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

**2012**

Department of the Treasury  
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation <b>ROSS FOUNDATION C/O HAL ROSS</b>		<b>A Employer identification number</b> <b>48-6125814</b>
Number and street (or P O box number if mail is not delivered to street address) <b>100 N BROADWAY</b>	Room/suite <b>455</b>	<b>B Telephone number</b> <b>(316)264-4981</b>
City or town, state, and ZIP code <b>WICHITA, KS 67202-2212</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>4,975,106.</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received			N/A	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	251.	251.		STATEMENT 1
	<b>4</b> Dividends and interest from securities	193,832.	193,832.		STATEMENT 2
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-5,517.			
	<b>b</b> Gross sales price for all assets on line 6a <b>294,345.</b>				
	<b>7</b> Capital gain net income (from Part IV, line 2)		0.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income	-4,132.	-4,132.		STATEMENT 3	
<b>12 Total.</b> Add lines 1 through 11	184,434.	189,951.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.	90,000.	45,000.		45,000.
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees				
	<b>b</b> Accounting fees <b>STMT 4</b>	4,015.	2,007.		2,008.
	<b>c</b> Other professional fees				
	<b>17</b> Interest				
	<b>18</b> Taxes <b>STMT 5</b>	2,552.	2,552.		0.
	<b>19</b> Depreciation and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses <b>STMT 6</b>	138.	118.		20.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	96,705.	49,677.		47,028.
	<b>25</b> Contributions, gifts, grants paid	186,500.			186,500.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	283,205.	49,677.		233,528.	
<b>27</b> Subtract line 26 from line 12	-98,771.				
<b>a</b> Excess of revenue over expenses and disbursements					
<b>b Net investment income</b> (if negative, enter -0-)		140,274.			
<b>c Adjusted net income</b> (if negative, enter -0-)			N/A		

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ROSS FOUNDATION  
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Form 990-PF (2012)

48-6125814 Page 2

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		298,358.	412,146.	390,060.	
	2	Savings and temporary cash investments					
	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 STMT 7		100,364.	101,882.	96,000.	
	b	Investments - corporate stock STMT 8		2,040,520.	1,948,167.	3,360,354.	
	c	Investments - corporate bonds STMT 9		1,297,165.	1,153,743.	1,128,692.	
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)						
16	<b>Total assets (to be completed by all filers)</b>		<b>3,736,407.</b>	<b>3,615,938.</b>	<b>4,975,106.</b>		
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe)					
23	<b>Total liabilities (add lines 17 through 22)</b>		<b>0.</b>	<b>0.</b>			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
27	Capital stock, trust principal, or current funds		2,042,178.	2,042,178.			
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds		1,694,229.	1,573,760.			
30	<b>Total net assets or fund balances</b>		<b>3,736,407.</b>	<b>3,615,938.</b>			
31	<b>Total liabilities and net assets/fund balances</b>		<b>3,736,407.</b>	<b>3,615,938.</b>			

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	3,736,407.
2	Enter amount from Part I, line 27a	2	-98,771.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	3,637,636.
5	Decreases not included in line 2 (itemize) <b>CHANGE IN FUND BALANCE</b>	5	21,698.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>3,615,938.</b>

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Form 990-PF (2012)

**Part IV Capital Gains and Losses for Tax on Investment Income**

1a	(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.)
b	SEE ATTACHED STATEMENTS			
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	294,345.	299,862.	-5,517.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			-5,517.

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	-5,517.
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	N/A

**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	225,075.	4,577,603.	.049169
2010	236,470.	4,694,991.	.050366
2009	273,382.	4,692,791.	.058256
2008	336,129.	5,621,095.	.059798
2007	395,199.	6,944,115.	.056911

2	Total of line 1, column (d)	2	.274500
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	.054900
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,728,920.
5	Multiply line 4 by line 3	5	259,618.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,403.
7	Add lines 5 and 6	7	261,021.
8	Enter qualifying distributions from Part XII, line 4	8	233,528.

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

ROSS FOUNDATION  
C/O HAL ROSS

Form 990-PF (2012)

48-6125814 Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,805.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,805.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	2,805.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,600.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,600.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	205.
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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) <input type="checkbox"/> _____ KS		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ▶ HAL ROSS Telephone no ▶ (316) 264-4981 Located at ▶ 100 N. BROADWAY, SUITE 455, WICHITA, KS ZIP+4 ▶ 67202			
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 ▶	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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 ▶		
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

**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)?  Yes  No  
Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(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
HAL ROSS 100 N. BROADWAY SUITE 455 WICHITA, KS 67202	VICE-PRES. 5.00	30,000.	0.	0.
SUSAN R. SHEETS 8302 BRENTMOOR LANE WICHITA, KS 67206	SEC./TREAS. 5.00	30,000.	0.	0.
WILLIAM M SHEETS 612 CENTRAL STREET KANSAS CITY, MO 64105	DIRECTOR 5.00	30,000.	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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶ 0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,445,682.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	355,252.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	4,800,934.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,800,934.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	72,014.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,728,920.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	236,446.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	236,446.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	2,805.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,805.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	233,641.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	233,641.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	233,641.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	233,528.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	233,528.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	233,528.

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

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				233,641.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			186,318.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 233,528.				
<b>a</b> Applied to 2011, but not more than line 2a			186,318.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				47,210.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				186,431.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

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

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

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

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

HAL ROSS, 316-264-4981  
100 N. BROADWAY, SUITE 455, WICHITA, KS 67202

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

NO PRESCRIBED FORM

**c** Any submission deadlines

NONE

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

NONE

ROSS FOUNDATION

C/O HAL ROSS

Form 990-PF (2012)

48-6125814 Page 11

**Part XV** Supplementary Information (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
BOYS AND GIRLS CLUB OF KC 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	5,000.
BRIDGING THE GAP 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	4,000.
CHILDRENS MERCY OF KC 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	4,000.
CHURCH OF GOD IN CHRIST 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,000.
HARVESTERS COMMUNITY FOOD NETWORK 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	3,000.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				186,500.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ▶ 3b				0.





**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 AINSWORTH LUMBER	P	07/25/08	12/27/12
b BOISE CASCADE	P	VARIOUS	06/01/12
c CINCINNATI BELL	P	02/24/10	12/10/12
d DILLARDS DEPT STORES	P	07/15/03	10/01/12
e DILLARDS INC	P	01/09/06	11/26/12
f KINDER MORGAN	P	07/18/06	09/01/12
g NEXTEL COMMUNICATIONS	P	06/01/04	VARIOUS
h PAYLESS	P	VARIOUS	11/08/12
i PEP BOYS	P	04/11/07	12/18/12
j RJ REYNOLDS	P	05/18/04	06/04/12
k SOLO CUP	P	05/20/08	06/04/12
l LYON WILLIAMS HOMES	P	07/18/05	06/01/12
m LYON WILLIAMS HOMES	P	VARIOUS	03/05/12
n CITIGROUP CAPITAL	P	05/17/10	07/18/12
o FLEET CAPITAL	P	05/17/10	07/26/12

(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 2,206.		891.	1,315.
b 20,000.		19,625.	375.
c 10,117.		10,000.	117.
d 20,000.		20,830.	-830.
e 16,200.		14,925.	1,275.
f 20,000.		19,500.	500.
g 25,000.		25,720.	-720.
h 18,000.		19,430.	-1,430.
i 10,000.		10,000.	0.
j 25,000.		24,380.	620.
k 10,000.		9,400.	600.
l 2,313.		10,000.	-7,687.
m 2,601.		2,313.	288.
n 25,000.		25,495.	-495.
o 52,500.		48,515.	3,985.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,315.
b			375.
c			117.
d			-830.
e			1,275.
f			500.
g			-720.
h			-1,430.
i			0.
j			620.
k			600.
l			-7,687.
m			288.
n			-495.
o			3,985.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3

**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 ORCHARD SUPPLY HARDWARE	P	12/30/11	05/22/12
b SEARS CANADA	P	11/13/12	12/10/12
c KANSAS MO PLND INDL BOND	P	04/21/11	04/03/12
d BANCAMMTG SEC 2003-5	P	VARIOUS	VARIOUS
e BANCAMMTG SEC 2004-5	P	VARIOUS	VARIOUS
f BANCAMMTG SEC 2004-4	P	VARIOUS	VARIOUS
g BANCAMMTG SEC 2004-3	P	VARIOUS	VARIOUS
h KINDER MORGAN	P		
i KINDER MORGAN	P		
j ALLIANCE RESOURCE PARTNERS	P		
k AINSWORTH LUMBER	P	07/25/08	06/01/12
l FRONTIER COMMUNICATIONS	P	07/01/10	11/06/12
m ORCHARD SUPPLY HARDWARE	P	12/30/11	VARIOUS
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 32.		334.	-302.
b 9.		10.	-1.
c 10,100.		10,210.	-110.
d 2,051.		2,036.	15.
e 4,626.		4,627.	-1.
f 12,956.		12,923.	33.
g 4,441.		4,441.	0.
h 139.			139.
i		420.	-420.
j 2.			2.
k 682.		3,366.	-2,684.
l 71.		137.	-66.
m 299.		334.	-35.
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-302.
b			-1.
c			-110.
d			15.
e			-1.
f			33.
g			0.
h			139.
i			-420.
j			2.
k			-2,684.
l			-66.
m			-35.
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	-5,517.
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	N/A

**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
HARVEY COUNTY HISTORICAL MUSEUM 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,660.
KANSAS GAMMA/PHI DELTA FOUNDATION 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	3,000.
KANSAS STATE HISTORICAL SOCIETY 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	2,840.
KC FREE HEALTH CLINIC 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	4,000.
KSU FOUNDATION - COLLEGE OF AGRICULTURE 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	GOVERNMENT	ENDOWMENT	1,000.
KSU FOUNDATION - GM ROSS PROFESSORSHIP 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	GOVERNMENT	ENDOWMENT	5,000.
KU ENDOWMENT - GM ROSS SCHOLARSHIP 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	GOVERNMENT	ENDOWMENT	5,000.
OTTAWA UNIVERSITY 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	ENDOWMENT	5,000.
PLYMOUTH CONGREGATIONAL CHURCH 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	7,500.
SALVATION ARMY 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,000.
<b>Total from continuation sheets</b>				<b>169,500.</b>

**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
SPOFFARD 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	2,500.
TOPEKA COMMUNITY FOUNDATION 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	2,000.
UNITY - LIBRARY AND ARCHIVES PROJECT 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	19,000.
UNITY RI RESTORATION PROJECT 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	5,000.
UNITY SCHOOL - NEMIAH RETREAT 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,500.
WICHITA CHILD GUIDANCE 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	5,000.
WICHITA GRAND OPERA 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	26,000.
BOY SCOUTS OF AMERICA 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	15,000.
PARALYZED VETERANS OF AMERICA 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,000.
WOUNDED WARRIOR PROJECT 100 N BROADWAY SUITE 455 WICHITA, KS 67202	NONE	PUBLIC	OPERATING	1,000.
<b>Total from continuation sheets</b>				



## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	251.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	251.

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

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABBOTT LABORATORIES	5,025.	0.	5,025.
AINSWORTH LUMBER	184.	0.	184.
ALBERTSON'S	1,903.	0.	1,903.
ALLIANCE RES PTNRS	12,488.	0.	12,488.
ALLIANCE RES PTNRS	248.	0.	248.
ALLIANCE RESOURCE	20.	0.	20.
AMERICAN ELECTRIC POWER	2,820.	0.	2,820.
ARCHER-DANIELS	2,321.	0.	2,321.
AT&T	1,300.	0.	1,300.
AT&T	1,760.	0.	1,760.
BANK AMERICA CORP	1,627.	0.	1,627.
BANK AMERICA CORP	1,987.	0.	1,987.
BANK AMERICAN CORP	360.	0.	360.
BANK OF AMERICA	943.	0.	943.
BANK OF AMERICA	1,026.	0.	1,026.
BANK OF AMERICA CORP	1,149.	0.	1,149.
BLACKROCK INCOME TRUST INC	6,984.	0.	6,984.
BOISE CASCADE	2,253.	0.	2,253.
BRISTOL MYERS SQUIBB	2,720.	0.	2,720.
CALAMOS STRATEGIC TOTAL RETURN	1,136.	0.	1,136.
CHIQUITA BRANDS	525.	0.	525.
CINCINNATI BELL	941.	0.	941.
CITIGROUP	20.	0.	20.
CITIGROUP CAPITAL	1,169.	0.	1,169.
CITIZENS BANKING CORP	575.	0.	575.
CLECO	2,600.	0.	2,600.
COLUMBIA HEALTHCARE	750.	0.	750.
CONAGRA INC	3,395.	0.	3,395.
CORE MARK HLDG L-B CO INC	11.	0.	11.
DEAN FOODS	700.	0.	700.
DELAWARE REV PORT AUTH	1,145.	0.	1,145.
DILLARDS	1,570.	0.	1,570.
DILLARDS INC	3,194.	0.	3,194.
DYNEX INC COMMON	1,122.	0.	1,122.
EDISON MISSION ENERGY	775.	0.	775.
EXXON CORP	5,450.	0.	5,450.

FAIRFAX FINANCIAL	3,300.	0.	3,300.
FLEET CAPITAL	2,310.	0.	2,310.
FORD MOTOR CO	700.	0.	700.
FRONTIER COMMUNICATIONS	6.	0.	6.
GENERAL ELECTRIC	500.	0.	500.
GENERAL ELECTRIC	5,107.	0.	5,107.
GENWORTH FINANCIAL INC	757.	0.	757.
GEORGIA PACIFIC	10,395.	0.	10,395.
GMAC	3,329.	0.	3,329.
GUGGENHEIM ADV EQUITY FUND	263.	0.	263.
HARLINGEN ECON DEVELOP	700.	0.	700.
HARRAH'S	650.	0.	650.
HOUSEHOLD FINANCE CORP	923.	0.	923.
INDEPENDENCE KS	811.	0.	811.
INTERNATIONAL BUSINESS MACHINE	6,600.	0.	6,600.
ITT CORP	738.	0.	738.
JC PENNEY INC	297.	0.	297.
KANSAS MO PLND INDL	493.	0.	493.
KINDER MORGAN INC	1,300.	0.	1,300.
KINDER MORGAN INC	12,125.	0.	12,125.
KINDER MORGAN INC	138.	0.	138.
KINDER MORGAN INC	207.	0.	207.
KINDER MORGAN INC	72.	0.	72.
KINDER MORGAN INC	108.	0.	108.
LABETTE CO KS TX RFDG	350.	0.	350.
LEUCADIA NATL CORP	2,100.	0.	2,100.
LEVI STRAUSS	763.	0.	763.
LYON WILLIAM HOMES INC	213.	0.	213.
MDU RESOURCES GROUP INC	5,950.	0.	5,950.
MERCK	1,680.	0.	1,680.
MIDDLESEX COUNTY	3,011.	0.	3,011.
MONSANTO	1,916.	0.	1,916.
NEXTEL COMMUNICATIONS	2,188.	0.	2,188.
NEXTERAENERGY	4,800.	0.	4,800.
NOKIA CORP	403.	0.	403.
OKALOOSA CNTY FL APT REV	938.	0.	938.
OPPENHEIMER INTERN'L BOND FUND	2,396.	0.	2,396.
PAYLESS SHOESOURCE	1,885.	0.	1,885.
PEABODY ENERGY CORP	2,213.	0.	2,213.
PEP BOYS	750.	0.	750.
PEPSICO INC	2,105.	0.	2,105.
PFIZER INC	4,265.	0.	4,265.
PILGRIMS PRIDE CORP	763.	0.	763.
PINNACLE WEST CAP CORP	2,120.	0.	2,120.
PRINCIPAL FINANCIAL GROUP	612.	0.	612.
PROTECTIVE LIFE	738.	0.	738.
RADIOSHACK	675.	0.	675.
RAYTHEON	122.	0.	122.
RJ REYNOLDS TOBACCO	2,756.	0.	2,756.
ROYAL CARIBBEAN CRUISES	2,800.	0.	2,800.
RR DONNELLY & SONS	102.	0.	102.
SEALY MATTRESS CO	413.	0.	413.
SEARS CANADA	141.	0.	141.
SEARS HOLDING	1,967.	0.	1,967.

SEARS ROEBUCK	2,406.	0.	2,406.
SLM CORP	2,048.	0.	2,048.
SOLO CUP CO	682.	0.	682.
SPARTAN US EQUITY FUND	2,459.	0.	2,459.
SUPERVALUE INC	800.	0.	800.
TEMPLETON GLOBAL BOND FUND	574.	0.	574.
TOOLE CNTY UT MUNI BLDG AUTH	1,088.	0.	1,088.
TRAVELER'S	1,110.	0.	1,110.
TXU CORP	2,220.	0.	2,220.
VERIZON	175.	0.	175.
WALGREEN CO	500.	0.	500.
WASHINGTON MUTUAL	169.	0.	169.
WAYNE CNTYL BLDG AUTH JAIL	771.	0.	771.
WESTAR ENERGY	1,374.	0.	1,374.
WHEATON MO NATURAL GAS SYS REV	240.	0.	240.
WIILOUGHBY EASTLAKE OH	466.	0.	466.
WILLIAMS CO'S INC	1,525.	0.	1,525.
ZIMMER HOLDINGS	65.	0.	65.
<b>TOTAL TO FM 990-PF, PART I, LN 4</b>	<b>193,832.</b>	<b>0.</b>	<b>193,832.</b>

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALLIANCE RESOURCE PARTNERS	2,241.	2,241.	
KINDER MORGAN ENERGY PARTNERS, L.P.	-1,062.	-1,062.	
KINDER MORGAN ENERGY PARTNERS, L.P.	-7,192.	-7,192.	
SEC VS BANK OF AMERICA SETTLEMENT PAYMENT	1,881.	1,881.	
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>-4,132.</b>	<b>-4,132.</b>	

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	4,015.	2,007.		2,008.
TO FORM 990-PF, PG 1, LN 16B	4,015.	2,007.		2,008.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL ESTIMATE PAYMENTS	2,552.	2,552.			0.
TO FORM 990-PF, PG 1, LN 18	2,552.	2,552.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SAFE DEPOSIT BOX SECRETARY OF STATE	98. 40.	98. 20.			0. 20.
TO FORM 990-PF, PG 1, LN 23	138.	118.			20.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
MUNICIPAL BONDS		X	101,882.	96,000.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			101,882.	96,000.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			101,882.	96,000.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
COMMON STOCKS	1,694,346.	2,807,143.	
PREFERRED STOCKS	54,185.	58,267.	
INDEX FUNDS	103,481.	116,533.	
LIMITED PARTNERSHIPS	96,155.	378,411.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,948,167.	3,360,354.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BOND FUNDS	218,478.	187,692.	
CORPORATE NOTES	935,265.	941,000.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,153,743.	1,128,692.	