46-0610056 Form 990-PF (2012) C/O MICHAEL COVEY Page 6 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: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A 5b section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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 Yes No expenditure responsibility for the grant? N/A 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 🗌 Yes 🗶 No a personal benefit contract? 6b Х b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870 Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Information About Officers, Directors, Trustees, Foundation Managers, Highly Part VIII Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred (e) Expense account, other (b) Title, and average hours per week devoted (c) Compensation (If not paid, enter -0-) (a) Name and address to position allowances 0. SEE STATEMENT 0 0

			1	
2 Compensation of five highest-paid employees (other than those in	cluded 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 deterred compensation	(e) Expense account, other allowances
NONE				
			<del> </del>	
	-			
			<u> </u>	
	-			
Total number of other employees paid over \$50,000		_L	<u> </u>	

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	r "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(=) ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
NONE	-	
	<del></del>	
	<del> </del>	
	-	
	_	ŀ
	_	
Total number of others receiving over \$50,000 for professional services		<u>▶</u> 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statis	stical information such as the	Expenses
number of organizations and other beneficiaries served, conferences convened, research papers pro	duced, etc.	
1 N/A		
2		
3		
4	"	
4		
	-	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year or	lines 1 and 2	Amount
1 N/A		7 1110 0111
2		
All other program-related investments. See instructions.		
3		
· · · · · · · · · · · · · · · · · ·		
Total. Add lines 1 through 3	▶	0.

Form 990-PF (2012)

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations, s	ee 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	0.
	Average of monthly cash balances	1b	0.
C	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	0.
е	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	0.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.
P	<b>art XI</b> Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	d certain	
1	Minimum investment return from Part X, line 6	1	0.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	1,401.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
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	0.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	0.
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	0.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies for	the section
	4040(a) raduation of tax in those years		

#### Part XIII Undistributed Income (see instructions)

	<del></del>				
		(a) Corpus	(b) Years prior to 2011	(c) 2011	<b>(d)</b> 2012
<b>1</b> C	Distributable amount for 2012 from Part XI,	Corpus	104/0 pilot to 2011	2011	
	ne 7				0.
	Indistributed income, if any, as of the end of 2012				
	inter amount for 2011 only			0.	
	otal for prior years:				
	,, <u> </u>		0.		
3 E	xcess distributions carryover, if any, to 2012:				
аF	rom 2007				
<b>b</b> F	rom 2008				
c F	rom 2009				
d F	rom 2010				
еF	rom 2011				
f T	otal of lines 3a through e	0.			
4 0	Qualifying distributions for 2012 from				
P	Part XII, line 4: ► \$ 0 .				
a A	Applied to 2011, but not more than line 2a			0.	
b A	Applied to undistributed income of prior				
у	rears (Election required - see instructions)		0.		
c T	reated as distributions out of corpus	_			
(	Election required - see instructions)	0.			
d A	Applied to 2012 distributable amount				0.
e F	Remaining amount distributed out of corpus	0.			
(1	xcess distributions carryover applied to 2012 If an amount appears in column (d), the same amount hust be shown in column (a) )	0.			0.
	nter the net total of each column as				
<b>a</b> c	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
	Prior years' undistributed income. Subtract				
	ne 4b from line 2b		0.		
	inter the amount of prior years'				
t	Indistributed income for which a notice of leficiency has been issued, or on which he section 4942(a) tax has been previously issessed		0.		
d S	Subtract line 6c from line 6b. Taxable				
a	mount - see instructions		0.		
еl	Indistributed income for 2011. Subtract line				
4	la from line 2a. Taxable amount - see instr.			0.	
fl	Indistributed income for 2012. Subtract				· · · · ·
l	nes 4d and 5 from line 1. This amount must				
b	e distributed in 2013				0.
7 /	Amounts treated as distributions out of				
C	corpus to satisfy requirements imposed by				
S	section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> E	xcess distributions carryover from 2007				
r	not applied on line 5 or line 7	0.		<u></u>	
	excess distributions carryover to 2013.				
5	Subtract lines 7 and 8 from line 6a	0.			
	Analysis of line 9:				
	excess from 2008				
	excess from 2009				
	xcess from 2010				
-	xcess from 2011				
e E	excess from 2012		<u> </u>	L	Farm 000 DE (2012)

	CHAEL COVEY			46-06	10056 Page 10
Part XIV Private Operating	Foundations (see in	structions and Part VI	-A, question 9)	N/A	
1 a If the foundation has received a ruling	g or determination letter that	t it is a private operating			
foundation, and the ruling is effective	for 2012, enter the date of t	the ruling	<b>▶</b>		
<b>b</b> Check box to indicate whether the for	undation is a private operatir	ng foundation described	in section	4942(j)(3) or 49	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2012	<b>(b)</b> 2011	(c) 2010	(d) 2009	(e) Total
investment return from Part X for					
each year listed					
<b>b</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	s.				
Subtract line 2d from line 2c 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				<u></u>	
Part XV Supplementary In			if the foundation	n had \$5,000 or m	ore in assets
at any time during	the year-see inst	ructions.)	N/A		
Information Regarding Foundation     List any managers of the foundation year (but only if they have contribute)	who have contributed more		iributions received by the	e foundation before the clo	ose of any tax
<b>b</b> List any managers of the foundation other entity) of which the foundation			(or an equally large port	on of the ownership of a p	partnership or
2 Information Regarding Contrib Check here ► X if the foundation the foundation makes gifts, grants, e	n only makes contributions	to preselected charitable	organizations and does		
a The name, address, and telephone no	umber or e-mail of the perso	on to whom applications	should be addressed:		
<b>b</b> The form in which applications should	ld be submitted and informa	tion and materials they s	hould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awa	ards, such as by geographic	al areas, charitable fields,	kinds of institutions, or	other factors:	

C/O MICHAEL COVEY 46-0610056

Supplementary Information (continued) Part XV 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation status of Purpose of grant or contribution Amount Name and address (home or business) recipient a Paid during the year NONE Total **▶** 3a 0. **b** Approved for future payment NONE Total

Form **990-PF** (2012)

Page 11

Part XVI-A	Analysis of Income-P	roducina Activities
Fait AVI-A	Milalysis of illcolle-r	Toducing Activities

Established and a state of the	Unrelated	ousiness income	Evoluded	by costion 512 513 or 514	
Enter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	(e) Related or exempt function income
1 Program service revenue:	code	741100111	code	Amount	Tunction income
å	-				<del>                                     </del>
b	-				<del></del>
<u> </u>					<del> </del>
d					<del>-</del>
e	-				<del></del>
Food and contrasts from accomment accounts	-				<del> </del>
g Fees and contracts from government agencies		<u> </u>			
2 Membership dues and assessments 3 Interest on savings and temporary cash	<del>                                     </del>	-			
Investments 4 Dividends and interest from securities	<del></del>				
					-
5 Net rental income or (loss) from real estate:					
a Debt-financed property	-				<del> </del>
<ul><li>b Not debt-financed property</li><li>6 Net rental income or (loss) from personal</li></ul>					<del>                                     </del>
, , ,					
property  Other represent treeses				-	
7 Other investment income				-	
8 Gain or (loss) from sales of assets other					
than inventory					
Net income or (loss) from special events     Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a			-		
· · · · · · · · · · · · · · · · · · ·			<del>-   -   -</del>	<del></del>	
	-				
e 12 Subtotal. Add columns (b), (d), and (e)			).	0	. 0.
13 Total. Add line 12, columns (b), (d), and (e)	<u> </u>		<u>'•l                                    </u>		
(See worksheet in line 13 instructions to verify calculations.)				10_	0.
Part XVI-B Relationship of Activities	to the Accon	nplishment of	Exempt P	urposes	
Line No. Explain below how each activity for which inc				d importantly to the acco	emplishment of
the foundation's exempt purposes (other that	n by providing tund:	s for such purposes).			
		_			
			_		
223621					

## Form 990-PF (2012) C/O MICHAEL COVEY 46-0610056 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

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.		Exempt Organ	izations							
Transfers from the reporting foundation to a noncharitable exempt organization of  (2) Other assets  5 Other transactions  (2) Purchases of assets from a noncharitable exempt organization  (3) Renal of facilities, equipment, or other assets  (4) Rembursament arrangements  (5) Loans or fine apuraments  (6) Performance of services or membership or fundrationg solicitations  (6) Performance of services or membership or fundrationg solicitations  (6) Performance of services or membership or fundrationg solicitations  (6) Performance of services or membership or fundration solicities  (6) Performance of services or membership or fundration solicities  (6) Performance of services or membership or fundration solicities  (6) Performance of services or membership or fundration solicities  (6) Performance of services or services solicities  (6) It is accomplished to the goods, other assets, or paid employees  (7) It is accomplished to the goods, other assets, or services received.  (8) Amount involved  (9) Amount involved  (9) Amount involved  (1) Name of noncharitable exempt organization  (9) Amount involved  (1) Amount involved  (1) Name of noncharitable exempt organization  (1) Amount involved  (1) Amount involved  (1) Name of organization  (2) Name of organization  (3) Description of relationship  (4) Description of relationship  (5) Name of organization  (6) Name of organization  (6) Name of organization  (6) Name of organization  (7) Name of organization  (8) Name of organization  (9) Name of organization  (1) Name of organization  (1) Name of organization  (1) Name of organization  (1) Name of organization  (2) Name of organization  (3) Name of organization  (4) Description of relationship  (5) Name of organization  (6) Description of relationship  (6) Description of relationship  (6) Description of relationship  (6) Description of relationship  (6) Description of relationship  (7) Name of Organization  (8) Name of organization  (9) Name of organization  (1) Name of organization  (1) Name of organization  (1) Name	1 Did the	e organization directly or indi	rectly engage in any	of the followin	g with any other organizatio	n described in section	on 501(c) of	ľ	Yes	No
(c) Other transactions:  1) Siels of assets to a noncharitable exempt organization  (1) Siels of assets from a noncharitable exempt organization  (2) Purchase of assets from a noncharitable exempt organization  (3) Remitian of seales, sequencent, or other assets  (4) Remitiance of assets from a noncharitable exempt organization  (5) Loans or loan quarantees  (6) Performance of services or membership or fundraising solicitations  (6) Performance of services or membership or fundraising solicitations  (6) Performance of services or membership or fundraising solicitations  (7) The service of the services of the services of the services or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in codumn (g) the 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 codumn (g) the value of the goods, other assets, or services received.  (a) Amount involved  (b) Amount involved  (c) Name of inortharitable exempt organization  (d) Obscription of relationship  (e) Description of relationship  (ii) Type of organization  (iii) Description of relationship  (iii) Description of rela	the Co	de (other than section 501(c)	)(3) organizations)	or in section 52	7, relating to political organi	izations?				į
(2) Purchases of assets to a noncharitable exempt organization (3) Purchases of assets to an anoncharitable exempt organization (3) Renal of diseases, equipment, or other assets (4) Rembursement arrangements (5) Loans or foan guarantees (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) Performance of services or membership or fundraising solicitations (8) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or membership or fundraising solicitations (9) Performance of services or services or services or services or services or services or services or se	a Transf	Transfers from the reporting foundation to a noncharitable exempt organization of:								İ
Size of assets to a nonchartable exempt organization   1801   X   1802   X   1803   X	(1) C	(1) Cash								_X_
(1) Sales of assets from a noncharable exempt organization (2) Purchases of assets from a noncharable exempt organization (3) Rental of facilities, equipment, or other assets (4) Rembrusement arrangements (5) Loans or floating, equipment, mailing lests, other assets, or paid employes (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) A life is answer for any of the above is "es, complete the following solicitation 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 (4) the value of the goods, other assets, or services received.  2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization (4) Description of worders, wardsactions, and sharing arrangements.  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?  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?  3 If "Yes, complete the following schedule.  3 If "Yes, complete the following schedule.  4 If "Yes, complete the following schedule.  4 If "Yes, complete the following schedule.  5 If "Yes, complete the following schedule.  5 If "Yes, complete the following schedule.  5 If "Yes, complete the following schedule.  6 If "Yes, complete the following schedule.  6 If "Yes, complete the following schedule.  6 If "Yes, complete the following schedule.  7 If "Yes, complete the following schedule.  8 If "Yes, complete the following schedule.  8 If "Yes, complete the following sch	(2) 0	ther assets						1a(2)		_X_
(2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursiament arrangements (5) Loans or lina guarantess (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees (8) The arrange of facilities, equipment, mailing lists, other assets, or paid employees (9) Performance of services or westerness growen by the reporting foundation. If the foundation cerevice lists than fair market value in any transaction or sharing arrangement, show in column (o) the value of the goods, other assets, or services received.  (9) Amount involved (1) Amount involved (1) Amount involved (2) Name of organization (3) Description of viewfilms, and sharing arrangements. Show in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (b) Type of organization (c) Description of relationship  N/A  (c) Description of relationship  N/A  (d) Name of organization (e) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name	<b>b</b> Other	transactions:								
(2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursiament arrangements (5) Loans or lina guarantess (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees (8) The arrange of facilities, equipment, mailing lists, other assets, or paid employees (9) Performance of services or westerness growen by the reporting foundation. If the foundation cerevice lists than fair market value in any transaction or sharing arrangement, show in column (o) the value of the goods, other assets, or services received.  (9) Amount involved (1) Amount involved (1) Amount involved (2) Name of organization (3) Description of viewfilms, and sharing arrangements. Show in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (a) Name of organization (b) Type of organization (c) Description of relationship  N/A  (b) Type of organization (c) Description of relationship  N/A  (c) Description of relationship  N/A  (d) Name of organization (e) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name of organization (f) Description of relationship (f) Name	(1) S	ales of assets to a noncharital	ble exempt organiz	ation				1b(1)		X
(3) Rental of facilities, equipment, or other assets (4) Reimbursonment arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (7) Exhance of facilities, equipment, making lists, other assets, or paid employees (8) It is 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 open by the reporting foundation, if the following schedule. Column (d) the value of the goods, other assets, or services received.  2) Inno no (b) Amount myohed (c) Name of or noncharitable exempt organization (d) Description of reaction, and sharing arrangements.  2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization.  (a) Description of reactions, and sharing arrangements.  2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization.  (b) Amount involved (c) Name of organization (d) Description of reactions, and sharing arrangements.  (e) Description of relationship  (e) Description of relationship  (g) Description of relati	٠,,							1b(2)		
(4) Reimbursement arrangements (5) Coans or lober guarantees (6) Petromanee of services or membership or fundraising solicitations (6) Petromanee of services or membership or fundraising solicitations (8) Petromanee of services or membership or fundraising solicitations (9) Petromanee of services or services guern by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (9) the value of the goods, other assets, or services gevein by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (9) the value of the goods, other assets, or services received.  (a) Limit in (b) Amount involved  (b) Amount involved  (c) Name of nonchardable exempt organization  (d) Description of relationship in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes	(3) R	ental of facilities, equipment,	or other assets	·				1b(3)		X
(6) Performance of services or membership or fundrasing solicitations  (7) Performance of services or membership or fundrasing solicitations  (8) Performance of services or membership or fundrasing solicitations  (8) It was 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 greatly be reported journation. If the column (b) the value of the goods, other assets, or services received.  (a) Lime ro  (b) Amount involved  (c) Name of nonchartable exempt organization  (d) Description of rendering, transactions, and sharing arrangements.  N/A  (a) Lime ro  (b) Amount involved  (c) Name of nonchartable exempt organization  (d) Description of rendering, transactions, and sharing arrangements.  N/A  (e) Performance of the solicity 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?  (e) If "Yes," complete the following schedule.  (g) Tame of organization  (h) Type of organization  (g) Description of relationship  N/A  Sign  Under penalties of persy, 1 declare that have examined the return, including accompanying schedules and statements, and to the best of my knowledge statements are to give, costs, and complete global order or preserve from than tax-eye in shared on air orderination of which prepare the any knowledge statements are to give, costs, and complete global ordering from than tax-eye in shared on air orderination of which prepare the any knowledge statements are to give, costs, and complete global ordering from that tax-eye in shared on air orderination of which prepare the any knowledge statements are to give, costs, and complete the following schedules and international ordering from the best of my knowledge statements, and to the best of my knowledge statements, and to the best of my knowledge statements are to give, costs, and complete the goods, and the statements are to give t	٠,							1b(4)		
(e) Performance of services or membership or fundrisating solicitations  © Sharing of facilities, equipment, mailing lists, other assets, or paid employees  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 (b) the value of the goods, other assets, or services received.    a										
E Sharing of facilities, equipment, mailing lists, other assets, or paid employees  It I was 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 received.  It is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization  N/A  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 52??  If 'Yes,' complete the following schedule.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  If 'Yes, 'complete the following schedule.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A    Divide presidue of payer, if decise that have examined the return, indicating accompanying cabulations at alternation, and in the best of my knowledger    N/A     N/A	<b>\</b> - <b>/</b>	·	embership or fundra	usına solicitatio	ns					
d If the answer to any of the above is "est," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting floudation. 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.  a) I.m. no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements.  N/A  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?  b. If "Yes," complete the following schedule.  (a) Name of organization (b) Type of organization (e) Description of relationship  N/A  (b) Type of organization (e) Description of relationship  N/A  Sign afficient or prepare; focilier that have examined their return, including accompanying schedules and distincted, and to the best of my knowledge and the return of preparer (where the hazayy is based on all information of which preparer has any knowledge and the return of preparer (where the hazayy is based on all information of which preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of which preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge and the return of the preparer has any knowledge.  First same ≥ ALISON TURNER & ASSOCIATES, INC.  First sellow ≥ 23.98 FAIR OAKS BLVD., SUITE 1A  Phone no. 916.873.1492	` '		•	_						
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.    a   Line no   (a)   Amount involved   (b)   Amount involved   (c)   Rame of noncharitable exempt organization   (d)   Description of transfers, transactions, and sharing arrangements		•	- :		•	vays show the fair m	arket value of the goods, oth	ner ass	ets,	
column (d) the value of the goods, other assets, or services received.  a) Line no  (b) Amount involved  (c) Name of noncharitable exempt organization  (d) Description of transfers, transactions, and sharing arrangements  N/A  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?  If Yes, complete the following schedule.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  Under permatres of pergury, i declare that I have examined this return, including accompanying schedules and statements, and to the beat of my knowledge supposed by the strip of the s				_	• •	-			·	
(a) Name of nonchardable exempt organization  N/A  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 52??  If Yes, complete the following schedule.  (a) Name of organization  N/A  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  N/A  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  Name of organization  (c) Description of relationship  N/A  Name of organization  (c) Description of relationship  N/A  Name of organization  (c) Description of relationship  Name in discussion this return with this prepare show the prepare in the same has any knowledge  Name to describe the following accompanying schedules and statements, and to the best of my knowledge  N/A  Name of organization  (b) Type of organization  (c) Description of relationship  Name the discussion this return with the prepare in the following accompanying schedules and statements, and to the best of my knowledge  N/A  No Described or the following accompanying schedules and statements, and to the best of my knowledge  N/A  Name of organization  (b) Type of organization of which prepare has any knowledge  N/A  Name of organization  (c) Description of which prepare which with the prepare in the following accompanying schedules and statemen			2			•				
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  Sign and selection, and complete Sciparation of prepare (other than tax-plying in based on all information of which prepare has any knowledge in the selection with the prepare to the prepare for the selection with the prepare to the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the selection of the selection with the prepare for the selection of the selection with the prepare for the selection of the selection of the selection of the selection with the prepare for the selection of the selection with the prepare for the selection of	(a) Line no				exempt organization	(d) Description	of transfers, transactions, and sh	arıng arr	angeme	ents
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  Sign and selection, and complete Sciparation of prepare (other than tax-plying in based on all information of which prepare has any knowledge in the selection with the prepare to the prepare for the selection with the prepare to the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the prepare for the selection with the prepare for the selection with the prepare for the selection of the selection with the prepare for the selection of the selection with the prepare for the selection of the selection of the selection of the selection with the prepare for the selection of the selection with the prepare for the selection of					<u> </u>	1				
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes						-	<del></del>			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes						<del>                                     </del>	<del></del>			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes			<u> </u>							
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes										
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes		<del></del>		<del></del>						
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes			-							
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes		-								
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes					<del></del>		<del></del> .			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes			<del>                                     </del>							
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes							<u> </u>			
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes			<del> </del>							
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527?    Yes			<u> </u>		<del></del>					
(a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A						zations described		٦.,	T .	٦
(a) Name of organization  N/A    N/A   N/A		' '	•	c)(3)) or in sect	ion 52/7			J Yes	LA	IJNO
N/A  Sign Here  Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer shown below (see instr.)?    Yes   No	b It Yes				(h) Turn of assessment on	<del></del> ,	- December of volctionship			
Sign Here  Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge return with the preparer sturn with the preparer plane below (see instr.)  Signature of officer or trustee  Print/Type preparer's name  Preparer's signature  Date  Check if self- employed  Prim's name ► ALISON TURNER & ASSOCIATES, INC.  Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A  SACRAMENTO, CA 95825  Phone no. 916.873.1492			janization		(b) Type of organization	(	c) Description of relationship	<u> </u>		
Sign Here    Signature of officer or trustee   Date	N/A		-							
Sign Here    Signature of officer or trustee   Date										
Sign Here    Signature of officer or trustee   Date			-							
Sign Here    Signature of officer or trustee   Date						**************************************				
Sign Here    Signature of officer or trustee   Date	_ <del></del>	<del></del>		<u> </u>	<u> </u>					
Here Signature of officer or trustee  Print/Type preparer's name  Preparer's signature  ALISON TURNER  Firm's name ► ALISON TURNER & ASSOCIATES, INC.  Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A  SACRAMENTO, CA 95825  PRESIDENT  Title  Check If PTIN  self- employed  PO0640299  Firm's EIN ► 45-1741710  Phone no. 916.873.1492	l						has any trouvlades May t	he IRS c	discuss	this
Signature of officer or trustee   Date   Title	Sign				·	<b>k</b>	show	. with the n below	e prepar (se <u>e ins</u>	er :tr)?
Paid Preparer   Print/Type preparer's name   Preparer's signature   Date   Check   if self-employed			· Certy	·	3/14/2013	PRESID	ENT	」Yes	L	_ No
Paid Preparer Use Only    ALISON TURNER		Signature of officer or trustee	;							
Paid Preparer Use Only Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A SACRAMENTO, CA 95825 Phone no. 916.873.1492		Print/Type preparer's na	ame	Preparer's s	ignature	Date	<u> </u>			
Preparer Use Only Firm's name ► ALISON TURNER & ASSOCIATES, INC. Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A SACRAMENTO, CA 95825 Phone no. 916.873.1492					8		self- employed			
Use Only  Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A  SACRAMENTO, CA 95825  Phone no. 916.873.1492						05/13/13				
Firm's address ► 2398 FAIR OAKS BLVD., SUITE 1A SACRAMENTO, CA 95825 Phone no. 916.873.1492	_		SON TURN	ER & AS			Firm's EIN ▶ 45-17	417	10	
SACRAMENTO, CA 95825 Phone no. 916.873.1492	Use Or	ily								
SACRAMENTO, CA 95825 Phone no. 916.873.1492		Firm's address ▶ 23	98 FAIR	OAKS BL	VD., SUITE 1	A				
							Phone no. 916.8	73.	149	2
			<del></del>							

	LIST OF OFFICERS, DIRECTORS AND FOUNDATION MANAGERS		STATEMENT 1	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	EXPENSE
MICHAEL COVEY 4115 CRONDALL DRIVE SACRAMENTO, CA 95864	PRESIDENT 5.00	0.	0.	0.
ELEANOR CHISHOLM LANDAUER 220 NORTHWAY BALTIMORE, MD 21218	TREASURER -5.00	0.	0.	0.
CLIFTON COVEY 850 SOUTH SECOND STREET PHILADELPHIA, PA 19147	DIRECTOR 1.00	0.	0.	0.
PAULA QUINT 60 PINEAPPLE STREET APT 5A BROOKLYN, NY 11201	SECRETARY 1.00	0.	0.	0.
JUDITH CHISHOLM 1264 BUCHERT ROAD POTTSTOWN, PA 19464	DIRECTOR 1.00	0.	0.	0.
JOANNE BELL 152 THIRD STREET WOODLAND, CA 95695	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	0.	0.	0.