



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



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

2012

Open to Public Inspection

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation RAYMOND B. PRESTON FAMILY FOUNDATION		A Employer identification number 52-1676236
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 5		B Telephone number (see instructions) (270) 831-1544
City or town, state, and ZIP code HENDERSON, KY 42419-0005		C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 10,268,637.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books 210,000.
Revenue		(b) Net investment income 255,337.
1 Contributions, gifts, grants, etc., received (attach schedule)		(c) Adjusted net income 538,958.
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B		(d) Disbursements for charitable purposes (cash basis only) ATCH 1
3 Interest on savings and temporary cash investments		50,000.
4 Dividends and interest from securities		50,000.
5 a Gross rents		50,000.
b Net rental income or (loss)		50,000.
6 a Net gain or (loss) from sale of assets not on line 10		50,000.
b Gross sales price for all assets on line 6a 2,569,440.		50,000.
7 Capital gain net income (from Part IV, line 2)		50,000.
8 Net short-term capital gain		50,000.
9 Income modifications		50,000.
10 a Gross sales less returns and allowances		50,000.
b Less Cost of goods sold		50,000.
c Gross profit or (loss) (attach schedule)		50,000.
11 Other income (attach schedule) ATCH 2		50,000.
12 Total. Add lines 1 through 11		50,000.
13 Compensation of officers, directors, trustees, etc		50,000.
14 Other employee salaries and wages		50,000.
15 Pension plans, employee benefits		50,000.
16 a Legal fees (attach schedule)		50,000.
b Accounting fees (attach schedule) ATCH 3		50,000.
c Other professional fees (attach schedule) *		50,000.
17 Interest		50,000.
18 Taxes (attach schedule) (see instructions) ATCH 5		50,000.
19 Depreciation (attach schedule) and depletion		50,000.
20 Occupancy		50,000.
21 Travel, conferences, and meetings		50,000.
22 Printing and publications		50,000.
23 Other expenses (attach schedule) ATCH 6		50,000.
24 Total operating and administrative expenses		50,000.
Add lines 13 through 23		50,000.
25 Contributions, gifts, grants paid		50,000.
26 Total expenses and disbursements. Add lines 24 and 25		50,000.
27 Subtract line 26 from line 12.		50,000.
a Excess of revenue over expenses and disbursements		50,000.
b Net investment income (if negative, enter -0-)		50,000.
c Adjusted net income (if negative, enter -0-)		50,000.

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	212,547.	210,000.	210,000.
	2	Savings and temporary cash investments	468,893.	423,575.	423,575.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►	71,614.		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule). **	2,082,018.	2,126,313.	2,357,137.
	b	Investments - corporate stock (attach schedule) ATCH 8	3,196,881.	3,135,323.	3,999,737.
	c	Investments - corporate bonds (attach schedule) ATCH 9	310,819.	425,626.	459,089.
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation ► (attach schedule)	957.		
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 10	1,906,570.	2,408,181.	2,819,099.
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation ► (attach schedule)			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,250,299.	8,729,018.	10,268,637.
	17	Accounts payable and accrued expenses	3,051.	216.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	3,051.	216.	
		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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds	1,000,000.	1,000,000.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	1,278,612.	1,278,612.	
	29	Retained earnings, accumulated income, endowment, or other funds	5,968,636.	6,450,190.	
	30	Total net assets or fund balances (see instructions)	8,247,248.	8,728,802.	
	31	Total liabilities and net assets/fund balances (see instructions)	8,250,299.	8,729,018.	

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	8,247,248.
2	Enter amount from Part I, line 27a	2	481,554.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	8,728,802.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,728,802.

**ATCH 7

Form 990-PF (2012)

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(I) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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	538,958.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	291,797.	9,306,233.	0.031355
2010	205,776.	8,410,697.	0.024466
2009	229,720.	7,410,376.	0.031000
2008	308,171.	6,825,828.	0.045148
2007	365,491.	6,105,136.	0.059866
2 Total of line 1, column (d)			2 0.191835
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.038367
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 9,796,738.
5 Multiply line 4 by line 3			5 375,871.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,466.
7 Add lines 5 and 6			7 383,337.
8 Enter qualifying distributions from Part XII, line 4			8 511,965.
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			

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 . . .	}	1	7,466.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			2	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .		3	7,466.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).	4	0	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	7,466.	
3	Add lines 1 and 2 . . .	7	9,420.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	8		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .	9		
6	Credits/Payments	10	1,954.	
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	11		
b	Exempt foreign organizations - tax withheld at source . . .			
c	Tax paid with application for extension of time to file (Form 8868) . . .			
d	Backup withholding erroneously withheld . . .			
7	Total credits and payments Add lines 6a through 6d . . .			
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . .			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . ►			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ►			
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ► 1,954. Refunded ►			

Part VII-A Statements Regarding Activities

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? . . .	}	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .		X	
1c	<i>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</i>		X	
2	Did the foundation file Form 1120-POL for this year? . . .		X	
3	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		X	
4a	Enter the amount (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		X	
4b			X	
5	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>		X	
6	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? <i>If "Yes," attach a conformed copy of the changes</i>		X	
7	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . <i>If "Yes," has it filed a tax return on Form 990-T for this year?</i>		X	
8a	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T</i>		X	
8b	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	
9	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		X	
10	Enter the states to which the foundation reports or with which it is registered (see instructions) ► KY, MD, . . . <i>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 . . .</i>		X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>SCOTT P DAVIS</u> Telephone no ► <u>270-831-1544</u> Located at ► <u>PO BOX 5 HENDERSON, KY</u> ZIP+4 ► <u>42419-0005</u>		
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 ► <u>15</u>		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, 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 <input checked="" type="checkbox"/> No <input type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	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))		
2a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2b	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)		
2c	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
3b	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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
4b	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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? (see instructions)		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE		0	0	0

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 11		50,203.

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See instructions		
3	NONE	
Total. Add lines 1 through 3 ►		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	9,443,761.
b	Average of monthly cash balances	1b	502,166.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9,945,927.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,945,927.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	149,189.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,796,738.
6	Minimum investment return. Enter 5% of line 5	6	489,837.

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	489,837.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	7,466.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,466.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	482,371.
4	Recoveries of amounts treated as qualifying distributions	4	50,000.
5	Add lines 3 and 4	5	532,371.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	532,371.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.	1a	511,965.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	511,965.
b	Cash distribution test (attach the required schedule)	5	7,466.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	504,499.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				532,371.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007	69,161.			
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	69,161.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 511,965.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				511,965.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a))	20,406.			20,406.
6 Enter the net total of each column as indicated below:	48,755.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	48,755.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

NOT APPLICABLE

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATCH 12				
Total			► 3a	482,606.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	255,337.	
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	538,958.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 13				51,593.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				845,888.	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to assist calculations.)			13		845,888.

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes (See Worksheet in line 13 instructions to verify calculations.)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets	1a(1) 1a(2)	X X
b	Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations	1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6)	X X X X X X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**


Signature of officer or trustee

7.09.13

▶ Adria. mrs.

May the IRS discuss this return
with the preparer shown below
(see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name SIDNEY I. DILL, CPA	Preparer's signature 	Date 7/3/13	Check <input type="checkbox"/> if self-employed	PTIN P01262937
	Firm's name ► BKD, LLP	Firm's EIN ► 44-0160260			
	Firm's address ► P O BOX 628 EVANSVILLE, IN	47704-0628	Phone no 812-428-6500		

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See Instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	OHIO VALLEY BANCORP PO BOX 5 HENDERSON, KY 42419	\$ 210,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	-----	\$ -----	-----

Name of organization RAYMOND B. PRESTON FAMILY FOUNDATION

Employer identification number

52-1676236

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$

Use duplicate copies of Part III if additional space is needed

11.7. *Scutellaria* 11.8. *Scutellaria*

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

CAPITAL GAINS AND LOSSES FOR INVESTMENT INCOME						P or D	Date acquired	Date sold			
Kind of Property		Description									
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)				
2,452,659.		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					52,596.				
		PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS					
		PROPERTY TYPE: SECURITIES					475,193.				
		1,977,466.									
		PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS					
38,829.		PROPERTY TYPE: SECURITIES					5,922.				
		32,907.									
25,356.		PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS					
		PROPERTY TYPE: SECURITIES					5,247.				
TOTAL GAIN (LOSS)							<u>538,958.</u>				

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIESATTACHMENT 1

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST INCOME	122,402.	122,402.
ACCRUED INTEREST PURCHASED	-2,053.	-2,053.
DIVIDEND INCOME	126,907.	126,907.
RESTRICTED INCOME FBO -WKU	8,081.	8,081.
 TOTAL	 <u>255,337.</u>	 <u>255,337.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MISCELLANEOUS INCOME	2,550.	2,550.
RECOVERY OF CHARITABLE CONTRIBUTION	50,000.	
DISPOSAL OF EQUIPMENT	-957.	
 TOTALS	 <u>51,593.</u>	 <u>2,550.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	2,420.			2,420.
TOTALS	<u>2,420.</u>			<u>2,420.</u>

ATTACHMENT 3

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT FEES	50,203.	50,203.	18,000.
MISC PROFESSIONAL SERVICES	18,000.		
TOTALS	<u>68,203.</u>	<u>50,203.</u>	<u>18,000.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
BALANCE DUE 2011 990-PF	4,746.
2012 ESTIMATES	7,420.
TOTALS	<u>12,166.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
DUES & SUBSCRIPTIONS	970.	970.
TRAINING EXPENSE	646.	646.
INSURANCE	789.	789.
STATE FILING FEE	15.	15.
TOTALS	<u><u>2,420.</u></u>	<u><u>2,420.</u></u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE DETAIL-W KY FBO PRESTON	15,055.	17,394.
SEE DETAIL-W KY FBO PRESTON	15,055.	17,394.
SEE DETAIL-W KY STUDENT DVLP	19,943.	21,018.
SEE DETAIL-PRESTON FAM FDN	2,076,260.	2,301,331.
SEE DETAIL-PRESTON FAM FDN		
US OBLIGATIONS TOTAL	<u>2,126,313.</u>	<u>2,357,137.</u>

ATTACHMENT 7ATTACHMENT 7

SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-W KY STUDENT DVLP
SEE DETAIL-PRESTON FAM FDN
SEE DETAIL-PRESTON FAM FDN

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
	3,135,323.	3,999,737.
	<u>3,135,323.</u>	<u>3,999,737.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-PRESTON FAMILY FDN
SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
14,652.		16,873.
388,835.		420,196.
22,139.		22,020.
		<u>459,089.</u>
	<u>425,626.</u>	

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

SEE DETAIL-W KY FBO PRESTON
SEE DETAIL-W KY STUDENT DEV
SEE DETAIL-PRESTON FAMILY FDN

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
SEE DETAIL-W KY FBO PRESTON	166,226.	219,818.
SEE DETAIL-W KY STUDENT DEV	165,652.	236,351.
SEE DETAIL-PRESTON FAMILY FDN	2,076,303.	2,362,930.
	<u><u>2,408,181.</u></u>	<u><u>2,819,099.</u></u>

ATTACHMENT 10

Report Date: **May 10, 2013**Time Prepared: **04:36:16 PM**Requested By: **KAREN JOHNSON**Includes: **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION****OHIO VALLEY FINANCIAL GROUP****Account Holdings as of 12/31/2012**

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
TAX-EXEMPT MUNICIPAL BDS & NTS						
02765UCU6	AM 5.514% 2/15/21 TX	50,000.0000	50,001.54	113.02	56,510.00	12/31/2012
02765UCW2	AM 5.814% 2/15/23 TX	50,000.0000	50,000.00	111.62	55,810.00	12/31/2012
035438CD0	ANN 5.4% 5/1/23 TXBL	50,000.0000	49,998.00	116.256	58,128.00	12/31/2012
068524EW3	BAR 5.370% 12/15/24	40,000.0000	40,489.07	111.336	44,534.40	12/31/2012
077006EN0	BEE 5.700% 08/01/23	50,000.0000	50,001.14	112.506	56,253.00	12/31/2012
091096CV7	BIRM 3.463% 01/01/17	50,000.0000	49,500.00	105.452	52,726.00	12/31/2012
102885GV6	BOWL 5.480% 06/01/21	100,000.0000	100,000.00	116.551	116,551.00	12/31/2012
118631AL4	BUCK 3.680% 12/15/22	50,000.0000	50,000.00	106.908	53,454.00	12/31/2012
134041EF5	CAM 6.25% 8/1/26 TXB	50,000.0000	50,038.50	120.351	60,175.50	12/31/2012
145217CJ2	CAR 6.000% 12/01/26	35,000.0000	35,000.00	113.992	39,897.20	12/31/2012
158249JK9	CHA 4% 06/01/17 TXBL	100,000.0000	100,813.00	111.622	111,622.00	12/31/2012
167486ME6	CHI 5.114% 12/01/25	25,000.0000	27,776.00	109.455	27,363.75	12/31/2012
16753XAG7	CH 4.41% 1/1/17 TXBL	100,000.0000	100,000.00	105.344	105,344.00	12/31/2012
221039CK4	CORY 5.500% 01/15/24	50,000.0000	50,000.00	114.738	57,369.00	12/31/2012
299620ED2	EV 5.9% 7/15/26 TXBL	50,000.0000	51,575.00	113.74	56,870.00	12/31/2012
312432RW9	FAYE 5.125% 06/01/22	50,000.0000	49,234.27	110.543	55,271.50	12/31/2012
349035KE4	FT 6% 08/01/24 TXBL	50,000.0000	50,002.00	114.76	57,380.00	12/31/2012
389102HX5	GRAV 5.600% 06/01/20	50,000.0000	50,002.85	116.644	58,322.00	12/31/2012
424794BY0	HEND 4.400% 11/01/22	50,000.0000	49,997.50	111.741	55,870.50	12/31/2012
452024GP1	IL 5.728% 2/1/18 TXB	25,000.0000	25,805.19	116.438	29,109.50	12/31/2012
452152BH3	IL 5.363% 2/1/19 TXB	100,000.0000	100,000.00	110.359	110,359.00	12/31/2012
472904P21	JEFF 5.125% 11/01/29	100,000.0000	100,971.00	108.368	108,368.00	12/31/2012
47689RQA0	JESS 6.350% 08/01/27	50,000.0000	50,010.50	113.277	56,638.50	12/31/2012
491089PU6	KEN 4.85% 9/1/18 TXB	50,000.0000	50,363.87	114.289	57,144.50	12/31/2012
49151E3Q4	KYST 4.004% 08/01/13	50,000.0000	50,001.93	102.015	51,007.50	12/31/2012
518651PB4	LAU 5.65% 8/1/22 TXB	50,000.0000	50,003.01	116.885	58,442.50	12/31/2012
546585EB2	LO 5.15% 11/15/25 TX	25,000.0000	25,000.57	120.915	30,228.75	12/31/2012
590545TE9	MESA 3.919% 07/01/24	25,000.0000	25,354.75	104.411	26,102.75	12/31/2012
597502BE2	MI 5.355% 5/15/19 TX	25,000.0000	25,675.00	116.854	29,213.50	12/31/2012
616640CC0	MOR 5.6% 11/1/22 TXB	50,000.0000	49,995.66	111.709	55,854.50	12/31/2012
649902KR3	NYST 5.500% 12/15/13	15,000.0000	15,429.66	104.514	15,677.10	12/31/2012
65888UAG8	ND 4.9% 10/01/16 TXB	25,000.0000	25,310.00	109.644	27,411.00	12/31/2012
691021KS7	OWEN 5.030% 01/01/22	50,000.0000	50,000.00	109.446	54,723.00	12/31/2012
770565AZ2	ROBT 4.500% 09/01/27	50,000.0000	50,000.00	107.387	53,693.50	12/31/2012
777543TH2	ROSE 3.250% 12/01/18	75,000.0000	77,296.50	103.537	77,652.75	12/31/2012
787760JF5	ST IL 4.95% 12/15/22	100,000.0000	100,955.00	108.61	108,610.00	12/31/2012
935007QT4	WARR 8.000% 06/01/24	50,000.0000	49,658.50	114.445	57,222.50	12/31/2012
987720CU1	YOUN 4.959% 12/15/18	100,000.0000	100,000.00	114.42	114,420.00	12/31/2012
Total	TAX-EXEMPT MUNICIPAL BDS & NT	2,065,000.0000	2,076,260.01		2,301,330.70	

CORPORATE BDS & NTS

172967EH0	CITI 6 000% 08/15/17	25,000.0000	24,750.43	117.815	29,453.75	12/31/2012
189054AS8	CLO 3.800% 11/15/21	50,000.0000	51,950.50	108.90	54,450.00	12/31/2012
191216AM2	COCA 4.875% 03/15/19	25,000.0000	25,051.32	119.281	29,820.25	12/31/2012
369604BC6	GE 5.250% 12/06/17	30,000.0000	29,403.00	117.915	35,374.50	12/31/2012
36962G4T8	GE 2 250% 11/09/15	50,000.0000	48,867.00	103.271	51,635.50	12/31/2012
36962GZY3	GE 5.450% 01/15/13	20,000.0000	20,150.41	100.172	20,034.40	12/31/2012
38143USB8	GOL 1.27310% 02/7/14	50,000.0000	48,875.00	100.292	50,146.00	12/31/2012
40429CFV9	HSBC .52710% 1/15/14	50,000.0000	48,328.00	99.695	49,847.50	12/31/2012
87612EAP1	TARG 5.375% 05/01/17	25,000.0000	24,795.00	117.712	29,428.00	12/31/2012
929903CH3	WACH 5.625% 10/15/16	15,000.0000	15,024.37	114.653	17,197.95	12/31/2012
961214BN2	WEST 3.000% 08/04/15	50,000.0000	51,640.00	105.617	52,808.50	12/31/2012

Report Date: **May 10, 2013**
 Time Prepared: **04:36:16 PM**
 Requested By: **KAREN JOHNSON**
 Includes: **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2012

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
Total	CORPORATE BDS & NTS	390,000.0000	388,835.03		420,196.35	
COMMON STOCK - LARGE CAP						
001055102	AFLAC	1,200.0000	46,785.70	53.12	63,744.00	12/31/2012
00206R102	AT&T INC.	1,000.0000	29,718.61	33.71	33,710.00	12/31/2012
002824100	ABBOTT LABORATORIES	1,200.0000	66,175.92	55.50	78,600.00	12/31/2012
02209S103	ALTRIA GROUP INC	1,100.0000	23,073.48	31.44	34,584.00	12/31/2012
037411105	APACHE CORPORATION	500.0000	39,059.59	78.50	39,250.00	12/31/2012
037833100	APPLE INC.	425.0000	70,411.51	532.1729	226,173.48	12/31/2012
053015103	AUTO DATA PROCESSING	500.0000	18,877.75	56.93	28,465.00	12/31/2012
075896100	BED BATH & BEYOND	1,000.0000	64,855.09	55.91	55,910.00	12/31/2012
09253U108	BLACKSTONE GROUP LP	1,000.0000	13,959.80	15.59	15,590.00	12/31/2012
111320107	BROADCOM CORP	1,300.0000	45,264.98	33.21	43,173.00	12/31/2012
149123101	CATERPILLAR INC	1,200.0000	50,939.41	89.6085	107,530.20	12/31/2012
151020104	CELGENE CORP	600.0000	43,286.05	78.47	47,082.00	12/31/2012
166764100	CHEVRON CORP	50.0000	5,384.50	108.14	5,407.00	12/31/2012
17275R102	CISCO SYSTEMS	1,700.0000	36,370.90	19.6494	33,403.98	12/31/2012
172967424	CITIGROUP INC NEW	1,500.0000	78,930.15	39.56	59,340.00	12/31/2012
194162103	COLGATE PALMOLIVE CO	300.0000	26,158.05	104.54	31,362.00	12/31/2012
20825C104	CONOCOPHILLIPS	400.0000	17,981.70	57.99	23,196.00	12/31/2012
25179M103	DEVON ENERGY CORP	700.0000	53,388.53	52.04	36,428.00	12/31/2012
254687106	DISNEY (WALT) CO	800.0000	23,200.27	49.79	39,832.00	12/31/2012
26441C204	DUKE ENERGY HLDG COR	500.0000	28,042.05	63.80	31,900.00	12/31/2012
268648102	EMC CORPORATION	400.0000	9,860.00	25.30	10,120.00	12/31/2012
30161N101	EXELON CORP	500.0000	18,240.00	29.74	14,870.00	12/31/2012
30219G108	EXPRESS SCRIPTS HOLD	400.0000	21,320.28	54.00	21,600.00	12/31/2012
30231G102	EXXON MOBIL CORP	800.0000	47,687.07	86.55	69,240.00	12/31/2012
30303M102	FACEBOOK INC	900.0000	29,064.73	26.6197	23,957.73	12/31/2012
35671D857	FREEPORT-MCMORAN COP	600.0000	11,265.34	34.20	20,520.00	12/31/2012
369550108	GENERAL DYNAMICS	300.0000	20,573.53	69.27	20,781.00	12/31/2012
369604103	GEN ELECTRIC COM	3,000.0000	28,791.84	20.99	62,970.00	12/31/2012
370334104	GENERAL MLS INC	1,400.0000	35,437.63	40.42	56,588.00	12/31/2012
38141G104	GOLDMAN SACHS	450.0000	67,672.87	127.56	57,402.00	12/31/2012
38259P508	GOOGLE INC	120.0000	57,845.40	707.38	84,885.60	12/31/2012
40414L109	HCP INC	1,200.0000	41,206.48	45.16	54,192.00	12/31/2012
458140100	INTEL CORP	1,000.0000	4,530.67	20.62	20,620.00	12/31/2012
459200101	IBM COM	350.0000	28,277.31	191.55	67,042.50	12/31/2012
46625H100	JPMORGAN CHASE & CO	3,000.0000	119,957.05	43.9691	131,907.30	12/31/2012
478160104	JOHNSON & JOHNSON	500.0000	32,318.30	70.10	35,050.00	12/31/2012
478366107	JOHNSON CONTROLS INC	500.0000	14,651.50	30.67	15,335.00	12/31/2012
500255104	KOHL'S CORP	900.0000	45,960.76	42.98	38,682.00	12/31/2012
565849106	MARATHON OIL CORP	300.0000	8,078.49	30.66	9,198.00	12/31/2012
56585A102	MARATHON PETE CORP	300.0000	10,597.61	63.00	18,900.00	12/31/2012
580135101	MCDONALDS CORP	625.0000	49,886.67	88.21	65,131.25	12/31/2012
59491B104	MICROSOFT CORP	1,000.0000	5,984.47	26.7097	26,709.70	12/31/2012
61945C103	MOSAIC CO NEW	250.0000	12,532.48	56.63	14,157.50	12/31/2012
65339F101	NEXTERA ENERGY	900.0000	46,805.12	69.19	62,271.00	12/31/2012
670346105	NUCOR CORP	1,300.0000	56,571.79	43.16	56,108.00	12/31/2012
693506107	PPG INDUSTRIES, INC.	300.0000	17,662.00	135.35	40,605.00	12/31/2012
704549104	PEABODY ENERGY	1,680.0000	54,599.77	26.61	44,704.80	12/31/2012
713448108	PEPSICO	300.0000	19,130.70	68.43	20,629.00	12/31/2012
74005P104	PRAXAIR INC.	400.0000	24,546.90	109.45	43,780.00	12/31/2012
742718109	PROCTOR & GAMBLE	1,100.0000	68,246.03	67.89	74,679.00	12/31/2012

Report Date: **May 10, 2013**
 Time Prepared: **04:36:16 PM**
 Requested By: **KAREN JOHNSON**
 Includes: **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2012

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
744320102	PRUDENTIAL FIN.	800.0000	41,612.02	53.33	42,664.00	12/31/2012
747525103	QUALCOMM INC	1,500.0000	62,425.91	61.8596	92,789.40	12/31/2012
755111507	RAYTHEON CO	300.0000	18,534.83	57.56	17,268.00	12/31/2012
78463V107	SPDR GOLD TRUST	500.0000	80,851.14	162.0204	81,010.20	12/31/2012
803054204	SAP AG	150.0000	8,110.80	80.38	12,057.00	12/31/2012
806857108	SCHLUMBERGER LTD	900.0000	51,433.74	69.2986	62,368.74	12/31/2012
857477103	STATE STREET CORP	600.0000	23,970.54	47.01	28,206.00	12/31/2012
863667101	STRYKER CORP	600.0000	30,932.13	54.82	32,892.00	12/31/2012
871829107	SYSKO CORP	1,900.0000	43,550.61	31.66	60,154.00	12/31/2012
872540109	TJX CO., INC.	1,200.0000	25,451.90	42.45	50,940.00	12/31/2012
87971M202	TELUS CORPORATION	600.0000	26,464.90	65.14	39,084.00	12/31/2012
881624209	TEVA PHAR INDUS ADR	2,000.0000	100,828.06	37.34	74,680.00	12/31/2012
892331307	TOYOTA MTR CORP	1,000.0000	79,596.50	93.25	93,250.00	12/31/2012
904767704	UNILEVER ADR	1,100.0000	27,686.55	38.72	42,592.00	12/31/2012
907818108	UNION PACIFIC CORP	400.0000	23,073.34	125.72	50,288.00	12/31/2012
913017109	UNITED TECHNOLOGIES	1,100.0000	66,390.48	82.01	90,211.00	12/31/2012
91324P102	UNITEDHEALTH GROUP	1,500.0000	76,436.73	54.24	81,360.00	12/31/2012
92220P105	VARIAN MEDICAL SYS	1,000.0000	46,011.47	70.24	70,240.00	12/31/2012
92240G101	VECTREN CORP	500.0000	13,762.14	29.40	14,700.00	12/31/2012
92343V104	VERIZON COMM	600.0000	16,444.94	43.27	25,962.00	12/31/2012
92553P201	VIACOM INC	1,000.0000	32,070.90	52.74	52,740.00	12/31/2012
92826C839	VISA INC	900.0000	52,570.81	151.58	136,422.00	12/31/2012
92857W209	VODAFONE GROUP PLC	1,700.0000	46,879.60	25.19	42,823.00	12/31/2012
931142103	WALMART STORES INC	200.0000	10,653.25	68.23	13,646.00	12/31/2012
931422109	WALGREEN COMPANY	700.0000	24,818.76	37.01	25,907.00	12/31/2012
94106L109	WASTE MANAGEMENT	850.0000	29,109.13	33.74	28,679.00	12/31/2012
949746101	WELLS FARGO & CO NEW	1,600.0000	49,760.43	34.18	54,688.00	12/31/2012
G1151C101	ACCENTURE PLC	1,000.0000	30,300.64	66.50	66,500.00	12/31/2012
G29183103	EATON CORP PLC	1,000.0000	43,406.33	54.18	54,180.00	12/31/2012
G3157S106	ENSCO PLC	1,000.0000	49,622.85	59.28	59,280.00	12/31/2012
G6359F103	NABORS INDUST LTD	800.0000	15,730.27	14.45	11,560.00	12/31/2012
H8817H100	TRANSOCEAN LTD	1,300.0000	70,413.45	44.66	58,058.00	12/31/2012
Y0486S104	AVAGO TECHNOLOGIES	800.0000	25,250.80	31.6508	25,320.64	12/31/2012
Total	COMMON STOCK - LARGE CAP	72,850.0000	3,135,322.88		3,999,737.02	
PREFERRED STOCK						
73936T565	POWERSHARES GLOBAL	1,500.0000	22,139.25	14.68	22,020.00	12/31/2012
Total	PREFERRED STOCK	1,500.0000	22,139.25		22,020.00	
MUTUAL FDS-GOVERNMENT BONDS						
31428Q747	FED ULTRASHORT BD	16,257.5220	150,219.27	9.22	149,894.35	12/31/2012
315912600	FIDELITY SC DISCOV	21,257.3810	489,964.23	24.07	511,665.16	12/31/2012
411511306	HARBOR INTL FUND	7,362.1900	373,006.94	62.12	457,339.24	12/31/2012
47103E684	JANUS TWENTY "D"	1,063.4870	59,016.64	62.06	66,000.00	12/31/2012
641224100	NEU BERM GENESIS INV	7,203.9850	181,852.53	34.02	245,079.57	12/31/2012
683974505	OPPEN DEV MKTS "Y"	5,273.6750	176,305.25	34.88	183,945.78	12/31/2012
779556109	T ROWE PRICE MC FD	9,714.0910	443,201.71	56.47	548,554.72	12/31/2012
880208400	TEMPLETON GLOBAL BD	15,026.3410	202,735.97	13.34	200,451.39	12/31/2012
Total	MUTUAL FDS-GOVERNMENT BOND	83,158.6720	2,076,302.54		2,362,930.21	

Report Date: **May 10, 2013**
Time Prepared: **04:36:16 PM**
Requested By: **KAREN JOHNSON**
Includes: **Account: 52 00 7174 0 01 AGENT FOR PRESTON FAMILY FOUNDATION**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2012

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
MISC CASH EQUIV-TXBL						
60934N112	PRIME MGMT OBLG #017	370,108.2700	370,108.27	1.00	370,108.27	12/31/2012
Total	MISC CASH EQUIV-TXBL	370,108.2700	370,108.27		370,108.27	
ZERO CPN BDS-MUNIS						
71781LBM0	PHIL 0.000% 04/15/18	25,000.0000	19,943.50	84.071	21,017.75	12/31/2012
Total	ZERO CPN BDS-MUNIS	25,000.0000	19,943.50		21,017.75	

Report Date: **May 10, 2013**
 Time Prepared: **04:36:16 PM**
 Requested By: **KAREN JOHNSON**
 Includes: **Account: 52 01 7174 0 01 AGENT WESTERN KY UNIV FBO PRESTON CENTER**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2012

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
TAX-EXEMPT MUNICIPAL BDS & NTS						
389102HY3	GRAV 5.700% 06/01/21	5,000.0000	5,000.10	115.192	5,759.60	12/31/2012
616640CC0	MOR 5.6% 11/1/22 TXB	5,000.0000	4,999.57	111.709	5,585.45	12/31/2012
706770FK5	PEND 6.250% 06/01/24	5,000.0000	5,055.37	120.986	6,049.30	12/31/2012
Total	TAX-EXEMPT MUNICIPAL BDS & NT	16,000.0000	15,055.04		17,394.35	
CORPORATE BDS & NTS						
437076AP7	HOME 5.400% 03/01/16	10,000.0000	9,887.76	114.242	11,424.20	12/31/2012
91324PAM4	UHG 4.875% 03/15/15	5,000.0000	4,763.84	108.98	5,449.00	12/31/2012
Total	CORPORATE BDS & NTS	15,000.0000	14,651.60		16,873.20	
MUTUAL FDS-GOVERNMENT BONDS						
31428Q747	FED ULTRASHORT BD	1,083.4240	10,000.00	9.22	9,989.17	12/31/2012
315912600	FIDELITY SC DISCOV	908.0510	21,303.95	24.07	21,856.79	12/31/2012
411511306	HARBOR INTL FUND	381.5440	18,621.62	62.12	23,701.51	12/31/2012
641224100	NEU BERM GENESIS INV	390.2660	10,359.14	34.02	13,276.85	12/31/2012
683974505	OPPEN DEV MKTS "Y"	265.8020	9,029.96	34.88	9,271.17	12/31/2012
779547108	T ROWE EQUITY INCOME	1,460.3610	35,278.19	26.45	38,626.55	12/31/2012
77954Q106	T. ROWE BLUE CHIP	1,379.0520	31,398.72	45.63	62,926.14	12/31/2012
779556109	T ROWE PRICE MC FD	622.0680	25,234.87	56.47	35,128.18	12/31/2012
880208400	TEMPLETON GLOBAL BD	377.9290	5,000.00	13.34	5,041.57	12/31/2012
Total	MUTUAL FDS-GOVERNMENT BOND	6,868.4970	166,228.45		219,817.93	
MISC CASH EQUIV-TXBL						
60934N112	PRIME MGMT OBLG #017	46,917.3000	46,917.30	1.00	46,917.30	12/31/2012
Total	MISC CASH EQUIV-TXBL	46,917.3000	46,917.30		46,917.30	
Total Securities		83,785.7970	242,850.39		301,002.78	
Income Cash			861.97		861.97	
Principal Cash			-861.97		-861.97	
Account Total			242,850.39		301,002.78	

Report Date. **May 10, 2013**
 Time Prepared: **04:36:16 PM**
 Requested By: **KAREN JOHNSON**
 Includes: **Account: 52 02 7174 0 01 AGENT WESTERN KY UNIV FBO STUDENT DEVELOPMENT**

OHIO VALLEY FINANCIAL GROUP

Account Holdings as of 12/31/2012

Cusip No.	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
TAX-EXEMPT MUNICIPAL BDS & NTS						
389102HY3	GRAV 5.700% 06/01/21	5,000.0000	5,000.10	115.192	5,759.60	12/31/2012
616640CC0	MOR 5.6% 11/1/22 TXB	5,000.0000	4,999.57	111.709	5,585.45	12/31/2012
706770FK5	PEND 6.250% 06/01/24	5,000.0000	5,055.37	120.986	6,049.30	12/31/2012
Total	TAX-EXEMPT MUNICIPAL BDS & NT	15,000.0000	15,055.04		17,394.35	
MUTUAL FDS-GOVERNMENT BONDS						
315912600	FIDELITY SC DISCOV	642.3330	15,179.39	24.07	15,460.96	12/31/2012
411511108	HARBOR BOND FUND	492.8150	6,104.23	12.48	6,150.33	12/31/2012
411511306	HARBOR INTL FUND	360.9380	16,707.98	62.12	22,421.47	12/31/2012
641224100	NEU BERM GENESIS INV	773.8120	20,061.98	34.02	26,325.08	12/31/2012
683974505	OPPEN DEV MKTS "Y"	181.5630	6,044.94	34.88	6,332.92	12/31/2012
77954Q106	T. ROWE BLUE CHIP	1,260.3870	29,353.10	45.63	57,511.46	12/31/2012
779556109	T ROWE PRICE MC FD	800.2590	32,630.84	56.47	45,190.63	12/31/2012
922031794	VANG GNMA FD ADM	541.4290	5,833.02	10.91	5,906.99	12/31/2012
922031836	VANG S-T INV GRD ADM	523.8590	5,546.53	10.83	5,673.39	12/31/2012
922908496	VANG 500 INDEX (SIG)	418.1490	28,189.56	108.52	45,377.53	12/31/2012
Total	MUTUAL FDS-GOVERNMENT BOND	6,995.5440	165,651.57		236,350.76	
MISC CASH EQUIV-TXBL						
60934N112	PRIME MGMT OBLG #017	6,549.8300	6,549.83	1.00	6,549.83	12/31/2012
Total	MISC CASH EQUIV-TXBL	6,549.8300	6,549.83		6,549.83	
Total Securities Income Cash Principal Cash Account Total						
		27,545.3740	187,256.44		260,294.94	
			0.00		0.00	
			0.00		0.00	
			187,256.44		260,294.94	

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
OHIO VALLEY FINANCIAL GROUP PO BOX 5 HENDERSON, KY 42419 MANAGEMENT OF FOUNDATION		50,203.
	TOTAL COMPENSATION	<u>50,203.</u>

**Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2012)**

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Alice Lloyd College 100 Purpose Road Pippa Passes KY 41844	Education	\$ 10,000
American Red Cross 300 Center Street Henderson KY 42420	Civic	\$ 100
Audubon Area Community Service 1700 W. 5th Street Owensboro KY 42301 L-291442-39:JS	Education	\$ 25,000
Bainbridge Schools Fdn 8489 Madison Avenue NE Bainbridge Island WA 98110	Education	\$ 10,000
Children's Center for Dance Edu. 5900 Vogel Road, Suite A Evansville IN 47715 35-1947771	Arts	\$ 3,000
Community Fdn for Excellence 230 Second Street Henderson KY 42420 20-3030575	Civic	\$ 900
Community Fdn of Louisville 325 W. Main Street, Suite 1110 Louisville KY 40202 31-0997017	Civic	\$ 10,000
Community Fdn of West KY P O Box 7 Paducah KY 42002 61-1304905	Civic	\$ 25,000
Domestic Abuse Intervention Ser. P O Box 1761 Madison WI 53701 39-1268238	Civic	\$ 10,000

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2012)

First United Methodist Church 339 Third Street Henderson KY 42420	Education	\$	250
Friends of Audubon 2910 US Hwy 41 N Henderson KY 42402	Civic	\$	29,000
Green Valley Baptist Assoc. 2470 S. Green Street Henderson KY 42420	Civic	\$	250
Henderson Area Arts Alliance PO Box 234 Henderson KY 42419-0234 31-1005619	Arts	\$	15,000
Henderson Community College 2660 S. Green Street Henderson KY 42420	Education	\$	2,766
Henderson County School District 1805 Second Street Henderson KY 42420	Education	\$	7,000
Henderson Leadership Initiative P O Box 596 Henderson KY 42419-0596 20-5075422	Education	\$	50,000
Historic Locust Grove 561 Blankenbaker Lane Louisville KY 40207 61-1390403	Civic	\$	300
Hugh E Sandefur Center 1449 Corporate Drive Henderson KY 42420 L-178 A431:EHM	Civic	\$	100
Junior Achievement of West KY 1195 Wing Avenue Owensboro KY 42301 84-1267604	Education	\$	7,000

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2012)

New Hope Animal Rescue Ctr 526 Atkinson Street Henderson KY 42420 26-3960884	Civic	\$	344
Operation Mobilization P O Box 444 Tyrone GA 30290-0444 22-2513811	Civic	\$	500
Prichard Committee P O Box 1658 Lexington KY 40588-1658 61-0926214	Education	\$	81,750
Salvation Army 1213 Washington Street Henderson KY 42420	Civic	\$	250
South Middle School 800 Alves Street Henderson KY 42420	Education	\$	15,000
St. Paul's Episcopal Church 5 S. Green Street Henderson KY 42420	Civic	\$	71,614
The College Foundation 2660 S. Green Street Henderson KY 42420	Education	\$	60,000
The June Buchanan School 100 Purpose Road Pippa Passes KY 41844	Education	\$	25,000
United Way of Henderson Co. P O Box 1097 Henderson KY 42419-1097 61-0444700	Civic	\$	1,000
Univ of KY Research Fdn 109 Kinkead Hall Lexington KY 40506-0057	Education	\$	5,000
Univ of Southern IN 8600 University Blvd Evansville IN 47712	Education	\$	7,516

Raymond B. Preston Family Foundation
Scheduled Supplementing Form 990-PF (2012)

Volunteer & Information Center 125 First Street, Suite 102 Henderson KY 42420 62-1436387	Civic	\$	1,750
Western KY University 1 Big Red Way Bowling Green KY 42101	Education	\$	2,216
WNIN 405 Carpenter Street Evansville IN 47708 35-1307165	Education	\$	5,000
TOTAL		\$	482,606

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
MISCELLANEOUS INCOME			01		2,550.
RECOVERY OF CHARITABLE CONTRIBUTION			01		50,000.
DISPOSAL OF EQUIPMENT			01		-957.
 TOTALS					<u>51,593.</u>

Raymond B. Preston Family Foundation

Officers

**Charlotte Critser
Connie Walaskay
Scott P. Davis
Donald R. Mering
Mike Pullen
Kay Smith
Chris Melton**

**President
Vice President
Administrative Manager
Assistant Secretary
Secretary
Recording Secretary
Treasurer**

Directors

	<u>Elected</u>	<u>Term</u>
Logan Critser	Nov. 2010	2011 - 2013
Mike Pullen	Nov. 2010	2011 - 2013
Charlotte Critser	Nov. 2011	2012 - 2014
Leigh Anne Preston	Nov. 2011	2012 - 2014
Daniella Brigham	Nov. 2011	2012 - 2014
Viki Gurowitz	Nov. 2011	2012 - 2014
Kent Preston	Nov. 2012	2013 - 2015
Connie Walaskay	Nov. 2012	2013 - 2015
Chris Melton		Ex-Officio Member

**The president will serve for a term of one year or until replaced. A president can be elected in succession not to exceed a three year period.*

**Offices/Directors will serve for a three year period.*

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	RAYMOND B. PRESTON FAMILY FOUNDATION	52-1676236
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	P. O. BOX 5	
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
HENDERSON, KY 42419-0005		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► SCOTT P DAVIS

Telephone No. ► 270 831-1544 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
 - calendar year 2012 or
 - tax year beginning _____, 20 ___, and ending _____, 20 ___.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ 9,420
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$ 7,420
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ 2,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2013)