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### Form 990-PF

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

OMB No 1545-0052

2012

Department of the Treasury Internal Revenue Service

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

	lendar year 2012, or tax year beginning	, 2012	, and ending	,	
	foundation IAM M & ANN K GRACE FOUNDAT	TON		A Employer identification num	nber
Number	and street (or P O box number if mail is not delivered to stre	eet address)	Room/suite	56-2529760  B Telephone number (see the	instructions)
7575 City or to	N 16TH STREET			(602) 956-825	
PHOE		State A Z	ZIP code 85020	C If exemption application is	pending, check here
	eck all that apply   Initial return	Initial Return of a for			
	Final return	Amended return	,	D 1 Foreign organizations, chec	Ų
	Address change	Name change		2 Foreign organizations meet here and attach computation	ing the 85% test, check
н с	Check type of organization X Section 50° Section 4947(a)(1) nonexempt charitable to	(c)(3) exempt private f	oundation private foundation	_	
I F	<u> </u>	counting method X C		E If private foundation status under section 507(b)(1)(A)	
	from Part II, column (c), line 16)	Other (specify)		F If the foundation is in a 60	
<b>►</b> §		column (d) must be or	cash basis)	under section 507(b)(1)(B)	check here
:Rart		(a) Revenue and	(b) Net investmen	it (c) Adjusted net	(d) Disbursements
	Expenses (The total of amounts in columns (b), (c), and (d) may not neces-	expenses per books	income	income	for charitable
	sarıly equal the amounts ın column (a) (see ınstructions) )				purposes (cash basis only)
	1 Contributions, gifts, grants, etc, received (att sch)	1,875,100.	a de la	A. T. A. T. A. T.	
	2 Ck If the foundn is not req to att Sch B		CONTRACTOR SALES		
	3 Interest on savings and temporary cash investments				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
<b>~</b>	4 Dividends and interest from securities	6,294.	6,29	14.	
107	5 a Gross rents				1. 7. 6 (9) 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2.
-	b Net rental income or (loss)		的一种特別	CAR CONTRACTOR MANAGEMENT	
ি R N E	6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all			RECEIVE	<u>المناف المنافعة</u>
ľν	assets on line 6a 7 Capital gain net income (from Part IV, line 2)		· · · · · · · · · · · · · · · · · · ·	4 (12)	
SEN NA	8 Net short-term capital gain				
ָ <u></u> עַ	9 Income modifications	The state of the s	· <del> </del>		
	10a Gross sales less returns and allowances			OGDEN, L	JT [ ] 《《 · · · · · · · · · · · · · · · · ·
	b Less Cost of goods sold		1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		
	c Gross profit/(loss) (att sch)	- 14 Nove 34 11			
Ž	11 Other income (attach schedule)			,,,	建数增设的
(3)	70 7 10 11				
	12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc.	1,881,394.	6,29	14.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
A	16a Legal fees (attach schedule)				
W		950.			
οŅ	c Other prof fees (attach sch)  17 Interest				
P S E T	18 Taxes (attach scheduleXsee instrs)				<del></del>
P S T R A T	19 Depreciation (attach		1		Control of the second
1 1	sch) and depletion  20 Occupancy	ļ			
N V G E	21 Travel, conferences, and meetings	2,350.			
A E	22 Printing and publications				
A E N X D P E	23 Other expenses (attach schedule)	F.0.1			
N S	Office/admin costs  24 Total operating and administrative	521.			
Ě	expenses. Add lines 13 through 23	3,821.			
_	25 Contributions, gifts, grants paid	642,006.	and the same of th	学和人民生活	642,006.
	26 Total expenses and disbursements. Add lines 24 and 25	645,827.			642,006.
	27 Subtract line 26 from line 12:	045,027.		S . S . S . S . S . S . S . S . S	- 12,000.
	a Excess of revenue over expenses and disbursements	1 225 567			
	b Net investment income (if negative, enter -0-)	1,235,567.	6,29	4. 3	
	C Adjusted net income (if negative, enter -0-)				
BAA F	For Paperwork Reduction Act Notice, see inst			TEEA0301 12/06/12	Form <b>990-PF</b> (2012)

Form	990-F	PF (2012) WILLIAM M & ANN K GRACE FOUNDATION	ON MC	56-	252	.9760 Page <b>2</b>			
						year			
g,aj t	1151 1	(See instructions)	(a) Book Value	(b) Book Value		(c) Fair Market Value			
	1	Cash — non-interest-bearing	-291,807.	22,63	39.	22,639.			
	2	Savings and temporary cash investments							
`	3	Accounts receivable			, t				
		Less: allowance for doubtful accounts							
	4	Pledges receivable			1.16 2.25				
		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 sch)			i. Marian				
ASSET		Less allowance for doubtful accounts	5,625,300.	7,500,40		7,500,400.			
Š	8	Inventories for sale or use							
T	9	Prepaid expenses and deferred charges							
Š		Investments – US and state government obligations (attach schedule)							
	b	Investments — corporate stock (attach schedule)							
	C	: Investments — corporate bonds (attach schedule)							
	11	Investments — land, buildings, and equipment basis			4.2				
	1	Less accumulated depreciation (attach schedule)							
	12	Investments - mortgage loans							
	13	Investments - other (attach schedule) L-13 Stmt	4,158,318.	3,204,33	39.	3,204,339.			
	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 l)	0 401 011	10 727 27	70	30 727 270			
	17	Accounts payable and accrued expenses	9,491,811.	10,727,3	18.	10,727,378.			
Ī	18	Grants payable	0.		0.	Frank Mathada			
A B	19	Deferred revenue		<del></del>	<u> </u>				
Ī	20	Loans from officers, directors, trustees, & other disqualified persons							
i	21	Mortgages and other notes payable (attach schedule)							
Ţ	22	Other liabilities (describe )							
Ę		/							
<u> </u>	23	Total liabilities (add lines 17 through 22)	0.		0.				
	:	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.							
N F E U T N	24	Unrestricted							
ΕU	25	Temporarily restricted							
D	26	Permanently restricted							
A S S A E L T A		Foundations that do not follow SFAS 117, check here . \( \sum_{\text{and complete lines 27 through 31}} \).	_						
E L T A	27	Capital stock, trust principal, or current funds							
SN	28	Paid-in or capital surplus, or land, building, and equipment fund							
С	29	Retained earnings, accumulated income, endowment, or other funds	9,491,811.	10,727,3	78.				
O E R S	30	Total net assets or fund balances (see instructions)	9,491,811.	10,727,3					
	31	Total liabilities and net assets/fund balances (see instructions)	9,491,811.	10,727,3					
Par	ţָּיָּווָיָ	Analysis of Changes in Net Assets or Fund Balanc	es						
1	Tota end-	I net assets or fund balances at beginning of year — Part II, colur of-year figure reported on prior year's return)	mn (a), line 30 (must ag	ree with	1	9,491,811.			
2		r amount from Part I, line 27a			2	1,235,567.			
3		increases not included in line 2 (itemize)		Ţ	3				
4	4 Add lines 1, 2, and 3								
5		ases not included in line 2 (itemize)			5				
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5)	– Part II, column (b), lir	ne 30	6	10,727,378.			

2-story brick warehouse or common stock 200 shares MI C Company)			How acquired — Purchase  — Donation	(c) Date acquired (month, day year)	(d) Date sold (month, day, year)
			— Donation	1	
b				<del> </del>	
. с		·			
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (e) plus (f) m	
a					
b					
<u>c</u>					
d					
e		··			
	owing gain in column (h) and owned by t			(1) Gains (Coli	ımn (h)
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		ain minús column (k an -0-) or Losses (fr	
а					
b					
c					
d					
<u>e</u>				<del></del>	
For optional use by domestic prive f section 4940(d)(2) applies, leave Was the foundation liable for the sold fives, the foundation does not q	section 4942 tax on the distributable amo ualify under section 4940(e) Do not com	40(a) tax on net investment in unt of any year in the base pe plete this part	ncome ) eriod?	Yes	X No
	nt in each column for each year, see the	<del></del>	ny entries		
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	(col	<b>(d)</b> Distribution umn (b) divided	
2011	698,328.	10,122,	305.		0.06898
2010	725,728.	6,991,			0.10380
2009	607,647.	5,069,	928.		0.11985
2008	462,508.	4,184,	929.		0.11051
2007	222,394.	2,520,	746.		0.08822
2 Total of line 1, column (d)			2	<del> </del>	0.49139
3 Average distribution ratio for number of years the foundat	r the 5-year base period – divide the tota tion has been in existence if less than 5	I on line 2 by 5, or by the years	3		0.09827
4 Enter the net value of nonch	naritable-use assets for 2012 from Part X	, line 5	4	1	1,691,831
5 Multiply line 4 by line 3			5		1,149,061
6 Enter 1% of net investment	income (1% of Part I, line 27b)		6		63
7 Add lines 5 and 6			7		1,149,124
8 Enter qualifying distributions	s from Part XII, line 4	·	. 8		642,006
If line 8 is equal to or greate Part VI instructions	er than line 7, check the box in Part VI, li	ne 1b, and complete that par	t using a 1%	6 tax rate See th	ne

	990-PF (2012) WILLIAM M & ANN K GRACE FOUNDATION		56-25297	
Part		(b), 4940(e), or 4948 -	– see ınstruc	tions)
	Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/.		2	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	Date of ruling or determination letter (attach copy of letter if necessary	– see instrs)		
	Domestic foundations that meet the section 4940(e) requirements in Part V,	}	- 1	126.
	check here Land enter 1% of Part I, line 27b			1. 在最高。
C.	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line	e 12, column (b)	- L	- Same All Marie
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
	foundations only Others enter -0-)		2	0.
	Add lines 1 and 2	• •	3	126.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations	•	·	0.
	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter	.0-	5	126.
	Credits/Payments:	- 1	- (a, i	
	2012 estimated tax pmts and 2011 overpayment credited to 2012		100.	
	Exempt foreign organizations — tax withheld at source	6 b		
	Tax paid with application for extension of time to file (Form 8868)	6 c	_ 0.	
	Backup withholding erroneously withheld	6 d		
	Total credits and payments Add lines 6a through 6d		7	100.
		0 is attached	8	
	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		▶ 9	<u> 26.</u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	1	10	0.
	Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	► 11	·—·—
Pari	VII-A Statements Regarding Activities			To AMELO TO
1 a	During the tax year, did the foundation attempt to influence any national, state, or lo participate or intervene in any political campaign?	cal legislation or did i	t	Yes No
	Did it spend more than \$100 during the year (either directly or indirectly) for political	l purposes		
~	(see the instructions for definition)?	. pa.pooco		1 b X
	If the answer is 'Yes' to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and c or distributed by the foundation in connection with the activities	copies of any material	s published	
	Did the foundation file Form 1120-POL for this year?			1 c X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed du			2 4 7 3 mg ( 225 ( ) 1
	(1) On the foundation   \$ (2) On foundation management (if any) paid by the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in the property of the foundation during the year for political in		ed on	
	foundation managers   \$\Bigsis \\$	experientare tax impos	seu on	
	Has the foundation engaged in any activities that have not previously been reported	to the IRS?		2 X
	If 'Yes,' attach a detailed description of the activities			المورية الإعلام وعور
3	Has the foundation made any changes, not previously reported to the IRS, in its gov- of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conforme</i>	erning instrument, art d copy of the changes	icies	3 X
	Did the foundation have unrelated business gross income of \$1,000 or more during t		·	4a X
	If 'Yes,' has it filed a tax return on Form 990-T for this year?	•		4 b
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5 X
	If 'Yes,' attach the statement required by General Instruction T			· · · · · · · · · · · · · · · · · · ·
	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satis	sfied either:		The state of the s
	By language in the governing instrument, or			
	<ul> <li>By state legislation that effectively amends the governing instrument so that no management</li> </ul>	andatory directions th	at conflict	
	with the state law remain in the governing instrument?	andatory unections in	at commet	6 X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col	lumn (c), and Part XV		7 X
8 a	Enter the states to which the foundation reports or with which it is registered (see in	structions)	►	
	AZ - Arizona			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney Genera	al		8b X
	(or designate) of each state as required by General Instruction G? If 'No,' attach explanation			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
9	Is the foundation claiming status as a private operating foundation within the meanii for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Pa	ng of section 4942(j)(i art XIV)? <i>If 'Yes,' com</i>	პ) or 4942(ೖ)(! iplete Part XI	ل سنتمعه این حسنتان شاهید سد د [
	Did any persons become substantial contributors during the tax year? If 'Yes,' attack			
	and addresses			10 X
BAA				Form <b>990-PF</b> (2012)

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Pai	t 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 disqualific advisory privileges? If 'Yes,' attach statement (see instructions)	ed person l	nad	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption Website address  N/A	application	17	13	X
14	The books are in care of WM GRACE DEVELOPMENT Telephon  Located at 7575 N 16TH ST PHOENIX AZ ZIP + 4		(602)		3548
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>□</u> <u>□</u> <u>□</u> <u>□</u> 1			<u>-</u> _
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other au bank, securities, or other financial account in a foreign country?	<u></u>		<del></del>	Yes No
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the nai	me of the	l	16	X
DS	foreign country ►  ttVII-B  Statements Regarding Activities for Which Form 4720 May Be Required			7 6 V	8 14 1
Га	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			£ 1 v	Van Na
3 :	a During the year did the foundation (either directly or indirectly)			Santa Carlo	Yes No
•	(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		100 mg 100 mg 100 mg 100 mg	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No X No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No	100	
	(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 ⊠	Appendix .	
			EJ	1 2 2 2	
	(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).	,		1 b	
	Organizations relying on a current notice regarding disaster assistance check here	<b>&gt;</b>			
	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?			1 c	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 20 , 20 , 20 , 20			1.2	
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942( (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a all years listed, answer 'No' and attach statement – see instructions)	a)(2) a)(2) to		2 b	
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years h  20 , 20 _ , 20 _ , 20	ere			
3	a 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)	ليا		3 b	
4	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4 a	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?			4 b	X
BA			Fo	rm 990	PF (2012)

5 000 DF (2012)				
Form 990-PF (2012) WILLIAM M & ANN K  Rant VII:B Statements Regarding Activiti			56-252	29760 Page <b>6</b>
5a During the year did the foundation pay or incur		4720 May be Req	uireu (continueu)	76 . 3 v. 3
(1) Carry on propaganda, or otherwise attempt	-	(section 4945(e))?	Yes X	No No
<ul> <li>(2) Influence the outcome of any specific public on, directly or indirectly, any voter registrat</li> </ul>	c election (see section 4 ion drive?	955); or to carry	Yes X	No
(3) Provide a grant to an individual for travel, s		•	Yes X	No No
(4) Provide a grant to an organization other that in section 509(a)(1), (2), or (3), or section	4940(d)(2)? (see instruc	tions)	Yes 🛛	No
(5) Provide for any purpose other than religiou educational purposes, or for the prevention	s, charitable, scientific, i of cruelty to children or	literary, or animals?	Yes 🛛	No
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53 4945 or in (see instructions)?	ne transactions fail to qu a current notice regardii	ualify under the exception ng disaster assistance	ons	5 b
Organizations relying on a current notice regar	•		▶ [	
c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure respons If 'Yes,' attach the statement required by Regu	ibility for the grant?		Yes	No
6 a Did the foundation, during the year, receive an	v funds directly or indire	ectly to nay premiums		
on a personal benefit contract?  b Did the foundation, during the year, pay premit		•		No Charles
If 'Yes' to 6b, file Form 8870	aris, directly of indirectly	y, on a personal benefit	Contract?	6b X
7 a At any time during the tax year, was the found	ation a party to a prohib	ited tax shelter transact	ion? Yes X	No S
b If 'Yes,' did the foundation receive any proceed				7 b
Rart VIII Information About Officers, D and Contractors	irectors, Trustees,	Foundation Manag	gers, Highly Paid E	imployees,
1 List all officers, directors, trustees, foundation	n managers and their co	ompensation (see instru	uctions).	
(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
Howard T Grace 7575 N 16th St	Trustee			
Phoenix AZ 85020	1.00	0.	0.	0.
<pre>Heather G Kaiser 7575 N 16th St</pre>	Trustee			
Phoenix AZ 85020	1.00	0.	0.	0.
William M Grace			<u> </u>	<u></u>
7575 N 16th St	Trustee			
Phoenix AZ 85020	1.00	0.	0.	0.
2 Compensation of five highest-paid employee		·		<del></del>
(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	TEEA0306 12	2/25/12	<u> </u>	None Form <b>990-PF</b> (2012)

Form 990-PF (2012) WILLIAM M & ANN K GRACE FOUNDATION 5	66~2529760 Page <b>7</b>
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly and Contractors (continued)	Paid Employees,
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE	E.'
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
None	
Total number of others receiving over \$50,000 for professional services	None
Part X-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	
·	·
	· <del>-</del>
2	
	· <b>-</b>
3	
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	
2	
All other program-related investments See instructions	
3	
	<b>-</b>
Total. Add lines 1 through 3	Form <b>990-PF</b> (2012)
BAA	FOITH 330-FF (2012)

Form 990-PF (2012) WILLIAM M & ANN K GRACE FOUNDATION	56-2529	760 Page <b>8</b>
Part X Minimum Investment Return (All domestic foundations must complete this part see instructions.)	. Foreign f	oundations,
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		
b Average of monthly cash balances	1 a	3,694,240.
© Fair market value of all other assets (see instructions)	10	-16,514.
d Total (add lines 1a, b, and c)	<del>   </del>	8,192,153.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	1 d	11,869,879.
	The same	
(attach detailed explanation)  2 Acquisition indebtedness applicable to line 1 assets		
3 Subtract line 2 from line 1d	3	11 060 070
	3	11,869,879.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	178,048.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,691,831.
6 Minimum investment return. Enter 5% of line 5	6	584,592.
Part XI: Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private of	perating fo	
and certain foreign organizations check here ► and do not complete this part	rt.)	
1 Minimum investment return from Part X, line 6	1	584,592.
2 a Tax on investment income for 2012 from Part VI, line 5	26.	
b Income tax for 2012. (This does not include the tax from Part VI)		
c Add lines 2a and 2b	2 c	126.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	584,466.
4 Recoveries of amounts treated as qualifying distributions .	4	<del></del>
5 Add lines 3 and 4	5	584,466.
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	584,466.
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	1 a	642,006.
b Program-related investments — total from Part IX-B	1 b	
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.	> 24	
a Suitability test (prior IRS approval required)	3 a	
b Cook distribution took (attack the required schodule)	3 h	

**b** Cash distribution test (attach the required schedule) 4 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

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 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

Form 990-PF (2012)

5

642,006.

642,006.

0.

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

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2 line 7	012 from Part XI,				584,466.
2 Undistributed income, if any, as of	of the end of 2012 <sup>.</sup>	李、慈 爱			र्रा संबंधित स
a Enter amount for 2011 onl	· ,			0.	<u> </u>
<b>b</b> Total for prior years. 20,		The state of the s		1 1/2 Co. 1/2 1/2 1/2	/ A / 後 / 後 /
3 Excess distributions carryover, if	any, to 2012				SERVE AND SERVE
a From 2007	98,687.				
<b>b</b> From 2008	248,392.				
c From 2009	326,873.				- 3 6 6 6
d From 2010	376,309.				
e From 2011	192,301.			The state of the s	
f Total of lines 3a through e		1,242,562.	44.	1 2 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	w 15
4 Qualifying distributions for	9				
XII, line 4 S	642,006.				
a Applied to 2011, but not m	nore than line ∠a	·, · · · · · · · · · · · · · · · · · ·	24 24 25	* * * * * * * * * * * * * * * * * * * *	
<b>b</b> Applied to undistributed in	ncome of prior years		1		13. 23. 21
(Élection required – see i	nstructions)			THE REAL PROPERTY AND	
c Treated as distributions of					The state of the s
(Election required — see i	i	* NW 5% " 1 to 2% 8 mg m	The second secon	A 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	**** *** *****************************
d Applied to 2012 distributal		45, 45 <u>, 25                                 </u>			584,466.
e Remaining amount distrib	·	57,540.	1. 100 A 1.	7 3 3 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	2
5 Excess distributions carryover ap (If an amount appears in		Y 345 - 75 5,5 385	273 - 22 - 3 - 2 - 2 - 3 - 3 - 3 - 3 - 3 -	The same of the sa	(1) (a) (mg) (a) (
same amount must be sh	own in column (a) )				<b>斯尔克·森尼斯</b>
6 Enter the net total of each	h column as				位于"数分数"。
indicated below:	Cultinat line E	1 200 100			
a Corpus Add lines 3f, 4c, and 4e		1,300,102.	The state of the s		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
<b>b</b> Prior years' undistributed line 4b from line 2b	income. Subtract		0.		
c Enter the amount of prior	veare' undistribut.	The second of th	·		3
ed income for which a not	tice of deficiency	Total State of the			
has been issued, or on what 4942(a) tax has been pre-	hich the section viously assessed	14 Same	-)	The state of the s	
		- XX 1.7 XX 2.7		W. 17 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	41 / 2 / 42 3 4
d Subtract line 6c from line amount — see instructions			0.		
		1			46. 10 43
<ul> <li>e Undistributed income for 2011 line 2a Taxable amount — see i</li> </ul>				0.	
		3-554 Table 1	The State of the s	\$ 10 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1	
f Undistributed income for 2 4d and 5 from line 1. This	2012 Subtract lines				
distributed in 2013	amount mast be	The state of the s	S. W. C. S.	Jan are the market are	0.
7 Amounts treated as distri	butions out of		Water Control of the	196 m. 1 1/2 / 1	The same of the sa
corpus to satisfy requirement by section 170(b)(1)(F) or	nents imposed r 4942(a)(3)			true!	
(see instructions)	. 12 12(9)(-)		· A A A A A A A A A A A A A A A A A A A		Artist Control
8 Excess distributions carry	over from 2007 not				
8 Excess distributions carry applied on line 5 or line 7	(see instructions)	98,687.	4.2		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
9 Excess distributions car	ryover to 2013.				The same of the sa
Subtract lines 7 and 8 fro	m line 6a	1,201,415.	Caral Carallana	1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m 1 m	A Committee of the second seco
10 Analysis of line 9				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	TO THE WAY
a Excess from 2008	248,392.	The second secon	- Carlotte Comment	Land Control of the second	
b Excess from 2009	326,873.				
c Excess from 2010	376,309.	- The state of the			
d Excess from 2011	192,301.			3	
e Excess from 2012	57,540.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 327	14%	5 000 DE (0010)
BAA					Form <b>990-PF</b> (2012)

Form 990-PF (2012) WILLIAM M & ANN I	K GRACE	FOUNDATI	ON Dort	\/II	56-252976	
1 a If the foundation has received a ruling or de						N/A
is effective for 2012, enter the date of the rib Check box to indicate whether the foundation	uling		,	-		1040445
			oundation des		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax yea (a) 201	<del></del>	<b>b)</b> 2011	Prior 3 years	(4) 2000	
investment return from Part X for each year listed	(a) 201	2	<b>b)</b> 2011	(c) 2010	(d) 2009	(e) Total
<b>b</b> 85% of line 2a						
<ul> <li>Qualifying distributions from Part XII, line 4 for each year listed</li> </ul>						
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:	i					
a 'Assets' alternative test — enter					Į.	
(1) Value of all assets				L		
(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				<del></del>		
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section						
512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)			***************************************			
(3) Largest amount of support from an exempt organization						
(4) Gross investment income			-		<del> </del>	
Part XV Supplementary Information assets at any time during th  1 Information Regarding Foundation Management	e year – s	this part ee instruc	only if the tions.)	foundation had	1 \$5,000 or more	in
a List any managers of the foundation who had close of any tax year (but only if they have	ave contribut	ed more than nore than \$5	2% of the tot 000) (See se	al contributions recection 507(d)(2))	eived by the founda	tion before the
None						
b List any managers of the foundation who or a partnership or other entity) of which the f	wn 10% or m oundation ha	ore of the sto s a 10% or g	ck of a corpo reater interest	ration (or an equall	y large portion of th	e ownership of
None						
2 Information Regarding Contribution, Gran						
Check here I If the foundation only m requests for funds If the foundation makes complete items 2a, b, c, and d						
a The name, address, and telephone number	or e-mail of	the person to	whom applic	ations should be a	ddressed	
William M and Ann K Grace 7575 N 16th Street	Foundat	ıon				
Phoenix	AZ	85020	160	2) 956-8254		
b The form in which applications should be s	~					
See Note	abrillion aris				•	
c Any submission deadlines	<del></del>					
By March 1 of each year						
d Any restrictions or limitations on awards, s	uch as by ge	ographical ar	eas, charitabl	e fields, kinds of in	stitutions, or other f	actors:
See Note						
ВАА		TEEA0310	12/23/12			Form <b>990-PF</b> (2012)

Recipient		if recipient is an individual, show any relationship to any	Foundation status of	Purpose of grant or	Amount
Name and address (home or business)		foundation manager or substantial contributor	recipient	contribution	, unount
a Paid during the year					
Arizona State Univers	ity				
425 E University Dr	-				
Tempe	AZ 85287		University	Scholarship Awards	33,000.
Arızona State Univ-We:	st		1	L	
P O Box 37100					
Phx	AZ 85069		University	Scholarship Awards	2,000.
AZ State Univ			1	<u> </u>	
1001 S Mill Ave			i		
Tempe	AZ 85281		University	Scholarship Awards	14,750.
Bishop LeBlond High S	chool		,	}	11,700
3529 Frederick Ave					
St Joseph	MO 64506		  High School	Scholarship Awards	5,000.
Chandler Gilbert comm			}	I wards	3,000.
2626 E Pecos					
Chandler,	AZ 85225		  College	Scholarship Awards	2,000.
Colorado Mesa Univ	110 00220	}	Joseph	)	2,000.
1100 North Ave			}		
Grand Junction	CO 81501	•	ilnivoneity	  Scholarship Awards	2,000.
Brokers for Kids	00 01301		OUTVELSITY		2,000.
1928 E Highland F 104			1		
Phx	AZ 85016		501c3	Grants	2 000
Cedar Crest College	A2 03010		30163	Granes	3,000.
<del>-</del>			}		
100 College Dr	PA 18104		Callona	Coholone har Daniel	2 200
Allentown			Correge	Scholarship Awards	2,000.
Central Christian Colleg	je or kansas				
1200 S Main St	KC 67460		C-11		0 000
McPherson	KS 67460		Correge	Scholarship Awards	2,000.
See Line 3a statement			1		
					F76 0F6
			}		576,256.
			}		
			}		
Total		<u> </u>	<u> </u>	<u> </u>	3a 642,006.
<b>b</b> Approved for future payment		T	T		042,000.
<b>b</b> Approved for fatare payment			ļ		
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		}			
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			1		
			1		

#### Part-XVI-A Analysis of Income-Producing Activities

Enter gross	amounts unless otherwise indicated	Unrelate	d business income	Excluded	i by section 512, 513, or 514	(0)
· 1 Progra	m service revenue	(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	(d) Amount	(e) Related or exempt function income (See instructions)
a	III 36. Noo Tevenue			code		
b				<del>                                     </del>		
с			<del></del>			
d						
e						
f						
<b>g</b> Fees a	and contracts from government agencies					
	ership dues and assessments					
	on savings and temporary cash investments	ļ		14		
	nds and interest from securities	र दुरु प्रकार		14	6,294.	2
	ntal income or (loss) from real estate	<b>海松</b>		C 6555	COLUMN SE SE	Carlo Carlo Carlo
	nanced property			<del> </del>		
	bt-financed property al income or (loss) from personal property	-		<del> </del>		
	investment income		···	┼		
	(loss) from sales of assets other than inventory			<del> </del>		
	come or (loss) from special events			<del>                                     </del>		
	profit or (loss) from sales of inventory				<del> </del>	
	revenue.	1000		85-	李松林, 第二次	Can the Canada
а			<u></u>			3,41
b						
с						
d						
e				42.55		
	tal. Add columns (b), (d), and (e)	Est.	<u> </u>	- 17 PQ 16 5		
	Add line 12, columns (b), (d), and (e)				13	6,294.
(See worksh	neet in line 13 instructions to verify calculati	ons)				
Part XVI-	B Relationship of Activities to the	e Accompli	ishment of Exemp	t Purp	oses	
Line No.	Explain below how each activity for which i	ncome is reno	erted in column (e) of F	Part XVI-	A contributed important	v to the
▼ TO.	Explain below how each activity for which accomplishment of the foundation's exemp	t purposes (ot	her than by providing f	unds for	such purposes) (See in	structions)
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BAA		TEEA	A0502 12/23/12		· · · · · · · · · · · · · · · · · · ·	Form 990-PF (2012)

# Form 990-PF (2012) WILLIAM M & ANN K GRACE FOUNDATION 56-2529760 Pårt: XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

describe	organization direct d in section 501(c to political organiz	) of the Code (o	engage in any of the fol ther than section 501(c	lowing with any (3) organization	other organization	27,	Yes No
	,		a noncharitable exemp	ot organization	of		
(1) Casl	h						1 a (1) X
<b>(2)</b> Othe	er assets						1 a (2) X
<b>b</b> Other tra	ansactions						
<b>(1)</b> Sale	es of assets to a ne	oncharitable exe	empt organization				1 b (1) X
<b>(2)</b> Purc	chases of assets fr	om a noncharit	able exempt organizati	on			1 b (2) X
<b>(3)</b> Ren	tal of facilities, equ	uipment, or othe	er assets				1 b (3) X
<b>(4)</b> Rein	nbursement arrang	gements					1 b (4) X
	ns or Ioan guarant						1 b (5) X
• •			nip or fundraising solici				1 b (6) X
<b>c</b> Sharing	of facilities, equip	ment, mailing li	sts, other assets, or pa	id employees			1c X
the good any tran	ls, other assets, o saction or sharing	r services given arrangement, s	complete the following by the reporting found how in column (d) the	ation If the fou value of the go	ndation received le ods, other assets, c	ss than fair market or services received	value in
(a) Line no	(b) Amount involved	(c) Name	of noncharitable exempt org	anization	(d) Description of tra	nsfers, transactions, and	sharing arrangements
							<del></del>
	<del></del>		<del></del> _				
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			· · · · · · · · · · · · · · · · · · ·				<del></del>
describe <b>b</b> If 'Yes,'	ed in section 501(c complete the follo	c) of the Code (country wing schedule	ated with, or related to ther than section 501(	c)(3)) or in sect	ion 527?		Yes X No
(a	) Name of organization	ation	(b) Type of o	rganization		c) Description of rela	ationship
		<del></del>	ļ	·			
			<del> </del>				
			<del></del>				
			<del> </del>				
	penalties of perjury, I de , and complete Declara	clare that I have exa	mined this return, including ac er than taxpayer) is based on	ccompanying sched all information of wi	les and statements, and lich preparer has any kno	to the best of my knowled wiedge	ge and belief, it is true,
Sign	06/////	<i>//</i>	-	/12	•		this return with the preparer snown below
Here /	196/11/14				Trustee		(see instructions)?
Sigha	Bust/Tupe accessor's		Preparer's signal		Date		Yes No
	Print/Type preparer's	name	L. M.	The		Check	1
Paid	Michael Ma			Mather	04/24/13	T	P01216440
Preparer	Firm's name		nd Mather, PLC			Firm's EIN * 86-1	049326
Use Only	Firm's address	2254 N 15	oth Ave		05007	-	
	1	Phoenix		AZ	85007	Phone no	
ВАА							Form <b>990-PF</b> (2012)

#### Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service Name of the organization **Schedule of Contributors** 

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

OMB No 1545-0047

2012

Hame of the organization		Employer identification number
WILLIAM M & ANN K GRAC	E FOUNDATION	56-2529760
Organization type (check one)		
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) organization	
	4947(a)(1) nonexempt charitable trust not tr	eated as a private foundation
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treate	d 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), o	r (10) organization can check boxes for both the General Ru	le and a Special Rule See instructions
General Rule		
For an organization filing Form 99 contributor (Complete Parts I and	90, 990-EZ, or 990-PF that received, during the year, \$5,000	or more (in money or property) from any one
Special Rules		
509(a)(1) and 170(b)(1)(A)(vi) an	on filing Form 990 or 990-EZ that met the 33-1/3% support of received from any one contributor, during the year, a cont 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete	ribution of the greater of (1) \$5,000 or
total contributions of more than \$	0) organization filing Form 990 or 990-EZ that received from 1,000 for use exclusively for religious, charitable, scientific, en or animals. Complete Parts I, II, and III	
contributions for use exclusively f If this box is checked, enter here purpose. Do not complete any of	<ol> <li>organization filing Form 990 or 990-EZ that received from or religious, charitable, etc, purposes, but these contribution the total contributions that were received during the year for the parts unless the General Rule applies to this organization</li> </ol>	ns did not total to more than \$1,000 an exclusively religious, charitable, etc, on because it received nonexclusively
religious, charitable, etc, contribu	tions of \$5,000 or more during the year	<b>▶</b> \$
answer 'No' on Part IV, line 2, of its Form	red by the General Rule and/or the Special Rules does not file Sche 1990, or check the box on line H of its Form 990-EZ or on Part I, lin Iule B (Form 990, 990-EZ, or 990-PF)	
BAA For Paperwork Reduction Act or 990-PF.	Notice, see the Instructions for Form 990, 990EZ,	chedule <b>B</b> (Form 990, 990-EZ, or 990-PF) (2012)

	B (Form 990, 990-EZ, or 990-PF) (2012)	Page	1 of 1 of Part
Name of org	AM M & ANN K GRACE FOUNDATION		r identification number 529760
	Contributors (see instructions) Use duplicate copies of Part Lif additional space is need		523700
` (a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Ann K Grace Charitable Lead Ann. Trust  7575 N 16th St  Phoenix AZ 85020	\$1,875,100.	Person X Payroll  Noncash  (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash  (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash  (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash  (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		ş	Person Payroll Noncash Complete Port II of there is
		-	(Complete Part II if there is a noncash contribution)

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Recipient  Name and address	If recipient is an individual, show any	Foun- dation status	Purpose of grant or contribution	Person or Business Checkbox
(home or business)	relationship to any foundation manager or substantial contributor	of re- cipient		Amount
a Paid during the year				
				Person or
1000 W Austin Blvd Nevada MO 64772			Scholarship Awards	Business X 7,000.
Community Outreach Girls Alliance			Scholarship Awards	Person or
P 0 21651	1			Business X
Phx AZ 85036		501c3	Grant	6,384.
Culver Stockton College	 			Person or
One College Hill				Business X
Canton MO 63435		College	Scholarship Awards	2,000.
Drury Univ				Person or X Business
900 N Benton Springfield MO 65802		College	Scholarship Awards	5,500.
Greasepaint Theator				Person or
7020 E 2nd St				Business X
Scottsdale AZ 85251		501c3	Grants	500.
Marlyn_Allen	<u>Unrelated</u>			Person or
Paradise Valley	Indiviual			Business X
Paradise Valley AZ 85032 Glendale Community Coll		501c3	Scholarship Awards	2,000. Person or
6000 W Olive				Business X
Glendale AZ 85302		College	Scholarship Awards	8,750.
				Person or
3300 W Camelback Rd				Business X
<u>Phx AZ 85017</u>		Universit	Scholarship Awards	1,000.
Hamilton College				Person or
198 College Hill Rd				Business X
Clinton NY 13323 Hannibal LaGrange College			Scholarship Awards	2,000.
2800 Palmyra Rd				Business X
Hannibal MO 63401		College	Scholarship Awards	4,000.
Hillyard Tech Cntr				Person or
3434 Faraon				Business X
St Joseph MO 64506		501c3	Scholarship Awards	5,756.
Metropolitan St Coll of Denver				Person or
P 0 173362 Campus 16			Coholesson	Business X
Denver CO 80217			Scholarship Award	4,000. Person or
Iowa Western CC 2700 College Rd				Business X
Council Bluffs IA 51503		College	Scholarship Awards	5,500.
Paradise Valley Comm Coll				Person or X
18401 N 32 st				Business
Phoenix AZ 85032			Scholarship Awards	2,000.
Kansas State Univ				Person or
119 Anderson Hall				Business X
Manhattan KS 66506		Universit	Scholarship Awards	2,000.

Continued

			<del></del>	
Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a David during the year				
a Paid during the year		ļ		
Phoenix Youth at Risk				Person or X
1001 E Pierce st Phoenix AZ 85006		501c3		Business
Lehman College			GLant	-1,000. Person or
250 Bedford Park Blvd	<b></b>			Business X
W Bronx NY 10468		Uriversit	Scholarship Awards	4,000.
Rescued Readers		0/1/41316	SCHOLDISH AWARDS	Person or
4713 N Lakewood Dr				Business X
St Joseph MO 64506		501c3	Grants	3,000.
Madera Community College				Person or
30277 Avenue 12				Business X
Madera CA 93638		College	Scholarship Awards	0.
Waterfowlers Hall of Fame				Person or
mound_city				Business X
Mound City MO 64470		501c3	Grant	500.
Midland Lutheran College				Person or
900 N_Clarkson_St				Business X
Freemont NE 68025		College	Scholarship Awards	9,500.
Missouri State Univ				Person or
901 S National Ave				Business X
Springfield MO 65897	<del> </del>	Universit	Scholarship Awards	13,500.
Missouri Western State Univ				Person or
4525 Downs Dr				Business X
St Joseph MO 64507			Scholarship Awards	137,000. Person or
MO Univ of Science & Tech 300 W 13th St				Business X
Rolla MO 65409			Scholarship Awards	
No Central Missouri College			<del></del>	Person or
1301 Main St				Business X
Trenton MO 64683		Universit	Scholarship Awards	11,500.
No Arizona Univ				Person or
P O Box 6100				Business X
Flagstaff AZ 86011			Scholarship Awards	9,500.
NoWest Missouri St Univ				Person or
800 University Dr		1		Business X
Maryville MO 64468			Scholarship Awards	124,000.
Roosevelt Univ				Person or
430 S Michigan Ave				Business X
Chicago IL 60605		Universit	Scholarship Awards	
Samantha Wardlow				Person or
c/o 7575 N 16th St				Business X
Phoenix AZ 85020		Indiv	Scholarship Awards	<del></del>
So Eastern Oklahoma St Univ				Person or
1405 N 4th				Business X
Durant OK 74701	L	Un_versit	Scholarship Awards	2,000.

Continued

	<del></del>			
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	Person or Business Checkbox Amount
a Paid during the year		{		
St Louis University				Person or
One Grand Blvd				Business X
St_Louis		Universit	Scholarship Awards	4,000.
Stanford University				Person or
450 Serra Mall		1		Business X
Stanford CA 94305			Scholarship Awards	4,000.
SUNY Albany				Person or
1400 Washington Ave				Business X
Albany NY 12222			Scholarship Awards	
SUNY New Paltz				Person or
100 Hawk Dr				Business X
New Paltz NY 12561		Universit	Scholarship Awards	4,000.
SUNY Oneonta				Person or
Ravine Parkway				Business X
Oneonta NY 13820			Scholarship Awards	1,000.
manage Otto to Itlanto				Person or
McClain Hall				Business X
Kirksville MO 63501		Universit	Scholarship Awards	11,500.
Univ of Maryland				Person or
Univ Coll Europe Unit				Business X
AAPO AE 09004		Universit	Scholarship Awards	6,000.
University of AZ				Person or
1423 E University Blvd	 		 	Business X
Tucson AZ 85721		Universit	Scholarship Awards	26,500.
Univ of Central Missouri				Person or
1100 Ward Edwards Bldg				Business X
Warrensburg MO 64093		uriversit	Scholarship Awards	16,500.
University of Kansas				Person or
1502 Iowa St				Business X
Lawrence KS 66045		Universit	Scholarship Awards	2,000.
Univ of Missouri-Columbia				Person or
230 Jesse Hall				Business X
Columbia MO 65211		Universit	Scholarship Awards	67,250.
<u>Univ of Missouri-Kansas City</u>				Person or
5100 Rockhill Rd				Business X
Kansas City MO 64110			Scholarship Awards	
Univ of Phoenix				Person or
3075 W_Ray_Rd				Business X
Chandler AZ 85226			Scholarship Awards	2,000.
University of St Mary				Person or
4100 S 4th St				Business X
Leavenworth KS 64431		Universit	Scholarship Awards	
Washington St University				Person or
2710 University Dr				Business X
Richland WA 99354	L	Universit	Scholarship Awards	2,000.

Continued

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year  William Jewel College 500 College Hill  Liberty MO 64068  W M Grace Dev Co 7575 N 16th St  Phoenix AZ 85020		Universit	Scholarship Awards Reimburse Student Supplies	Person or Business X 4,000. Person or Business X 9,991.

Tota!

576,256.

Form 990-PF, Page 1, Part I Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Mather CPA	Income tax	950.			

Total

950.

Form 990-PF, Page 2, Part II, Line 13 L-13 Stmt

	End of Year		
Line 13 - Investments - Other:	Book Value	Fair Market Value	
Bank of America-Cash reserves	3,204,339.	3,204,339.	

Total

3,204,339.

3,204,339.

#### WILLIAM M & ANN K GRACE FOUNDATION

56-2529760

Form 990-PF,p10: Part XV, Line 2b-1

The scholarship application is made available to anyone requesting a scholarship. A copy of the application is available upon request

Form 990-PF,p10: Part XV, Line 2d-2

Provide individual scholarships directly to students for merit or need or a combination of both. Make grants to existing scholarship funds. Make grants directly to schools for facilities, scholarships, or general support. Make grants primarily in Arizona and Missouri.