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DLN: 93491175007023

OMB No 1545-0052

Department of the Treasury

Internal Revenue Service

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

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

Open to Public Inspection

		endar year 2012, or tax year beginning 01-		ı enc	ling 12-31-	entification number	AP.
		uckwall Foundation				entineation number	a
					59-6773462		
	ber and Box 33	I street (or P O box number if mail is not delivered to street address 351	s) Room/suite		·	ımber (see ınstructıor	is)
					(813) 634-4172	2	
Cıty Tam	or towr pa, FL	n, state, and ZIP code 33601	-		C If exemption	application is pending	g, check here 🕨 📙
							_
G C	heck	all that apply Initial return Initial return o	f a former public chai	ity	_	rganizations, check he	•
		Address change Name change	111			rganızatıons meeting e and attach comput	
H C l	neck ty	ype of organization Section 501(c)(3) exempt priva	ate foundation			·	
Γ_{S}	ection	1 4947(a)(1) nonexempt charitable trust Other taxa	able private foundatio	n			
		ket value of all assets at end J Accounting method	▼ Cash	ual		undation status was t n 507(b)(1)(A), chec	
		from Part II, col. (c), \$ 7,743,955	- t he on cash hasis)			ation is in a 60-month	
	rt I	Analysis of Revenue and Expenses (The	,		under sectio	n 507(b)(1)(B), chec	k here F I (d) Disbursements
FG		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	(b) l	Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc , received (attach schedule)					
	2	Check ► 🔽 if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	114,557		114,557		
	4	Dividends and interest from securities	149,059		149,059		
φ	5a	Gross rents					
	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of assets not on line 10	421,234				
Reveilue	b	Gross sales price for all assets on line 6a 2,419,614			424 224		
₽.	7	Capital gain net income (from Part IV, line 2)			421,234		
	8	Net short-term capital gain					
	9 10a	Gross sales less returns and allowances					
	b	Less Cost of goods sold					
	c	Gross profit or (loss) (attach schedule)					
	11	Other income (attach schedule)					
	12	Total. Add lines 1 through 11	684,850		684,850		
	13	Compensation of officers, directors, trustees, etc	24,000		12,000		12,000
ωń	14	Other employee salaries and wages					
Expenses	15	Pension plans, employee benefits					
Æ	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule)					
₹	C	Other professional fees (attach schedule)	48,991		48,991		
and Administrative	17	Interest	057				
<u>₹</u>	18	Taxes (attach schedule) (see instructions)	1,785		1,785		
<u>=</u>	19	Depreciation (attach schedule) and depletion					
AG	20	Occupancy	4,964				4,964
nd	21	Travel, conferences, and meetings	4,904				4,50
	22	Printing and publications	% 11,689				11,689
Operating	24	Total operating and administrative expenses.	11,005				11,50
ě	~ ~	Add lines 13 through 23	96,429		62,776		28,653
ŏ	25	Contributions, gifts, grants paid	428,413				428,413
	26	Total expenses and disbursements. Add lines 24 and 25	524,842		62,776		457,066
	27	Subtract line 26 from line 12			·		•
	a	Excess of revenue over expenses and disbursements	160,008				
	ь	Net investment income (If negative, enter -0-)			622,074		
	С	Adjusted net income (if negative, enter -0-)					

Pa	rt II	Balance Sheets Attached scriedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Boo		(c) Fair Market Value
	1	Cash—non-interest-bearing		,,====	· · · · · · · · · · · · · · · · · · ·	
	2	Savings and temporary cash investments	322,542		76,734	76,734
	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 page 15 of the				
		ınstructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts 🕨				
sets		Inventories for sale or use				
45St		Prepaid expenses and deferred charges				
4	9	Investments—U S and state government obligations (attach schedule)				
		Investments—corporate stock (attach schedule)	3,474,940	4 €	3,382,808	4,254,975
	_	Investments—corporate bonds (attach schedule)	2,748,654		3,233,812	
		Investments—land, buildings, and equipment basis	2,, 10,034	<u> </u>	_,,	5,112,270
		Less accumulated depreciation (attach schedule)				
	12	Investments—mortgage loans				
		Investments—other (attach schedule)				
		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)	6,546,136		6,693,354	7,743,955
	17	Accounts payable and accrued expenses				
	18	Grants payable				1
y.	19	Deferred revenue				1
≝	20	Loans from officers, directors, trustees, and other disqualified persons				1
Liabi	21	Mortgages and other notes payable (attach schedule)				
_	22	Other liabilities (describe 🟲)				
	23	Total liabilities (add lines 17 through 22)				
		Foundations that follow SFAS 117, check here				
S		and complete lines 24 through 26 and lines 30 and 31.				
or Fund Balances	24	Unrestricted				-
ଧାର	25	Permanently restricted				-
8	26	Foundations that do not follow SFAS 117, check here				-
Ĭ		and complete lines 27 through 31.				
ľΕ	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
Assets	29	Retained earnings, accumulated income, endowment, or other funds	6,546,136		6,693,354	-
ΑŠ	30	Total net assets or fund balances (see page 17 of the	5,515,255			1
Net	50	Instructions)	6,546,136		6,693,354	
_	31	Total liabilities and net assets/fund balances (see page 17 of	, ,			1
		the instructions)	6,546,136		6,693,354	
æ	rt II					
1		Total net assets or fund balances at beginning of year—Part II, column				
_		with end-of-year figure reported on prior year's return)			1	6,546,136
2		Enter amount from Part I, line 27a		_	2	160,008
3		Other increases not included in line 2 (itemize)			3	924
4 5		Add lines 1, 2, and 3		 1923	5	6,707,068
5 6		Total net assets or fund balances at end of year (line 4 minus line 5)—F		_	6	6,693,354
-		. J.L Je abbets of fand balances at end of year (fine + finites fille 5)—r	, (D), II		1	0,000,007

• •	e the kınd(s) of property sold (e g , re nouse, or common stock, 200 shs M	· I P_PIIrchaea			(d) Date sold (mo , day, yr)
1a			(I) Gains (Col col (k), but not le Losses (from the lent income to col (b) divided to col (b) divided to col (col (b) divided to col (col (b) divided to col (col (col (col (col (col (col (col		
() 0	(f) Depreciation allowed	d (q) Cost or other basis	\neg	(h) Gain	or (loss)
(e) Gross sales price	(or allowable)	plus expense of sale			
a					
b					
С					
d					
е			_		
Complete only for assets	showing gain in column (h) and owne				
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (ı) over col (j), ıf any	'		
a		377		· · ·	
b					
С					
d					
e					
		If gain, also enter in Part I, line 7	1		
2 Capital gain net inco	me or (net capital loss)	If (loss), enter -0 - \inf Part I, line 7	} :	2	421,23
3 Net short-term capit	al gain or (loss) as defined in section	ns 1222(5) and (6)			· · · · · · · · · · · · · · · · · · ·
If gain, also enter in	Part I, line 8, column (c) (see instru	ctions) If (loss), enter -0-	n l		
in Part I, line 8 .			1 :	3	
Part V Qualification	Under Section 4940(e) for R	educed Tax on Net Investr	nent	Income	
f "Yes," the foundation does n	ne section 4942 tax on the distributa ot qualify under section 4940(e) Do	not complete this part			┌ Yes ┌ No
1 Enter the appropriate amo	ount in each column for each year, se	ee page 18 of the instructions befo	re mak	ing any entries	
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets		Distribution	
2011	341,475	7,461,051			0 04577
2010	378,269	7,093,329			0 05333
2009	391,790	6,722,903			0 05828
2008	472,817	8,879,444	_		0 05325
2007	688,547	10,339,763	1	1	0 06659
·	nn (d)		2		0 2772
	ratio for the 5-year base period—div the foundation has been in existence		3		0 0554
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
4 Enter the net value of	of noncharitable-use assets for 2012	2 from Part X, line 5	4		7,707,37
5 Multiply line 4 by line	e 3		5		427,31
					,
6 Enter 1% of net inve	estment income (1% of Part I, line 27	7b)	6		
		7b)			6,22
6 Enter 1% of net inve7 Add lines 5 and 6.		7b)	7		6,22
7 Add lines 5 and 6.			7		6,22 433,53
7 Add lines 5 and 6.8 Enter qualifying distr			7	using a 1% tay	6,22 433,53 457,06

	990-PF (2012)			age 4
Pai	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the in	structio	ns)	
1a	Exempt operating foundations described in section 4940(d)(2), check here T and enter "N/A" on line 1			
	Date of ruling or determination letter (attach copy of letter if necessary–see			
ь	instructions) Domestic foundations that meet the section 4940(e) requirements in Part V, check		i	6,221
_	here Fand enter 1% of Part I, line 27b			·,
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
3	Add lines 1 and 2			6,221
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0			6,221
6	C redits/P ayments			•
а	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 10,760			
b	Exempt foreign organizations—tax withheld at source 6b			
c	Tax paid with application for extension of time to file (Form 8868) 6c			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d		1	0,760
8	Enter any penalty for underpayment of estimated tax. Check here 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 • 10			4,539
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 4,539 Refunded 11			
Pai	t VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did		Yes	No
	ıt partıcıpate or ıntervene ın any political campaign?	. 1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of			
	the instructions for definition)?	. 1b		No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1 c		No
d	Enter the amount (If any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation 🕨 \$ (2) On foundation managers 🕨 \$			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
	on foundation managers 🕨 \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	. 2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles			
	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	. 3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	. 5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or			
	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?	. 6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
, 8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
J u	►FL			
Ь	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.	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)			
	or 4942(J)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)?			
	If "Yes," complete Part XIV	. 9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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Par	rt VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the			
	meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ► <u>N/A</u>			
14	The books are in care of ▶Sandra Tolle Telephone no ▶(813) 634-	4172	
	Located at 2914 Ponderosa Trail Wimauma FL ZIP+4 3359875			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here			<u> </u>
13	and enter the amount of tax-exempt interest received or accrued during the year	• •	•	- ,
	<u> </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?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country			
Pai	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes V No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes V No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	ıf the foundatıon 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 V 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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here			
С	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		No
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))			
а	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 > 20, 20, 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)	٦.		
	to all years listed, answer "No" and attach statement—see instructions)	2b		No
С	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
_	▶ 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
L				
D	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		No
42	- /	4a		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its	 -		140
Ь	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its	146		N _a
	charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	I	No

Part VIII-B Statements Ro	egardir	g Activities for	Wh	ich Form 4720	May	Be Required (cont	inuea	[]	<u>'</u>	age U
5a During the year did the found					_	•				
(1) Carry on propaganda, or o	therwise	attempt to influenc	e leg	ıslatıon (section 49	45(e))?	√ No			
(2) Influence the outcome of	any spec	ıfıc publıc electıon (see	section 4955), or to	carı	ry				
on, directly or indirectly,	any voter	registration drive?.				Yes	√ No			
(3) Provide a grant to an indi	vidual for	travel, study, or oth	ners	ımılar purposes?		┌ Yes ┌	√ No			
(4) Provide a grant to an orga	ınızatıon	other than a charita	ble,	etc , organization de	scrib	oed				
ın section 509(a)(1), (2),	or (3), or	section 4940(d)(2)? (s	ee instructions)		Yes	√ No			
(5) Provide for any purpose o	ther than	religious, charitabl	e, sc	ientific, literary, or						
educational purposes, or	for the pr	evention of cruelty t	o ch	ıldren or anımals?.		Yes 🔽	√ No			
b If any answer is "Yes" to 5a(1	.)-(5), dı	d any of the transac	tions	fail to qualify under	r the	exceptions described in				
Regulations section 53 4945	or in a c	urrent notice regard	ıng d	lisaster assistance	(see	instructions)?	• • •	5b		No
Organizations relying on a cu	rrent not	ce regarding disast	eras	sistance check here	e		_			
c If the answer is "Yes" to ques	tion 5a(4), does the foundati	on c	laım exemptıon from	the					
tax because it maintained ex	penditure	responsibility for th	ne gr	ant [?]		T Yes .	√ No			
If "Yes," attach the statement i	required b	y Regulations section	n 53.	4945-5(d).						
6a Did the foundation, during the	year, red	eive any funds, dire	ectly	or indirectly, to pay	prer	miums on				
a personal benefit contract?.						Yes	√ No			
b Did the foundation, during the	year, pa	y premiums, directly	orı	ndırectly, on a perso	onal I	benefit contract?	. [6b		No
If "Yes" to 6b, file Form 8870.										
7a At any time during the tax ye	ar, was th	ne foundation a party	/ to a	prohibited tax shel	ter tı	ransaction? Yes 	√ No			
b If yes, did the foundation rece	eive any į	proceeds or have an	y ne	t income attributable	e to t	the transaction?		7b		No
		icers, Directors	s, Tı	ustees, Founda	tio	n Managers, Highly	Paid	Emp	loye	es,
and contractor										
1 List all officers, directors, trus		-					1			
(a) Name and address		Title, and average hours per week	•	c) Compensation If not paid, enter		(d) Contributions to mployee benefit plans			e acc	
		voted to position	`	-0-)		deferred compensation	oth	ier all	owanc	es
G Lowe Morrison	Trus			12,000						
PO Box 49942	1 00									
Sarasota, FL 34230										
Frank J Rief III	Trus			12,000						
3318 Jean Circle Tampa, FL 33629	1 00									
2 Compensation of five highest-	naid emn	lovees (other than	thos	ncluded on line 1	-500	instructions) If none as	ntar"N	ONF '	,	
2 compensation of five ingliest	para emp				300	(d) Contributions to		OIIL.		
(a) Name and address of each em	ployee	(b) Title, and aver hours per week		(c) Compensatio	v n	employee benefit			e acc	
paid more than \$50,000		devoted to positi		(c) Compensation	,,,,	plans and deferred	oth	er all	owanc	es
NONE						compensation				
NONE										
							<u> </u>			

Part VIII Information About Officers, Directors, Trus and Contractors (continued)	stees, Foundation Managers, Highly	Paid Employees,
3 Five highest-paid independent contractors for professional service	s (see instructions). If none, enter "NONE".	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional service	s	•
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include organizations and other beneficiaries served, conferences convened, research papers processes and other beneficiaries.		Expenses
1		
		1
-		1
2		
2		
3		
		1
4		
· <u> </u>		1
		-
	,	
Part IX-B Summary of Program-Related Investments		A
Describe the two largest program-related investments made by the foundation duri	ig the tax year on lines 1 and 2	A mount
1		
2		
		1
		1
All other program-related investments. See page 24 of the instruction	anc.	
All other program-related investments See page 24 of the instruction	JII5	
3		-
Total. Add lines 1 through 3		

Pa	rt X Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.)	reign	foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	Average monthly fair market value of securities	1a	7,692,980
b	Average of monthly cash balances	1b	131,761
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	7,824,741
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,824,741
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see		
	ınstructions)	4	117,371
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,707,370
6	Minimum investment return. Enter 5% of line 5	6	385,369
Pai	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operacertain foreign organizations check here ► and do not complete this part.)	atıng	foundations and
1	Minimum investment return from Part X, line 6	1	385,369
2a	Tax on investment income for 2012 from Part VI, line 5 2a 6,221		,
ь	Income tax for 2012 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	6,221
3	Distributable amount before adjustments Subtract line 2c from line 1	3	379,148
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	379,148
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	379,148
Par	t XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	457,066
ь		1b	,
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
_	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
ь	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	457,066
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	Ė	137,000
-	income Enter 1% of Part I, line 27b (see instructions)	5	6,221
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	450,845

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

For	m 990-PF (2012)				Page 9
Р	art XIII Undistributed Income (see ins	tructions)			
		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1	Distributable amount for 2012 from Part XI, line 7				379,148
	Undistributed income, if any, as of the end of 2012				
a a	Enter amount for 2011 only				
	Total for prior years 20				
	Excess distributions carryover, if any, to 2012	-			
a	From 2007	23			
b	From 2008				
	From 2009	—			
d	From 2010	81			
e	From 2011				
	Total of lines 3a through e	314,276			
	Qualifying distributions for 2012 from Part	•			
•	XII, line 4 > \$ 457,066				
а	Applied to 2011, but not more than line 2a				
	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				379,148
	Remaining amount distributed out of corpus	77,918			
5	Excess distributions carryover applied to 2012				
_	(If an amount appears in column (d), the				
	same amount must be shown in column (a).)				
6	Enter the net total of each column as				
	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	392,194			
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				
u	—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				0
_	be distributed in 2013				ľ
,	A mounts 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	101			
	applied on line 5 or line 7 (see instructions)	191,323			
9	Excess distributions carryover to 2013.	200.074			
	Subtract lines 7 and 8 from line 6a	200,871			
	Analysis of line 9	_]			
	Excess from 2008				
	Excess from 2009				
	Excess from 2010 31,30	81			
		_			
е	Excess from 2012	18			

<u> </u>	art XIV Private Operating Four	ndations (see 1	nstructions and P	art VII-A, questi	on 9)	
1a	If the foundation has received a ruling or d foundation, and the ruling is effective for 2					
ь	Check box to indicate whether the organize	•	-		on 「 4942(j)(3) o	or Г 4942(j)(5)
	Enter the lesser of the adjusted net	Tax year	T	Prior 3 years	<u></u>	
	income from Part I or the minimum investment return from Part X for each	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
	year listed					
b	85% of line 2a					
C	Qualifying distributions from Part XII,					
d	Inne 4 for each year listed					
	for active conduct of exempt activities					
е	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					
а	"Assets" alternative test—enter (1) Value of all assets					
	(2) Value of assets qualifying					
	under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3					
	of minimum investment return shown in Part X, line 6 for each year listed					
c	"Support" alternative test—enter					
	(1) Total support other than gross					
	investment income (interest, dividends, rents, payments					
	on securities loans (section					
	512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt					
	organizations as provided in					
	section 4942(j)(3)(B)(III)					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					
Pa	rt XV Supplementary Information			the organizati	on had \$5,000	or more in
	assets at any time during Information Regarding Foundation Manage	<u> </u>	instructions.)			
a	List any managers of the foundation who ha		ore than 2% of the t	otal contributions r	eceived by the foun	dation
	before the close of any tax year (but only I	f they have contrib	outed more than \$5,	,000) (See section	507(d)(2))	
b	List any managers of the foundation who ov	wn 10% or more of	f the stock of a corp	oration (or an equa	lly large portion of t	 he
	ownership of a partnership or other entity)				, , ,	
	Information Regarding Contribution, Grant	. Gift. Loan. Schol	arship, etc., Prograi	ms:		
	Check here I if the foundation only ma				and does not acce	nt
	unsolicited requests for funds If the found	ation makes gifts,	grants, etc (see in	structions) to indiv	iduals or organization	ons under
	other conditions, complete items 2a, b, c,	and d				
а	The name, address, and telephone number	or e-mail of the p	erson to whom appl	ications should be	addressed	
	Sandra Tolle PO Box 3351					
	Tampa,FL 336013351					
	(813) 634-4172					
b	The form in which applications should be s		rmation and materia	als they should incl	ude	
	Application explaining need and intended	use				
С	Any submission deadlines					
	None				<u> </u>	
d	Any restrictions or limitations on awards, factors	sucn as by geogra	ipnicai areas, charit	capie fields, kinds o	r institutions, or oth	er
	Charitable, Medical, Cultural, Educational	, Literacy & Scient	ific Purposes in the	Tampa Bay, Florid	a area	

3 Grants and Contributions Paid		proved for Fi	uture Payment	
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or	A mount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	
a Paid during the year See Additional Data TableSee Additional Data Table	or substantial contributor			
Total	<u> </u>	<u></u>		428,413

Form 990-	<u> </u>	nima Antivitia				Page 1 2
	I-A Analysis of Income-Products amounts unless otherwise indicated		isiness income	Excluded by section	512 513 or 514	(e)
	n service revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	Related or exemp function income (See
a	and contracts from government agencies riship dues and assessments on savings and temporary cash investments and and interest from securities atal income or (loss) from real estate financed property ebt-financed property al income or (loss) from personal property nvestment income (loss) from sales of assets other than inventory		Amount	14 14 14	114,557 149,059	Instructions)
10 Gross (11 Other r b c d e 12 Subtota 13 Total. A	rome or (loss) from special events profit or (loss) from sales of inventory. revenue a				684,850 3	684,850
Line No.	Explain below how each activity for whether accomplishment of the foundation instructions)	ıch ıncome ıs re	ported in column ((e) of Part XVI-A co	ontributed importa	

Part XVII	Information Re Noncharitable				actions and F	Relationships	With			
1 Did the org	anization directly or indirectly				ınızatıon described in	section			Yes	No
501(c) of t	he Code (other than section 5	501(c)(3) or	rganızatıons) or ın s	section 527, relating i	o political organization	ons?	Ī			
a Transfers	from the reporting foun	dation to	a noncharitable	exempt organiza	tion of					
(1) Casl	n						:	1a(1)		No
(2) Othe	erassets						[1a(2)		No
b Other tra	nsactions						Ī			
(1) Sale	s of assets to a nonchar	ıtable exe	empt organizatio	on			:	1b(1)		No
(2) Purc	hases of assets from a r	noncharita	able exempt org	janization				1b(2)		No
(3) Rental of facilities, equipment, or other assets						:	1b(3)		No	
(4) Reim	nbursement arrangemen	ts					[:	1b(4)		No
	s or loan guarantees.							1b(5)		No
(6) Perfo	rmance of services or m	embershi	p or fundraising	solicitations			[1b(6)		No
c Sharing o	of facilities, equipment, n	nailing lis	ts, other assets	s, or paid employe	es		[1c		No
of the go	swer to any of the above ods, other assets, or ser insaction or sharing arra (b) Amount involved	vices give ingement,	en by the report , show in columi	ting foundation It	the foundation re the goods, other	eceived less than	faır market es received	: value I		ıts
+										
described	indation directly or indir d in section 501(c) of th complete the following s (a) Name of organization	e Code (o chedule	ther than section.		n section 527?.		on of relation	. TYe	s [No
Sign the bas	der penalties of perjury, best of my knowledge a ed on all information of v ****** Signature of officer or tr	nd belief, which prep	it is true, correc	ct, and complete		• •		or fidu S discuss eparer sh	this reti	ırn
		I			Date		PTIN	•		
	Print/Type preparer's i	name	Preparer's Sig			Check if self- employed ▶		00853	79	
Paid	Francis D Lagor		Francis D La	agor						
Preparer	Firm's name ►	Brımm	ner Burek & Kee	lan LLP	1	Fırm's EIN ►				
Use				<u> </u>						
Only		5601	Mariner Street	Suite 200						
	Firm's address 🕨	Tampa	a, FL 33609			Phone no (813)	282-3400)		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	A mount
a Paid during the year				
Academy Prep Center of Tampa 1407 E Columbus Drive Tampa, FL 33605	N/A	Pub Char	Funding to be used to purchase and install customized shelving and portable storage units	6,150
Community Stepping Stones 1101 East River Cove Street Tampa,FL 33604	N/A	Pub Char	Funding to be used to install moveable outdoor deep sings for the mural painting programs	1,500
The Dalı Museum One Dalı Blvd St Petersburg,FL 33701	N/A	Pub Char	Challenge grant - 2nd ınstallment	50,000
Girls Inc of Sarasota County 201 S Tuttle Avenue Sarasota,FL 34237	N/A	Pub Char	Funding to be used towards the purchase of a six-burner stove and state-of-the-art ovens	5,000
Manatee Players 503 3rd Avenue West Bradenton,FL 34205	N/A	Pub Char	Contribution towards the new building	5,000
Powerstories Theatre of Tampa Bay I PO Box 18021 Tampa,FL 33679	N/A	Pub Char	Funding to be used for lighting system	2,600
Ruth Eckerd Hall 1111 McMullen Booth Road Clearwater, FL 33759	N/A	Pub Char	Funding for its 2013 Annual membership	1,500
Tampa Musum of Art 120 W Gasparılla Plaza Tampa,FL 33602	N/A	Pub Char	Funding for its major exhibition of the Phillips Collection	10,000
Community Foundation of Tampa Bay I 550 N Reo Street Suite 301 Tampa,FL 33609	N/A	Pub Char	Contribution for the Home Association's agency endowment	3,000
Museum of Fine Arts 255 Beach Drive NE St Petersburg,FL 33701	N/A	Pub Char	Holiday Lights	1,500
Southeastern Guide Dogs 4210 77th Street East Palmetto,FL 34221	N/A	Pub Char	To fund a Recovery Run in the new Veterinary Clinic	5,000
Gulf Ridge Council Boy Scouts of Am 13228 North Central Avenue Tampa,FL 33612	N/A	Pub Char	To establish three permanent camp sites at Camp Owen J Brorein	5,000
Marie Selby Botanical Gardens 811 South Palm Avenue Sarasota,FL 34236	N/A	Pub Char	To construct the Children's Rainforest Garden	20,000
Carrollwood Cultural Center 4537 Lowell Road Tampa,FL 33618	N/A	Pub Char	To purchase a cushioned wood floor for its stage	3,800
Eckerd College 4200 54th Avenue South St Petersburg,FL 33711	N/A	Pub Char	To purchase pianos for the college's music program	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual,	Foundation	Purpose of grant or	A mount
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution	
a Paid during the year				
Tampa Bay Watch 3000 Pinellas Bayway South Tierra Verde,FL 33715	N/A	Pub Char	To transplant grass into an area of historical presence in Tampa Bay	5,000
FSU Foundation and Ringling Center 5402 Bay Shore Road Sarasota,FL 34243	N/A	Pub Char	For the Ringling International Arts Festival	3,470
The Studio620 620 First Avenue South St Petersburg, FL 33701	N/A	Pub char	To purchase a new membership system	1,000
Friends of the Myakka River Inc One North Tuttle Avenue Sarasota,FL 34237	N/A	Pub char	To restore Historical Palm Log Cabins	5,000
More Health Inc 3821 Henderson Blvd Tampa,FL 33629	N/A	Pub Char	To support the Nutrition and Fitness Continuum for the 2012-2013 school year	5,000
The Dalı Museum 1 Dalı Blvd St Petersburg,FL 33701	N/A	Pub Char	Challenge grant - 1st ınstallment	50,000
Mote Marine Laboratory 1600 Ken Thompson Parkway Sarasota,FL 34236	N/A	Pub char	To renovate the Marine's Education Resource Center to add additional classrooms	14,924
Academy Prep Center of Tampa 1407 E Columbus Drive Tampa,FL 33605	N/A	Pub char	Contribution in memory of Bob Samuels	1,000
WUSF Public Broadcasting 4202 E Fowler Avenue TVB100 Tampa, FL 33620	N/A	Pub char	Equipment for Sarasota studio	10,000
Society of St Andrew PO Box 536842 Orlando,FL 32853	N/A	Pub char	Gleaning network	5,000
Meals on Wheels 550 W Hillsborough Avenue Tampa, FL 33603	N/A	Pub char	Ongoing support	3,000
Lifepath Hospice and Palliative Care 12973 N Telecom Pkwy Ste 100 Temple Terrace, FL 33637	N/A	Pub char	Ongoing support	3,000
University of South Fla -College of Arts 4202 E Fowler Ave FAH110 Tampa,FL 33620	N/A	Pub char	Challenge grant	9,869
St Josephs Hospitals Foundation 2700 W MLK Jr Blvd Ste 310 Tampa,FL 33607	N/A	Pub char	Sponsorhip of Golf Classic	2,600
Henry B Plant Museum 401 W Kennedy Blvd Tampa,FL 33606	N/A	Pub char	To assist with Mayor's Crescent Club Dinner	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
Poynter Institute 801 3rd Street South St Petersburg,FL 33701	N/A	Pub char	To create the Write Field with the Tampa Bay Rays	5,000
Tampa Bay History Center 801 Old Water Street Tampa,FL 33602	N/A	Pub char	Ongoing commitment	85,000
Tampa Bay Watch 3000 Pinellas Bayway South Tierra Verde,FL 33715	N/A	Pub char	Annual Tarpon Rodeo	5,000
Museum of Fine Arts 255 Beach Drive NE St Petersburg,FL 33701	N/A	Pub char	Addition to museum	50,000
H Lee Moffitt Cancer Center 12902 Magnolia Drive Tampa,FL 33612	N/A	Pub char	Summer student intern program	25,000
Junior League of Tampa 87 Columbia Drive Tampa, FL 33606	N/A	Pub char	Funding for Children Literacy Project	4,500
Community Foundation of Tampa Bay Inc 550 N Reo Street Suite 301 Tampa,FL 33609	N/A	Pub char	Ongoing commitment	5,000
The Chiselers Inc 136 Chesapeake C/O Robbie Williams Tampa,FL 33606	N/A	Pub char	Ongoing support	2,500
Total				428,413

TY 2012 Accounting Fees Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	5,000	0	0	0

TY 2012 Investments Corporate Bonds Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Federal National Mortgage 4/19/2027 3%	99,957	100,683
Federal National Mortgage 2/8/2027 2.25%	200,007	200,362
Federal National Mortgage3/29/2027 2.25%	100,007	100,393
Goldman Sachs Group Inc 4% 8/3/27	199,507	199,044
BMO Bank of Montreal 2.5% 1/11/17	202,239	209,648
Allergan Inc Notes 3.375% 9/15/20	209,507	216,322
AT&T Inc Glbl Nt 4.45% 5/15/21	204,667	230,972
Federal Home Loan Mtg Nte 2.25% 10/25/25		
Wells Fargo & Co 3.75% 10/1/14	206,315	210,876
Verizon Communications 5.5% 4/1/17	204,836	234,700
SBC Communications Inc 5.625% 6/15/16	204,950	229,556
Pitney Bowes Inc 5% 3/15/15	202,058	210,188
JP Morgan Chase 4.65% 6/1/14	199,920	210,722
IShares Trust Barclays Cr Bd Fd		
IShares Barclays Int Cr Bond Fd		
IShares Iboxx Inv Gr Corp Bond Fd		
Goldman Sachs Grp Inc 4.75% 7/15/13	199,612	204,194
General Electric Cap 5.65% 6/9/14	203,416	213,704
Emerson Electric 4.875% 10/15/19	196,800	239,440
Federal Home Loan Mtg Corp 2% 9/9/25	200,007	200,824
Federal Home Loan Mtg Note 3% 8/15/25	200,007	200,618

TY 2012 Investments Corporate Stock Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Name of Stock	End of Year Book	End of Year Fair
	Value	Market Value
Vodafone Group Plc	96,847	94,463
Du Pont E I De Nemours & Co	111,992	107,948
Cisco Systems Inc	130,043	134,107
Baxter International Inc	134,142	149,985
General Mills Inc.	116,281	124,292
VF Corp	118,814	120,776
Target Corp	130,737	118,340
Mattel Inc	99,625	109,860
Lincare Holdings Inc		
Blackrock Inc	117,821	149,865
Bank of Montreal	128,722	134,860
BB&T Corp	109,460	117,896
Royal Dutch Shell Plc Adr	169,513	166,592
Procter & Gamble Co		
McCormick & Co Inc		
Home Depot Inc		
United Parcel Service	84,027	106,909
Novartis Ag Adr	110,786	145,590
Exxon Mobil Corp		
Waste Management Inc	84,799	106,281
United Technologies Corp	68,941	114,814
Sysco Corp	128,588	169,381
Spectra Energy Corp	106,873	171,125
Sonoco Products Co		
Rayonier Inc	55,351	114,026
Pepsico Inc	96,811	126,596
Paychex Inc	109,652	124,400
Microsoft Corp	122,526	145,568
McDonalds Corp	74,546	119,084
Johnson & Johnson	111,389	140,200

Name of Stock	End of Year Book Value	End of Year Fair Market Value
International Business Machines Corp	60,826	81,409
Intel Corp	98,042	127,844
Health Care Reit Inc	66,666	140,967
Duke Energy Corp	95,339	144,571
Chevron Corp	108,797	162,210
Becton, Dickinson & CO		
AT&T Inc	61,871	82,590
Air Products And Chemicals	82,651	109,226
Abbott Laboratories	105,358	153,925
3М Со	84,972	139,275
<u> </u>	1 31,372	133,27

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TY 2012 Other Decreases Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Description	Amount
Prior Year Tax Paid	2,954
Estimated Tax Payments	10,760

TY 2012 Other Expenses Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dues	2,000			2,000
Administrative Fees	9,689			9,689

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TY 2012 Other Increases Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Description	Amount
Book/Tax Differences	924

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TY 2012 Other Professional Fees Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Mgmt Fees	48,991	48,991	0	0

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TY 2012 Taxes Schedule

Name: Frank E Duckwall Foundation

EIN: 59-6773462

Software ID: 12000229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	1,785	1,785		