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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

2012

Open to public inspection

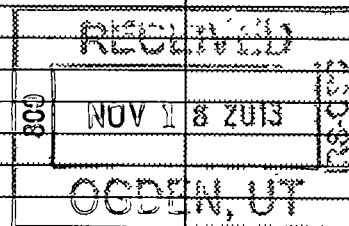
For calendar year 2012 or tax year beginning

, and ending

Name of foundation PROFESSIONAL ATHLETES FOUNDATION		A Employer identification number 52-1205920
Number and street (or P.O. box number if mail is not delivered to street address) 1133 20TH STREET, NW		B Telephone number (202) 756-9100
City or town, state, and ZIP code WASHINGTON, DC 20036		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 23,844,791.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,048,477.			
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		376,502.	376,502.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		585,010.			
b Gross sales price for all assets on line 6a 5,468,499.					
7 Capital gain net income (from Part IV, line 2)			585,010.		
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		4,009,989.	961,512.	0.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages		23,110.	0.	0.	0.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		4,865.	0.	0.	0.
c Other professional fees STMT 3		42,500.	0.	0.	0.
17 Interest					
18 Taxes STMT 4		16,823.	0.	0.	0.
19 Depreciation and depletion		1,920.	0.	0.	
20 Occupancy					
21 Travel, conferences, and meetings		50,595.	0.	0.	0.
22 Printing and publications					
23 Other expenses STMT 5		140,037.	120,367.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		279,850.	120,367.	0.	0.
25 Contributions, gifts, grants paid		1,245,655.			1,245,655.
26 Total expenses and disbursements. Add lines 24 and 25		1,525,505.	120,367.	0.	1,245,655.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		2,484,484.			
b Net investment income (if negative, enter -0-)			841,145.		
c Adjusted net income (if negative, enter -0-)				0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		7,510,533.	8,826,745.	8,826,745.
	3	Accounts receivable	16,683.			
		Less allowance for doubtful accounts		7,217.	16,683.	16,683.
	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	4,106,739.	4,248,057.	4,248,057.
	b	Investments - corporate stock	STMT 8	8,132,142.	9,018,370.	9,018,370.
	c	Investments - corporate bonds				
11	Investments - land, buildings and equipment basis					
	Less accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	1,537,461.	1,715,826.	1,715,826.	
14	Land, buildings, and equipment basis	9,600.				
	Less accumulated depreciation	STMT 10	5,760.	3,840.	3,840.	
15	Other assets (describe PREPAID TAXES)		15,270.	15,270.	15,270.	
16	Total assets (to be completed by all filers)		21,315,122.	23,844,791.	23,844,791.	
Liabilities	17	Accounts payable and accrued expenses		530,631.	6,091.	
	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 STATEMENT 11)		0.	9,825.	
23	Total liabilities (add lines 17 through 22)		530,631.	15,916.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		20,784,491.	23,828,875.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		20,784,491.	23,828,875.		
31	Total liabilities and net assets/fund balances		21,315,122.	23,844,791.		

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	20,784,491.
2	Enter amount from Part I, line 27a	2	2,484,484.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	559,900.
4	Add lines 1, 2, and 3	4	23,828,875.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,828,875.

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 INVESTMENTS	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,468,499.		4,883,489.	585,010.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
a			585,010.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	585,010.
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	1,051,690.	19,477,247.	.053996
2010	1,513,470.	19,645,796.	.077038
2009	1,847,541.	15,180,500.	.121705
2008	1,658,499.	16,346,034.	.101462
2007	1,363,023.	14,226,650.	.095808

2 Total of line 1, column (d)	2	.450009
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	.090002
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	22,209,718.
5 Multiply line 4 by line 3	5	1,998,919.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,411.
7 Add lines 5 and 6	7	2,007,330.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	1,245,655.

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 ☐ 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 ☐ and enter 1% of Part I, line 27b		1	16,823.
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	16,823.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	16,823.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,800.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	14,550.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	25,350.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	43.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,484.	
11 Enter the amount of line 10 to be credited to 2013 estimated tax	11	0.	

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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ DC		
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

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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 ► NFL PLAYERS ASSOCIATION Telephone no ► (202) 756-9100 Located at ► 1133 20TH STREET, NW, WASHINGTON, DC ZIP+4 ► 20036			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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? ☐ Yes ☒ 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? ☒ Yes ☐ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	X
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

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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)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	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 X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	14,379,298.
b	Average of monthly cash balances	1b	8,168,639.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,547,937.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	22,547,937.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	338,219.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,209,718.
6	Minimum investment return. Enter 5% of line 5	6	1,110,486.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,110,486.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	16,823.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	16,823.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,093,663.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,093,663.
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	1,093,663.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,245,655.
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	1,245,655.
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	1,245,655.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,093,663.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	662,876.			
b From 2008	849,256.			
c From 2009	1,094,466.			
d From 2010	545,648.			
e From 2011	88,587.			
f Total of lines 3a through e	3,240,833.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,245,655.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,093,663.
e Remaining amount distributed out of corpus	151,992.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,392,825.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	662,876.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	2,729,949.			
10 Analysis of line 9				
a Excess from 2008	849,256.			
b Excess from 2009	1,094,466.			
c Excess from 2010	545,648.			
d Excess from 2011	88,587.			
e Excess from 2012	151,992.			

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 15	NONE	NA	CHARITABLE CONTRIBUTIONS	258,900.
SEE STATEMENT 15	NONE	NA	EDUCATION GRANTS	47,055.
SEE STATEMENT 15	NONE	NA	GRANTS IN AID	824,700.
SEE STATEMENT 15	NONE	NA	SCHOLARSHIPS	115,000.
Total				3a 1,245,655.
b Approved for future payment				
NONE				
Total				3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	376,502.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	585,010.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			0.		961,512.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 961,512.	

(See worksheet in line 13 instructions to verify calculations)

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

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER SOFTWARE	12/31/09	SL	5.00	16	9,600.			9,600.	3,840.		1,920.
	* TOTAL 990-PF PG 1					9,600.		0.	9,600.	3,840.	0.	1,920.
	DEPR											

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST FROM INVESTMENTS	376,502.	0.	376,502.
TOTAL TO FM 990-PF, PART I, LN 4	376,502.	0.	376,502.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,865.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	4,865.	0.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	42,500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	42,500.	0.	0.	0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	16,823.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	16,823.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	120,367.	120,367.	0.	0.	
MISC	19,670.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	140,037.	120,367.	0.	0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION	AMOUNT		
UNREALIZED DEPPRECIATION IN INVESTMENTS	559,900.		
TOTAL TO FORM 990-PF, PART III, LINE 3	559,900.		

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	
GOVERNMENT OBLIGATIONS	X		4,248,057.	4,248,057.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,248,057.	4,248,057.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,248,057.	4,248,057.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
COMMON STOCKS	9,018,370.		9,018,370.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,018,370.		9,018,370.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN NFL PLAYERS, INC.	FMV	377,985.	377,985.
MUTUAL FUND	FMV	1,337,841.	1,337,841.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,715,826.	1,715,826.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER SOFTWARE	9,600.	5,760.	3,840.
TOTAL TO FM 990-PF, PART II, LN 14	9,600.	5,760.	3,840.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED TAX LIABILITY	0.	9,825.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	9,825.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DEMAURICE SMITH 1133 20TH STREET, NW WASHINGTON, DC 20036	CHAIRMAN 2.00	0.	0.	0.
MAXINE BAKER 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
ANDRE COLLINS 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
NED EHRLICH 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
KEN JOLLY 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
PETER KIRSCH 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
DEWEY MCCLAIN 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
EMERY MOOREHEAD 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
BRIG OWENS 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
CHARLES SWISHER 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS	STATEMENT	13
	PART XVII, LINE 1, COLUMN (D)		

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

PROVIDED MANAGEMENT SERVICES

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

SHARING FACILITIES

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS	STATEMENT	14
	PART XVII, LINE 2, COLUMN (C)		

NAME OF AFFILIATED OR RELATED ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

PHILANTHROPIC ARM OF NFLPA

PROFESSIONAL ATHLETES FOUNDATION

FORM 990PF

DECEMBER 31, 2012

EIN - 52-1205920

STATEMENT 15

Applicant	City, State, Zip	Total	Type
ATAVEUS CASH LEGACY FOUNDATION	Temple Hills, MD 20748	10,000.00	CHARITABLE CONTRIBUTION
CAPITOL MOVEMENT INC	Washington, DC 20011	14,900.00	CHARITABLE CONTRIBUTION
CULTURAL ACADEMY FOR EXCELLENCE	Mitchelville, MD 20721	15,000.00	CHARITABLE CONTRIBUTION
FENCE AT THE TOP INC	Rohnert Park, CA 94927	15,000.00	CHARITABLE CONTRIBUTION
GOALS FOR LIFE	Norwalk, CA 90650-2531	15,000.00	CHARITABLE CONTRIBUTION
GOODIE TWO SHOES FOUNDATION	Las Vegas, NV 89141	15,000.00	CHARITABLE CONTRIBUTION
IM ABLE FOUNDATION	Wyomissing, PA 19610	15,000.00	CHARITABLE CONTRIBUTION
JOHNS HOPKINS UNIVERSITY CENTER FOR BALTIMORE	MD 21205	15,000.00	CHARITABLE CONTRIBUTION
KENARD LANG FOUNDATION	Orlando, FL 32868-0158	5,000.00	CHARITABLE CONTRIBUTION
MARTIN BAYLESS CHARITABLE FOUNDATION	San Diego, CA 92168-0593	14,000.00	CHARITABLE CONTRIBUTION
MARY ELLEN UPPERCO SCHOLAR FOUNDATION	Orlando, FL 32806	10,000.00	CHARITABLE CONTRIBUTION
MEFI FOUNDATION	Gardnerville, NV 89410	6,000.00	CHARITABLE CONTRIBUTION
MENZFIT	Washington, DC 20005	2,000.00	CHARITABLE CONTRIBUTION
PYRAMID ATLANTIC ART CENTER SILVER SPRING	MD 20910	2,000.00	CHARITABLE CONTRIBUTION
SUPER LEADERS, INC	Washington, DC 20052	15,000.00	CHARITABLE CONTRIBUTION
TAHOE FOREST HOSPITAL FOUNDATION	Truckee, CA 96160	25,000.00	CHARITABLE CONTRIBUTION
THE STEPHEN PIERCE FOUNDATION	San Diego, CA 92101	15,000.00	CHARITABLE CONTRIBUTION
THE UPSIDE DOWN FOUNDATION	Sarasota, FL 34276	10,000.00	CHARITABLE CONTRIBUTION
UNC/Center for the Study of Ret Chapel Hill	NC 27514	30,000.00	CHARITABLE CONTRIBUTION
VSA OF INDIANA	Indianapolis, IN 46202	10,000.00	CHARITABLE CONTRIBUTION
		<u>258,900.00</u>	
ADAMS, STEPHON	Clarkston, GA 30021	1,014.68	EDUCATION GRANTS
EALY, BIREN	Houston, TX 77065	2,425.00	EDUCATION GRANTS
JACKSON, LADAIRIS	Dallas, TX 75250	219.11	EDUCATION GRANTS
JENSEN, JIM	Fort Lauderdale, FL 33324	61.75	EDUCATION GRANTS
JOHNSON, JOE	Smyrna, GA 30080	10,890.00	EDUCATION GRANTS
KING, SHAWN	West Monroe, LA 71291	4,138.47	EDUCATION GRANTS
MURPHY, FRANK	Callahan, FL 32011	4,913.50	EDUCATION GRANTS
OFFICE, KENDRICK	Livingston, AL 35470	8,699.00	EDUCATION GRANTS
RISPRESS, DEVIN	Tallahassee, FL 32310	3,620.14	EDUCATION GRANTS

PROFESSIONAL ATHLETES FOUNDATION

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Applicant	City, State, Zip	Total	Type
SMITH, RONALD	Saint Louis, MO 63104	3,637.50	EDUCATION GRANTS
THOMPSON, DERRIUS	Addison, TX 75001	3,347.40	EDUCATION GRANTS
WHITE, REGGIE	Randallstown, MD 21133	4,088.62	EDUCATION GRANTS
		<u>47,055.17</u>	
ADAMS, STEPHON	Clarkston, GA 30021	6,023.94	GRANTS IN AID
ALEXANDER, NAROND	San Antonio, TX 78213	4,950.00	GRANTS IN AID
ARMOUR, JOJUAN	Toledo, OH 43612	8,563.08	GRANTS IN AID
ARNOLD, AMON	Los Angeles, CA 90043	5,291.00	GRANTS IN AID
ATKINS, JAMES H.	Washington, DC 20036	9,230.00	GRANTS IN AID
BARKUM, JEROME	Dallas, TX 75287	5,508.41	GRANTS IN AID
BARZILAUKAS, CARL	Nashville, IN 47448	14,137.50	GRANTS IN AID
BEAVERS, AUBREY	Muskogee, OK 74401	7,640.76	GRANTS IN AID
BERTON, SEAN	Conshohocken, PA 19428	5,111.04	GRANTS IN AID
BOOTY, JOHN	Crofton, MD 21114	8,102.50	GRANTS IN AID
BRADLEY, HENRY	Temecula, CA 92592	578.91	GRANTS IN AID
BRETON, SEAN	(berton?)	904.20	GRANTS IN AID
BROWN, ANTHONY	Alamo, CA 94507	5,579.68	GRANTS IN AID
BROWN, CORWIN	Washington, DC 20036	9,995.18	GRANTS IN AID
CALICO, TYRONE	Smyrna, GA 30080	200.00	GRANTS IN AID
CERQUA, MARQ	Miami Lakes, FL 33014	1,535.38	GRANTS IN AID
CHUNG, EUGENE	Ponte Védra Beach, FL 32082	20,000.00	GRANTS IN AID
CLINKSCALE, FREDERICK	Greenville, SC 29605	14,935.22	GRANTS IN AID
COLEY, JAMES	Jacksonville, FL 32254	1,554.92	GRANTS IN AID
COLLINS, ANTHONY	Winterville, NC 28590	9,563.33	GRANTS IN AID
COPELAND, HORACE	Spring Hill, FL 34609	13,849.61	GRANTS IN AID
CROSBY, CLEVELAND	Pearland, TX 77584	1,199.23	GRANTS IN AID
CROWELL, GERMAINE	Winston Salem, NC 27103	5,020.37	GRANTS IN AID
CURRY, DEMARCUS	Dacula, GA 30019	2,611.26	GRANTS IN AID
CURRY, ERIC	Jacksonville, FL 32225	565.94	GRANTS IN AID
CUTHBERT, RANDALL	Coopersburg, PA 18036	7,776.35	GRANTS IN AID

PROFESSIONAL ATHLETES FOUNDATION

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Applicant	City, State, Zip	Total	Type
CUTHBERT, RANDY	Coopersburg, PA 18036	953.58	GRANTS IN AID
DANIELS, P	Solana Beach, CA 92075	1,033.58	GRANTS IN AID
DINGLE, ADRIAN	San Diego, CA 92123	5,727.43	GRANTS IN AID
DOWNS, MICHAEL	Desoto, TX 75115	5,125.20	GRANTS IN AID
DYER, DEON	Fort Lauderdale, FL 33319	5,704.60	GRANTS IN AID
EASTERLING, RAY	Richmond, VA 23235	2,950.00	GRANTS IN AID
FINNIE, ROGERS	Washington, DC 20036	15,242.00	GRANTS IN AID
FRY, ROBERT	Wilmington, NC 28412	3,083.00	GRANTS IN AID
FULLER, JEFFREY	McKinney, TX 75070	20,869.60	GRANTS IN AID
GARY, KEITH	Washington, DC 20001	25,645.84	GRANTS IN AID
GOODRICH, DWAYNE	The Colony, TX 75056	9,000.00	GRANTS IN AID
GOODWIN, DOUGLAS	North Charleston, SC 29418	8,707.21	GRANTS IN AID
GREEN, ANTHONY	Desoto, TX 75115	2,263.14	GRANTS IN AID
GREEN, DONNIE	Hagerstown, MD 21740	1,679.64	GRANTS IN AID
HARRELL, SAMUEL	Houston, TX 77011	2,376.00	GRANTS IN AID
HARRIS, NICOLAS	Washington, DC 20036	4,024.90	GRANTS IN AID
HILL, DEREK	Los Angeles, CA 90018	14,046.67	GRANTS IN AID
HILL, MARCUS	Ventura, CA 93004	5,376.00	GRANTS IN AID
HOBBS, DARYL	Humble, TX 77346	10,000.00	GRANTS IN AID
HOLMES, JERRY	Hampton, VA 23669	3,000.00	GRANTS IN AID
HOLT, GLENN	Lexington, KY 40502	6,300.00	GRANTS IN AID
HOLT, ISSIAC	Birmingham, AL 35215	4,385.80	GRANTS IN AID
HORNE, JEREMY	Albany, NY 12203	523.75	GRANTS IN AID
HOWARD, WILLIAM	Aurora, CO 80012	9,248.78	GRANTS IN AID
HUFFMAN, DARVELL	Indianapolis, IN 46250	3,885.67	GRANTS IN AID
HUNTER, ANTHONY	Birmingham, AL 35213	7,390.19	GRANTS IN AID
HUNTLEY, RICHARD	Charlotte, NC 28262	5,201.75	GRANTS IN AID
INGRAM, KENNY	Elmwood Park, NJ 07407	9,081.00	GRANTS IN AID
JENKINS, DARNELL	Foxboro, MA 02035	9,823.46	GRANTS IN AID
JENNINGS, MICHAEL	Jacksonville, FL 32244	5,053.00	GRANTS IN AID
JOHNSON, ROBERT E.	Mobile, AL 36695	5,337.54	GRANTS IN AID

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STATEMENT 15

Applicant	City, State, Zip	Total	Type
JONES, MARK	Lutz, FL 33558	5,239.02	GRANTS IN AID
JONES, TEBUCKY	Farmington, CT 06032	3,760.84	GRANTS IN AID
JONES, WILLIE	Indianapolis, IN 46228	3,677.25	GRANTS IN AID
KNIGHT, ROGER	De Forest, WI 53532	4,457.23	GRANTS IN AID
LANGFORD, JEVON	Denver, CO 80205	1,907.60	GRANTS IN AID
LEAF, RYAN	Great Falls, MT 59401	4,188.45	GRANTS IN AID
LEJAY, JIM	Mira Loma, CA 91752	4,920.00	GRANTS IN AID
LEROY, EMARLOS	Jacksonville, FL 32210	3,882.00	GRANTS IN AID
LESEUR, JEREMY	Holly Springs, MS 38635	3,922.83	GRANTS IN AID
LEWIS, PATSY	Spring, TX 77379	200.00	GRANTS IN AID
LOWERY, DOMINIC	Scottsdale, AZ 85258	3,150.00	GRANTS IN AID
MACK, RICO	Athens, GA 30605	3,063.51	GRANTS IN AID
MACK, STACEY	Kissimmee, FL 34747	6,904.30	GRANTS IN AID
MANLEY, JOSEPH	Ellenwood, GA 30294	3,280.89	GRANTS IN AID
MANUEL, RODERICK	Fort Worth, TX 76116	4,328.42	GRANTS IN AID
MARSHALL, DAVID	Duluth, GA 30097	9,919.15	GRANTS IN AID
MARSHALL, WILBUR	Titusville, FL 32796	17,132.51	GRANTS IN AID
MASSAQUOI, ARNOLD	Philadelphia, PA 19144	3,068.00	GRANTS IN AID
MATTHEWS, ERIC	Douglasville, GA 30134	15,607.87	GRANTS IN AID
MAXWELL, VERNON	Tempe, AZ 85284	435.00	GRANTS IN AID
MCCLEARY, NORRIS	Durham, NC 27707	2,857.53	GRANTS IN AID
MCCLOUD, TYRUS	Pompano Beach, FL 33076	2,054.00	GRANTS IN AID
MCCORD, JOHN	Lexington, KY 40505	2,691.30	GRANTS IN AID
MCCOY, ANTHONY	Clermont, FL 34711	20,000.00	GRANTS IN AID
MCCULLOUGH, LAWRENCE	Sterling, VA 20164	15,293.62	GRANTS IN AID
MCINERNEY, SEAN	Jacksonville Beach, FL 32250	15,804.85	GRANTS IN AID
MCMILLAN, ERIK	Conyers, GA 30094	7,051.97	GRANTS IN AID
MERRILL, MARK	Saint Paul, MN 55112	9,022.95	GRANTS IN AID
MILLIGAN, HANIK	Arlington, TX 76002	504.60	GRANTS IN AID
MITCHELL, QASIM	Spokane, WA 99203	3,940.00	GRANTS IN AID
MORGAN, ANTHONY	Vernon Hills, IL 60061	9,827.19	GRANTS IN AID

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Applicant	City, State, Zip	Total	Type
MORTON, CHRISTIAN	Roswell, GA 30076	11,147.60	GRANTS IN AID
MUHAMMAD, TIMOTHY	Orlando, FL 32808	5,000.00	GRANTS IN AID
NORWOOD, SCOTT	Aldie, VA 20105	11,202.82	GRANTS IN AID
OBEN, ROMEN	Butler, NJ 07405	20,000.00	GRANTS IN AID
PRUITT, JAMES	Miami Gardens, FL 33056	15,518.34	GRANTS IN AID
RISPRESS, DEVIN	Tallahassee, FL 32310	1,592.00	GRANTS IN AID
ROLLER, DAVID	Suwanee, GA 30024	5,700.72	GRANTS IN AID
SANDUSKY, MICHAEL	Naples, FL 34120	4,030.00	GRANTS IN AID
SCHUMACHER, GREG	Palm Coast, FL 32137	200.00	GRANTS IN AID
SCOTT, DEQUINCY	Pearl, MS 39208	17,091.08	GRANTS IN AID
SCROGGINS, TRACEY	Hollywood, FL 33019	7,500.00	GRANTS IN AID
SHAW, RICKY	Winter Garden, FL 34787	4,426.70	GRANTS IN AID
SIMMONS, EDWARD	Manassas, VA 20111	20,000.00	GRANTS IN AID
SMALL, GERDA	Dearborn Heights, MI 48127	8,511.87	GRANTS IN AID
SMITH, RON	Denver, CO 80234	9,502.25	GRANTS IN AID
SOREY, REVIE	Chicago, IL 60611	5,522.69	GRANTS IN AID
SPIKES, IRVING	Gautier, MS 39553	4,886.78	GRANTS IN AID
SUTHERLAND, V	Lake Worth, FL 33467	589.38	GRANTS IN AID
SUTTON, REGGIE	Orlando, FL 32808	3,600.00	GRANTS IN AID
TAYLOR, EMANUEL	Washington, DC 20036	7,408.92	GRANTS IN AID
TAYLOR, JAY	Gilbert, AZ 85299	330.52	GRANTS IN AID
THOMAS, JOEY	Seattle, WA 98168	4,413.66	GRANTS IN AID
THOMAS, LAVALE	Sacramento, CA 95822	4,674.67	GRANTS IN AID
THOMAS, MARVIN	Pontiac, MI 48341	3,141.00	GRANTS IN AID
TOLBERT, WILLIE	Duluth, GA 30097	13,281.50	GRANTS IN AID
TROUPE, BENJAMIN	Swainsboro, GA 30401	4,575.00	GRANTS IN AID
VAUGHN, CLARENCE	Leesburg, VA 20175	3,075.00	GRANTS IN AID
VOLLERS, KURT	Dallas, TX 75287	5,316.52	GRANTS IN AID
WALTON, TIMOTHY	Detroit, MI 48214	1,243.53	GRANTS IN AID
WEATHERSPOON, CEPHUS	Santa Ana, CA 92704	17,051.00	GRANTS IN AID
WEBB, JEFFERY	La Quinta, CA 92253	1,889.12	GRANTS IN AID

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STATEMENT 15

Applicant	City, State, Zip	Total	Type
WHITTINGTON, ARTHUR	Los Angeles, CA 90056	7,570.76	GRANTS IN AID
WILLIAMS, BRANDON	Fortuna, MO 65034	4,092.22	GRANTS IN AID
WILLIAMS, RICKY	Duncanville, TX 75116	5,413.40	GRANTS IN AID
WOODS, DON	Albuquerque, NM 87121	1,580.30	GRANTS IN AID
WOODS, DONALD	Albuquerque, NM 87121	3,940.00	GRANTS IN AID
WRIGHTSTER, GEORGE	Porter Ranch, CA 91326	4,120.66	GRANTS IN AID
		<u>824,700.03</u>	
BELLO, MARIA	Port Arthur, TX 77640	2,500.00	SCHOLARSHIP
BENSON, CHARLES E	Tampa, FL 33612	2,500.00	SCHOLARSHIP
BRINSON, ANNA	Knoxville, TN 37934	2,500.00	SCHOLARSHIP
BROWN, CALVIN	Washington, DC 20011	2,500.00	SCHOLARSHIP
BRYANT, ALEXANDRA	Baltimore, MD 21045	2,500.00	SCHOLARSHIP
BURCHARD, KENDALL	Reno, NV 89519	2,500.00	SCHOLARSHIP
CASSATT, RACHELLE	Buffalo, NY 14222	2,500.00	SCHOLARSHIP
CASTRO, ROGELIO	Detroit, MI 48209	2,500.00	SCHOLARSHIP
DEVILBISS, MATTHEW	Brookville, OH 45309	2,500.00	SCHOLARSHIP
FINLEY, QUAVADAS	Atlanta, GA 30314	2,500.00	SCHOLARSHIP
FISHER, MICHAEL	San Diego, CA 92114	2,500.00	SCHOLARSHIP
FORD, ALEXIS	Seattle, WA 98118	2,500.00	SCHOLARSHIP
FULLER, JOSEPH	Seattle, WA 98118	2,500.00	SCHOLARSHIP
GONZALEZ, RUBEN	Chicago, IL 60609	2,500.00	SCHOLARSHIP
GRANT, KELSEY	Windermere, FL 34786	2,500.00	SCHOLARSHIP
GREEN, NIA	Matteson, IL 60443	2,500.00	SCHOLARSHIP
HAGER, PAUL	Utica, OH 43080	2,500.00	SCHOLARSHIP
HALLER, KELSEY	Granville, OH 43023	2,500.00	SCHOLARSHIP
HAWKINS, KAYLA	Hamilton, OH 45013	2,500.00	SCHOLARSHIP
HENDERSHOT, MEGAN	St. Clairsville, OH 43950	2,500.00	SCHOLARSHIP
HINTENLANG, LAUREN	Archer, FL 32618	2,500.00	SCHOLARSHIP
KASRA, MADELINE	Waverly, NE 68462	2,500.00	SCHOLARSHIP
KOLAR, KARA	Chester Springs, PA 19425	2,500.00	SCHOLARSHIP

PROFESSIONAL ATHLETES FOUNDATION

FORM 990PF

DECEMBER 31, 2012

EIN - 52-1205920

STATEMENT 15

Applicant	City, State, Zip	Total	Type
KREATSOULAS, DANIEL	Poland, OH 44514	2,500.00	SCHOLARSHIP
LANGLEY, DALTON	Springer, OK 73458	2,500.00	SCHOLARSHIP
MCGINLEY, SEAN	Reno, NV 89511	2,500.00	SCHOLARSHIP
MEHLBERG, SAM	De Pere, WI 54115	2,500.00	SCHOLARSHIP
MOSLEY, DEAN	Orlando, FL 32828	2,500.00	SCHOLARSHIP
MURPH, DILLON	Bryceville, FL 32009	2,500.00	SCHOLARSHIP
OLIVER, KEALEY	Moore, OK 73160	2,500.00	SCHOLARSHIP
ONKEN, SARAH	Brownstown, IN 47220	2,500.00	SCHOLARSHIP
REINHART, DALTON	Tellico Plains, TN 37385	2,500.00	SCHOLARSHIP
ROSARIO, TANIA	Bronx, NY 10467	2,500.00	SCHOLARSHIP
RUIZ, JENNIFER	Clearwater, FL 33764	2,500.00	SCHOLARSHIP
SCHWARTZ, MICHAEL	Norfolk, NE 68701	2,500.00	SCHOLARSHIP
SIMS, CLEVELAND	Houston, TX 77045	2,500.00	SCHOLARSHIP
SISTRUN, MARCUS	Philadelphia, PA 19119	2,500.00	SCHOLARSHIP
STONE, DYLAN MICHAEL	Bandera, TX 78003	2,500.00	SCHOLARSHIP
TAYLOR, KORRAL	San Diego, CA 92114	2,500.00	SCHOLARSHIP
THOMAS, JEROME	Buffalo, NY 14212	2,500.00	SCHOLARSHIP
TONER, COLE	Greenwood, IN 46143	2,500.00	SCHOLARSHIP
TORAL, LUCERO	Detroit, MI 48210	2,500.00	SCHOLARSHIP
WAWIORKA, ANNA	Oconto Falls, WI 54154	2,500.00	SCHOLARSHIP
WEATHERS, ELI	Mineral Wells, TX 76067	2,500.00	SCHOLARSHIP
WHITFIELD, DALLAS	Throckmorton, TX 76483	2,500.00	SCHOLARSHIP
WRIGHT, ANTOINE	Catonsville, MD 21228	2,500.00	SCHOLARSHIP
		<u>115,000.00</u>	