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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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

Ervin G. Houchens Foundation, Inc.

Number and street (or P O box number if mail is not delivered to street address)

P.O. Box 109

City or town, state, and ZIP code

Bowling Green**KY 42102-0109**

G Check all that apply.

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col (c),
line 16) ► \$ **1,748,579** (Part I, column (d) must be on cash basis)J Accounting method: Cash Accrual
 Other (specify)

A Employer identification number

61-0623087

B Telephone number (see instructions)

270-781-4222C "Exempt or applicability pending, check here" ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the
85% test, check here and attach computation ► E If private foundation status was terminated under
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses** (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	23,706		
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	104	104	0
	4 Dividends and interest from securities	2,060	2,060	0
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10			
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		0	
	8 Net short-term capital gain			0
	9 Income modifications			189,830
Operating and Administrative Expenses	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)	29,431	29,431	29,431
	12 Total Revenue Add lines 1 through 11	55,301	31,595	219,261
	13 Compensation of officers, directors, trustees, etc.	31,000		
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	4,350	1,450	1,450
	c Other professional fees (attach schedule)			
Operating and Administrative Expenses	17 Interest			
	18 Taxes (attach schedule) (see instructions)	715		
	19 Depreciation (attach schedule) and depletion	6,325		
	20 Occupancy	31,927		31,927
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	23,502	7,551	7,549
	24 Total operating and administrative expenses.	97,819	9,001	8,999
	Add lines 13 through 23			41,779
	25 Contributions, gifts, grants paid	161,131		161,131
	26 Total expenses and disbursements. Add lines 24 and 25	258,950	9,001	8,999
	27 Subtract line 26 from line 12:	-203,649		
	a Excess of revenue over expenses and disbursements			
	b Net investment income (if negative, enter -0-)		22,594	
	c Adjusted net income (if negative, enter -0-)			210,262

For Paperwork Reduction Act Notice, see Instructions.

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash – non-interest-bearing		110,125	93,049	93,049
2	Savings and temporary cash investments		32,835	47,543	47,543
3	Accounts receivable ►				
	Less. allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less. allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach schedule) ►		0		
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments – U.S. and state government obligations (attach schedule)				
b	Investments – corporate stock (attach schedule)				
c	Investments – corporate bonds (attach schedule)	See Stmt 7	44,693	30,214	28,966
11	Investments – land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment basis ►	445,052			
	Less accumulated depreciation (attach sch) ► Stmt 8	52,779			
15	Other assets (describe ►	See Statement 9	864,829	673,550	673,550
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		1,441,726	1,236,629	1,748,579
Liabilities					
17	Accounts payable and accrued expenses		17,087	1,448	
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►)	17,087	1,448	
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► <input type="checkbox"/>		
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	► <input checked="" type="checkbox"/>				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund		245,003	245,003	
29	Retained earnings, accumulated income, endowment, or other funds		1,179,636	990,178	
30	Total net assets or fund balances (see instructions)		1,424,639	1,235,181	
31	Total liabilities and net assets/fund balances (see instructions)		1,441,726	1,236,629	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,424,639
2	Enter amount from Part I, line 27a	2	-203,649
3	Other increases not included in line 2 (itemize) ► See Statement 10	3	17,087
4	Add lines 1, 2, and 3	4	1,238,077
5	Decreases not included in line 2 (itemize) ► See Statement 11	5	2,896
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,235,181

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Worksheet				
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	178,689	220,207	0.811459
2010	292,272	263,526	1.109082
2009	429,769	283,618	1.515309
2008	221,385	272,360	0.812840
2007	318,558	181,998	1.750338

2 Total of line 1, column (d) 2 **5.999028**

3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 **1.199806**

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 **186,729**

5 Multiply line 4 by line 3 5 **224,039**

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 **226**

7 Add lines 5 and 6 7 **224,265**

8 Enter qualifying distributions from Part XII, line 4 8 **202,910**

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.		
	Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1	452
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)	2	0
3	Add lines 1 and 2	3	452
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0)	4	0
5	Tax based on investment income. Subtract line 4 from line 3, if zero or less, enter -0	5	452
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	809
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	800
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,609
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,157
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ►	11	Refunded

Part VII-A | Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? **1a** **No**

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. **1b** **No**

c Did the foundation file Form 1120-POL for this year? **1c** **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. ► \$ _____

e 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? If "Yes," attach a detailed description of the activities. **2** **No**

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? If "Yes," attach the statement required by General Instruction T **5** **No**

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** **No**

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** **No**

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **8a** **No**
KY

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation **8b** **No**

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**

Stmt 12

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Part VII-A | Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/>	<input type="checkbox"/>
14	The books are in care of ► Lou Beckner 191 W. Professional Park Court	Telephone no. ► 270-781-4222		
	Located at ► Bowling Green	KY	ZIP+4 ► 42104	
15	Section 4947(a)(1) non-exempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 <input type="checkbox"/>		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.					
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>			
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?	1b			
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)):	1c <input checked="" type="checkbox"/>			
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? If "Yes," list the years ► 20 20 20 20	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.)	2b <input type="checkbox"/>			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 20 20 20	2c <input type="checkbox"/>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b <input type="checkbox"/>			
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?	4a <input checked="" type="checkbox"/>			
		4b <input checked="" type="checkbox"/>			

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	if any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13				

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

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

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

0

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

3 Five highest-paid independent contractors for professional services (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 services

Part IX-A | Summary of Direct Charitable Activities

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

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	Occupancy expenses to maintain museum buildings and ground at Adams Street property.	13,384
2	Expenses to maintain museum buildings and ground at Dover Road property in Barren County KY.	18,543
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.

Describe the two largest program-related investments made by the foundation during the last year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3.		►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,785
b	Average of monthly cash balances	1b	152,788
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	189,573
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	189,573
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	2,844
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	186,729
6	Minimum investment return. Enter 5% of line 5	6	9,336

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

1	Minimum investment return from Part X, line 6	1	9,336
2a	Tax on investment income for 2012 from Part VI, line 5	2a	452
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	452
3	Distributable amount before adjustments Subtract line 2c from line 1	3	8,884
4	Recoveries of amounts treated as qualifying distributions	4	189,830
5	Add lines 3 and 4	5	198,714
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	198,714

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	202,910
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	202,910
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	202,910

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

Part XIII | Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				198,714
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only				
b Total for prior years: 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	170,005			
d From 2010	85,765			
e From 2011	39,813			
f Total of lines 3a through e	295,583			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 202,910				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				198,714
e Remaining amount distributed out of corpus	4,196			
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:	299,779			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	299,779			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	170,005			
c Excess from 2010	85,765			
d Excess from 2011	39,813			
e Excess from 2012	4,196			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling				►		
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)						
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
b	85% of line 2a						
c	Qualifying distributions from Part XII, line 4 for each year listed						
d	Amounts included in line 2c not used directly for active conduct of exempt activities						
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
3	Complete 3a, b, or c for the alternative test relied upon:						
a	"Assets" alternative test – enter:						
(1)	Value of all assets						
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)						
b	"Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c	"Support" alternative test – enter:						
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3)	Largest amount of support from an exempt organization						
(4)	Gross investment income						

Part XV | Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1	Information Regarding Foundation Managers:			
a	List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)			
N/A				
b	List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.			
N/A				
2	Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:			
Check here ► <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.				
a	The name, address, and telephone number or e-mail of the person to whom applications should be addressed: Lynne Martin P.O. Box 357 Bowling Green KY 42102			
b	The form in which applications should be submitted and information and materials they should include: Letter with comprehensive details			
c	Any submission deadlines: None			
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: Churches, Charities, & Schools in Southwestern Kentucky			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 14				161,131
Total			► 3a	161,131
b Approved for future payment N/A				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	104
4 Dividends and interest from securities				14	2,060
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income				14	29,431
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		31,595	0
13 Total. Add line 12, columns (b), (d), and (e)		13		31,595	

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B | Relationship of Act

Line No Explain below how each activity for which

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of.

(1) Cash
(2) Other assets
b Other transactions

(1) Sales of assets to

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

<p>Sign Here</p>  <p><u>Constance S. Breyger</u></p> <p>Signature of officer or trustee</p>	<p><u>11-15-13</u></p> <p>Date</p>	 <p><u>President</u></p> <p>Title</p>
<div style="border: 1px solid black; padding: 5px; display: inline-block;"> May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>		

Paid Preparer Use Only	Print/Type preparer's name Jerry W. Shelton	Preparer's signature 	Date 11-8-13	Check <input type="checkbox"/> if self-employed
	Firm's name ► Shelton CPAs, LLP		PTIN P01332985	
	Firm's address ► 181 West Professional Park Court Bowling Green, KY 42104		Firm's EIN ► 61-1274635	
		Phone no 270-842-9620		

Schedule B
**(Form 990, 990-EZ,
or 990-PF)**
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

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

2012

Name of the organization	Employer identification number
Ervin G. Houchens Foundation, Inc.	61-0623087

Organization type (check one):

Filers of: Section:

Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

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

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

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

► \$

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

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

Name of organization

Ervin G. Houchens Foundation, Inc.

Employer identification number

61-0623087**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	E G Houchens Foundation, Inc Char Tr P O Box 109 Bowling Green KY 42102 0109	\$ 13,706	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	Insurance Specialists 1750 Scottsville Road, Ste 4 Bowling Green KY 42104	\$ 6,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

-Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2012Attachment
Sequence No **179**

Name(s) shown on return

Ervin G. Houchens Foundation, Inc.

Identifying number

61-0623087

Business or activity to which this form relates

Indirect Depreciation**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	5,846
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	<input type="checkbox"/>	

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		300	5.0	HY	150DB	45
c 7-year property		2,555	7.0	HY	150DB	274
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property	01/11/12	6,500	39 yrs	MM	S/L	160
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	6,325
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

DAA

Form **4562** (2012)
There are no amounts for Page 2

Capital Gains and Losses for Tax on Investment Income

Form 990-PF

2012

For calendar year 2012, or tax year beginning _____, and ending _____

Name

Ervin G. Houchens Foundation, Inc.

Employer Identification Number

61-0623087

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co

(b) How acquired
P-Purchase
D-Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)

(1) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	01/25/12
(2) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	02/25/12
(3) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	03/25/12
(4) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	05/25/12
(5) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	07/25/12
(6) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	08/25/12
(7) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	09/25/12
(8) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	10/25/12
(9) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	11/25/12
(10) FNMA 11-102GJ CUSIP:3136A1AM7	P	Various	12/25/12
(11) FNMA 05-29NH CUSIP:31394DGQ7	P	Various	01/25/12
(12) FNMA 05-29NH CUSIP:31394DGQ7	P	Various	02/25/12
(13) FNMA 05-29NH CUSIP:31394DGQ7	P	Various	03/25/12
(14) FNMA 05-29NH CUSIP:31394DGQ7	P	Various	04/25/12
(15) FNMA 05-29NH CUSIP:31394DGQ7	P	Various	05/25/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 175		175	
(2) 710		710	
(3) 589		589	
(4) 685		685	
(5) 944		944	
(6) 277		277	
(7) 351		351	
(8) 1,970		1,970	
(9) 604		604	
(10) 1,057		1,057	
(11) 404		404	
(12) 537		537	
(13) 234		234	
(14) 860		860	
(15) 515		515	

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Capital Gains and Losses for Tax on Investment Income

Form 990-PF

2012

For calendar year 2012, or tax year beginning

, and ending

Name

Ervin G. Houchens Foundation, Inc.

Employer Identification Number

61-0623087

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	06/25/12
(2) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	07/25/12
(3) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	08/25/12
(4) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	09/25/12
(5) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	10/25/12
(6) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	11/25/12
(7) FNMA 05-29NH CUSIP:31394DGQ7		P	Various	12/25/12
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 469		469	
(2) 735		735	
(3) 865		865	
(4) 492		492	
(5) 1,031		1,031	
(6) 730		730	
(7) 244		244	
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

1244 Ervin G. Houchens Foundation, Inc.

61-0623087

FYE: 12/31/2012

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 9 - Income Modifications

Description	Amount
Recoveries	\$ 189,830
Total	\$ <u>189,830</u>

1244 Ervin G. Houchens Foundation, Inc.
 61-0623087
 FYE: 12/31/2012

Federal Statements

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Program-related Investments	\$ 29,431	\$ 29,431	\$ 29,431
Total	\$ 29,431	\$ 29,431	\$ 29,431

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 4,350	\$ 1,450	\$ 1,450	\$ 1,450
Total	\$ 4,350	\$ 1,450	\$ 1,450	\$ 1,450

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Filing Fee	\$ 15	\$	\$	\$
Taxes	700	0	0	0
Total	\$ 715	\$ 0	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description	Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Copier / 2 Fax Machines /	7/24/00	\$ 6,580	\$ 6,580	Folding Machine	7	\$ 7	\$	\$
Phone System / Stereo Equip	7/28/00	3,986	3,986	2000DB	7	7		
Computer / Printer	9/18/00	2,272	2,272	2000DB	5	5		

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

<u>Description</u>	<u>Date Acquired</u>	<u>Cost Basis</u>	<u>Prior Year Depreciation</u>	<u>Method</u>	<u>Life</u>	<u>Current Year Depreciation</u>	<u>Net Investment Income</u>	<u>Adjusted Net Income</u>
Conference Table / 12 Chairs	12/06/00	\$ 3,800	\$ 3,800	200DB	7	\$ 7	\$	\$
Sharp 207 Copier	10/31/03	3,250	3,250	150DB	5			
Computer	6/01/04	1,908	1,908	150DB	5			
Building Improvements	12/31/04	39,300	7,054	S/L	39	1,008		
Roofing Buildings @ Farm	4/11/05	12,925	2,223	S/L	39	332		
Billboard	6/16/05	2,105	353	S/L	39	54		
Adams St. Property Imp.	2/17/05	15,500	2,732	S/L	39	398		
New Mower	9/12/06	6,700	5,469	150DB	7	821		
Improvements Eloise Center	10/01/06	15,827	2,114	S/L	39	405		
Heat & Air Unit	3/07/06	3,205	476	S/L	39	82		
Dozer Work on Roads	3/28/07	3,722	0					
White Fence at Farm	6/21/07	8,850	6,140	150DB	7	1,084		
A/C Unit new blower & insulation	12/28/07	2,385	247	S/L	39	61		
Front Porch Eloise Center	7/01/07	9,081	1,038	S/L	39	233		
Front Porch Eloise Center	4/08/08	5,300	504	S/L	39	136		
Remodeling at Eloise Center	7/16/09	9,895	624	S/L	39	253		
Building Improvements at Farm	11/11/10	25,983	750	S/L	39	666		

1244 Ervin G. Houchens Foundation, Inc.
 61-0623087
 FYE: 12/31/2012

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

<u>Date Acquired</u>	<u>Cost Basis</u>	<u>Description</u>	<u>Prior Year Depreciation</u>	<u>Method</u>	<u>Life</u>	<u>Current Year Depreciation</u>	<u>Net Investment Income</u>	<u>Adjusted Net Income</u>
Bldg Improvements-Adams Street 9/09/11	\$ 12,188	91 S/L			39	\$ 313	\$	\$
Computer - Lou 5/10/12	300	150DB			5	45		
HVAC - Farm House 1/11/12	6,500	S/L			39	160		
Updated Security System-Houchens Ctr 6/04/12	2,555	150DB			7	274		
Total	\$ 204,117	\$ 51,611				\$ 6,325	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
Expenses	\$	\$	\$	\$
Contract Labor	17,704	5,902	5,901	5,901
Insurance	852			852
Office Expense	4,946	1,649	1,648	1,649
Total	\$ 23,502	\$ 7,551	\$ 7,549	\$ 8,402

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Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FNMA CUSIP 31394BQ72	\$ 19,642	\$ 19,642	Cost	\$ 20,840
FNMA CUSIP 3136A1AM7	14,845	7,483	Cost	7,002
FNMA CUSIP 31394DGQ7	10,206	3,089	Cost	1,124
Total	\$ 44,693	\$ 30,214		\$ 28,966

Statement 8 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Land & Buildings 1115 Adams St.	\$ 35,110	\$ 35,110	\$	\$ 400,000
1115 Adams St. Remodeling	91,182	91,182		94,903
Land 1103 Adams St.	28,000	28,000		28,000
Land & Building Dover Church Rd.	213,662	213,662		309,192
Land Improvements 1103 Adams St.	28,495	28,495		28,495
Furn., Fixtures, & Equip., - Office	44,881	44,881		44,881
Total	\$ 3,722	\$ 3,722		\$ 905,471
	\$ 400,171	\$ 445,052		
			\$ 52,779	

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Description	Beginning of Year	End of Year	Fair Market Value
Program Related Loans-see schedule	\$ 864,829	\$ 673,550	\$ 673,550
Total	\$ 864,829	\$ 673,550	\$ 673,550

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
Program-Related Loan Bookkeeping Adjust	\$ 17,087
Total	\$ 17,087

Statement 11 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Write-Off Program-Related Loan Balances	\$ 2,896
Total	\$ 2,896

1244 Ervin G. Houchens Foundation, Inc.
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Statement 12 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name _____ Address _____
City, State, Zip _____

See Sched. B Part 1

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Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
		President	2.00	0	0
		Vice Pres.	2.00	0	0
		Sec. /Treas.	4.00	0	0
		Asst. Sec.	20.00	31,000	0
		Director	2.00	0	0
		Director	2.00	0	0
Covella H. Biggers 191 W. Professional Park Court Bowling Green KY 42101	President	2.00	0	0	0
C. Cecil Martin 191 W. Professional Park Court Bowling Green KY 42101	Vice Pres.	2.00	0	0	0
Lynne B. Martin 191 W. Professional Park Court Bowling Green KY 42101	Sec. /Treas.	4.00	0	0	0
Lou Beckner 191 W. Professional Park Court Bowling Green KY 42101	Asst. Sec.	20.00	31,000	0	0
George Suel Houchens 191 W. Professional Park Court Bowling Green KY 42101	Director	2.00	0	0	0
Tara Biggers Parker 191 W. Professional Park Court Bowling Green KY 42101	Director	2.00	0	0	0

Federal Statements

Statement 14 - Form 990-PF, Part XV - Grants and Contributions Paid During the Year

Name	Address	Status	Purpose	Amount
American Cancer Society	Bowling Green, KY	Public Charity	Gift	2,500
American Heart Association	Bowling Green, KY	Public Charity	Gift	3,000
Aviation Heritage Park	Bowling Green, KY	Public Charity	Gift	680
BG Boys & Girls Club	Bowling Green, KY	Public Charity	Gift	23,445
BG High School	Bowling Green, KY	Public Charity	Gift	5,750
BG Human Rights Commission	Bowling Green, KY	Public Charity	Gift	600
BG Junior Womens Club	Bowling Green, KY	Public Charity	Gift	2,200
BG-WC Humane Society	Bowling Green, KY	Public Charity	Gift	5,400
Bowling Green Quarterback Club	Bowling Green, KY	Public Charity	Gift	1,000
BG Rose Society	Bowling Green, KY	Public Charity	Gift	300
Big Brothers/Big Sisters of BG, KY	Bowling Green, KY	Public Charity	Gift	250
Builders Assoc. of S. C. KY Found.	Bowling Green, KY	Public Charity	Gift	1,000
CASA of South Central KY, Inc.	Bowling Green, KY	Public Charity	Gift	250
Eloise B. Houchens Center	Bowling Green, KY	Public Charity	Gift	11,715
Friends of Barren River Lake & Park	Bowling Green, KY	Public Charity	Gift	250
Goat Gary Charity Golf Foundation	Bowling Green, KY	Public Charity	Gift	1,000
Holiday Bash	Bowling Green, KY	Public Charity	Gift	25,500
Horse Cave Theatre	Horse Cave, KY	Public Charity	Gift	5,000
Kentucky Wesleyan College	Owensboro, KY	Public Charity	Gift	10,000
KY Sheriff's Ranch	Gilbertsville, KY	Public Charity	Gift	300
March of Dimes	Bowling Green, KY	Public Charity	Gift	2,450
Public Theatre of KY	Bowling Green, KY	Public Charity	Gift	500
RBC Ministries	Grand Rapids, MI	Public Charity	Gift	400
Salvation Army	Bowling Green, KY	Public Charity	Gift	2,000
SkyPac	Bowling Green, KY	Public Charity	Gift	6,653
St. Joseph	Bowling Green, KY	Public Charity	Gift	1,000
St. Jude Childrens Hospital	Bowling Green, KY	Public Charity	Gift	2,500
The Dream Factory, Inc.	Bowling Green, KY	Public Charity	Gift	1,400
The Presid. Club of South Cent. KY	Bowling Green, KY	Public Charity	Gift	2,780
United Way of Lee County	Fort Myers, FL	Public Charity	Gift	2,000
Warren Central I High School	Bowling Green, KY	Public Charity	Gift	500
Western KY Alumni Association	Bowling Green, KY	Public Charity	Gift	60
Western KY Athletic Foundation	Bowling Green, KY	Public Charity	Gift	28,620
Western KY University	Bowling Green, KY	Public Charity	Gift	10,129
				161,131

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 Part II, Item 15
 Program Related Loans

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A/C #	NAME OF MORTGAGEE	BEGINNING BALANCE	NEW LOANS	RECOVERY	ENDING BALANCE
LEH01	Alvaton Church of Christ	0.91			0.00
	Barbe Baptist Church	6,852.32		836.91	5,995.41
-	Berean Baptist	37,229.21		10,420.43	26,808.78
-	Bethel Fellowship	0.00			0.00
	Blue Ball Baptist Church	(1,734.41)			0.00
	Blue Level Miss. Baptist Church	(273.88)			0.00
-	Bowling Green Christian Academy	(226.64)			0.00
-	Bowling Green Seventh Day Adv.Ch.	266.15			0.00
	Boys & Girls Club of Bowling Green	5,000.00		5,000.00	0.00
BUR002	Burkesville Baptist	5,819.08			5,819.08
CAR004	Carve Rock Missionary Baptist	(421.52)			0.00
	Cave Springs Missionary Baptist	0.00			0.00
-	Cedar Grove Baptist	9,566.18			9,566.18
-	Center Baptist	2,290.93			2,290.93
-	Christian County Rescue	3,350.01			3,350.01
	Church of God	25,773.87			25,773.87
CHU023	Church of Jesus Christ	(237.67)			0.00
CRO010	Crossroads Baptist Church	542.41			542.41
	Ebenezer Presbyterian Church	(3,530.84)			0.00
EDM004	Edmonton United Methodist	2,311.17			2,311.17
-	Eleventh Street Baptist Church	(19.78)			0.00
	Fairview United Methodist	831.10			831.10
	Faith Missionary Baptist Church	27,232.82		5,256.73	21,976.09
FIR010	First Baptist Church-Scottsville	10,465.82			10,465.82
	First Baptist - Tompkinsville	(107.95)			0.00
	First Baptist Church of Woodburn	0.40			0.00
	First Presbyterian-Russellville	4.63			0.00
	Franklin Church of Christ	125,913.99		10,950.07	114,963.92
-	Free Union General Baptist Church	(689.44)			0.00
	Free Union Separate Baptist Ch	(273.22)			0.00
	Gethsemane Baptist Church	1,854.43			1,854.43
	Glasgow Scottie Band Boosters	3,487.81		3,487.81	0.00
-	Glasgow Wesleyan Church	52,200.47		30,636.08	21,564.39
GLE010	Glen Lily Baptist Church	4,402.20			4,402.20
GRA008	Grace Baptist Church	48,323.18		49,771.04	(1,447.86)
	Great Commission Bible Church	444.24			0.00
-	Greenmeadows United Bapt. Church	21,283.55		2,016.26	19,267.29
HAL002	Halls Chapel Baptist Church	4,200.00			4,200.00
-	Haywood V.F.D.	(0.11)			0.00
	Hogards Chapel United Methodist	0.00			0.00
	Honey Grove Volunteer Fire Dept.	25,216.79		8,134.57	17,082.22
IMM005	Immanuel Baptist Church	(167.18)			0.00
-	Jackson Chapel - Anthony	1,958.47			1,958.47
JAC005	Jackson Grove Baptist	4,168.62			4,168.62
-	Jacob Grove Baptist	35,432.06		5,762.95	29,669.11
LEI010	Leitchfield Church of God	11,124.50			11,124.50
	Liberty Chapel	(2,590.50)			0.00
-	Liberty Separate Baptist Church	6,621.38			6,621.38
	Little Barren Baptist Church	(351.85)			0.00
	Little Barren Bapt. Church-Note 2	4,566.53		875.21	3,691.32

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Program Related Loans

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LIT001	Little Bethel Baptist	1,554.53			1,554.53
	Little Clifty Baptist Church	(194.39)			0.00
LIT010	Little Freedom Missionary Baptist	(217.86)			0.00
	Little River General Baptist	10,000.00			10,000.00
-	Loving Springs Baptist	(140.71)			0.00
MAR004	Marrian Grove	(399.73)			0.00
	Maysville Miss. Baptist	13,061.66		1,108.91	11,952.75
	Middleton Baptist Church	38,935.48		19,070.69	19,864.79
MID005	Midway United Miss. Baptist	2,534.44			2,534.44
MOR010	Morning Star Baptist	316.88			0.00
-	Mt. Lebanon Baptist	(125.85)			0.00
	Mt. Olivet Cumberland Presbyterian	0.00			0.00
-	Mt. Roberts Baptist	(2,018.93)			0.00
MTU010	Mt. Union Baptist	236.69			0.00
	Mt. Vernon Baptist Church	(4.24)			0.00
MTV013	Mt. Vernon Missionary Baptist	4,600.00			4,600.00
MTZ005	Mt. Zion Baptist Church	61,748.62		3,078.98	58,669.64
	Muldraugh Hill Baptist	(1,053.67)			0.00
-	Munfordsville Church of God	392.26			0.00
-	New Bethel United Methodist	15,011.52		15,011.52	0.00
-	New Hope General Baptist	11,879.01			11,879.01
	New Life Pentecostal	119.07			0.00
	Nolynn Asso of Separate Baptist CH	0.00			0.00
NOR009	Northside Free Will	25,595.46		6,484.94	19,110.52
-	Oakland Baptist	257.49			0.00
	Old Liberty General Baptist	15.47			0.00
OLD006	Old Union Baptist	(0.06)			0.00
PLE004	Pleasant View Baptist	407.21			0.00
POP004	Poplar Grove Baptist	5,220.00			5,220.00
-	Public Theatre of Kentucky	15.45			0.00
-	Randolf Baptist Church	24.73			0.00
	Rough Creek Missionary Baptist	8.24			0.00
-	Scottsville Road Baptist - BG	7.25			0.00
-	Second Baptist	89.23			0.00
-	Servant Valley United Baptist	14.37			0.00
	Servant Valley United Baptist - #2	10.05			0.00
SHA020	Sharon Grove Baptist Church	1,025.38			1,025.38
SHI005	Shiloh General Baptist Church	(817.77)			0.00
SMI046	Smith Grove Baptist Church	706.26			706.26
	Smith Grove Presbyterian Church	686.59			686.59
	Smith Grove United Methodist Ch	0.42			0.00
SOM021	Somerset Independent Baptist	20.56			0.00
SOU050	Southside Baptist Missionary	171,050.06		11,907.48	159,142.58
STJ007	St. Johns United Methodist	149.21			0.00
-	State Street Baptist Church	(882.47)			0.00
-	Taylor's Chapel U.M. Church	0.18			0.00
UNI010	Union General Baptist Church	6,196.03			6,196.03
VIC005	Victory Baptist	0.00			0.00
	Vincent Church	95.24			0.00
-	White Stone Quarry Baptist	(85.39)			0.00
	Wigwam Full Gospel Church	4,108.39			4,108.39
-	Woodlawn Christian Church	(521.24)			0.00

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 Part II, Item 15
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3 of 3

Subtotal		847,741.36	0.00	189,830.58	672,101.75
Write-off bad small loans		(2,896.33)			
Correct for bookkeeping errors		17,087.30			
Reclassify negative balances @12/31/12		-	-	(1,447.86)	1,447.86
Total		\$ 861,932.33	\$ -	\$ 188,382.72	\$ 673,549.61

Add reclass amount for recovery amount 1,447.86

Recoveries \$ 189,830.58

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Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Letter with comprehensive details

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Churches, Charities, & Schools in Southwestern Kentucky

Year Ended: December 31, 2012

61-0623087

Ervin G. Houchens Foundation, Inc.
P.O. Box 109
Bowling Green, KY 42102-0109

**Electing out of Bonus Depreciation Allowance for
All Eligible Depreciable Property**

The taxpayer elects out of first-year bonus depreciation allowance under IRC Section 168(k) for all eligible asset classes of depreciable property acquired after December 31, 2007. This election applies to all eligible depreciable property placed in service during the tax year.

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Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	How Received		Cost	Expense	Depreciation	Net Gain / Loss
		Date Acquired	Date Sold				
Sharp 2007 Copier	10/31/03	1/01/12	\$	\$ 3,250	\$	\$ 3,250	\$ 0
Computer	6/01/04	5/10/12	\$	\$ 1,908	\$	\$ 1,908	\$ 0
Total			\$ 0	\$ 5,158	\$ 0	\$ 5,158	\$ 0

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Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
Interest on Savings	\$ 104			14	
Total	\$ 104				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
Interest on Investments	\$ 1,859			14	KY
OID Income	\$ 166			14	KY
Other Investment Income	\$ 35			14	KY
Total	\$ 2,060				

Other Investment Income

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
Program-related Investments	\$ 29,431			14
Total	\$ 29,431			