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

2012

Department of the Treasury
Internal Revenue Service

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

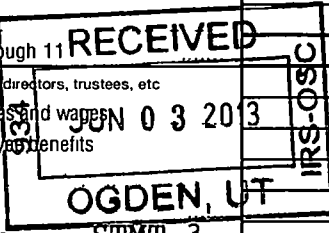
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation B & R CHARITABLE FOUNDATION, INC.		A Employer identification number 62-1664477
Number and street (or P O box number if mail is not delivered to street address) 95 WHITE BRIDGE ROAD	Room/suite 223	B Telephone number (615) 385-2566
City or town, state, and ZIP code NASHVILLE, TN 37205		C If exemption application is pending, check here <input type="checkbox"/>
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 312,330.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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	0.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8.	8.		STATEMENT 1
	4 Dividends and interest from securities	5,287.	5,287.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,929.			
	b Gross sales price for all assets on line 6a	42,521.			
	7 Capital gain net income (from Part IV, line 2)		9,929.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	15,224.	15,224.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employer benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	1,400.	0.		1,400.
	17 Interest				
	18 Taxes	108.	106.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	211.	0.		211.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,719.	106.		1,611.
	25 Contributions, gifts, grants paid	51,431.			51,431.
26 Total expenses and disbursements. Add lines 24 and 25	53,150.	106.		53,042.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-37,926.				
b Net investment income (if negative, enter -0-)		15,118.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	6,866.	3,940.	3,940.
	2 Savings and temporary cash investments	5,714.	3,526.	3,526.
	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	1,900.	2,500.	2,500.
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	202,827.	170,235.	212,124.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7	91,060.	90,240.	90,240.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	308,367.	270,441.	312,330.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,000.	1,000.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	465,881.	465,881.	
	29 Retained earnings, accumulated income, endowment, or other funds	-158,514.	-196,440.	
30 Total net assets or fund balances	308,367.	270,441.		
31 Total liabilities and net assets/fund balances	308,367.	270,441.		

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	308,367.
2 Enter amount from Part I, line 27a	2	-37,926.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	270,441.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	270,441.

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 150 SHS CVS CAREMARK CORPORATION CMN	P	05/09/08	01/09/12
b 75 SHS PRAXAIR, INC	P	06/14/06	01/09/12
c 100 SHS QUALCOMM INC	P	05/30/06	01/09/12
d 50 SHS PEPSICO INC	P	05/09/08	09/24/12
e 300 SHS TARGET CORPORATION	P	06/14/06	09/24/12
(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)
a 6,126.		6,210.	-84.
b 7,941.		3,894.	4,047.
c 5,461.		4,529.	932.
d 3,518.		3,386.	132.
e 19,475.		14,573.	4,902.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			-84.
b			4,047.
c			932.
d			132.
e			4,902.
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 9,929.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}		3 N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2011	107,156.	375,693.	.285222
2010	75,031.	444,997.	.168610
2009	62,578.	376,919.	.166025
2008	129,258.	544,292.	.237479
2007	119,128.	710,235.	.167730

2 Total of line 1, column (d)	2	1.025066
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	.205013
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	312,171.
5 Multiply line 4 by line 3	5	63,999.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	151.
7 Add lines 5 and 6	7	64,150.
8 Enter qualifying distributions from Part XII, line 4	8	53,042.

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	302.
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	302.
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	302.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	7		0.
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		302.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. $\$$ 0. (2) On foundation managers. $\$$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. $\$$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) \blacktriangleright TN		
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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

N/A

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)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ DAVID D. DORTCH Telephone no. ▶ (615) 385-2566 Located at ▶ 95 WHITE BRIDGE ROAD, STE 223, NASHVILLE, TN ZIP+4 ▶ 37205			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here **N/A**

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? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). **N/A**

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A**

5b		
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID D. DORTCH 95 WHITE BRIDGE ROAD, STE 223 NASHVILLE, TN 37205	PRESIDENT 2.00	0.	0.	0.
BETH FRANKLIN 95 WHITE BRIDGE ROAD, STE 223 NASHVILLE, TN 37205	SECRETARY 2.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

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

1	Pair 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	214,265.
b	Average of monthly cash balances	1b	9,810.
c	Fair market value of all other assets	1c	92,850.
d	Total (add lines 1a, b, and c)	1d	316,925.
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	316,925.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,754.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	312,171.
6	Minimum investment return. Enter 5% of line 5	6	15,609.

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	15,609.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	302.	
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b	2c	302.	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,307.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	15,307.	
6	Deduction from distributable amount (see instructions)	6	0.	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	15,307.	

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	53,042.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	53,042.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	53,042.

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				15,307.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	86,210.			
b From 2008	103,095.			
c From 2009	43,916.			
d From 2010	53,011.			
e From 2011	89,369.			
f Total of lines 3a through e	375,601.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	53,042.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				15,307.
e Remaining amount distributed out of corpus	37,735.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	413,336.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	86,210.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	327,126.			
10 Analysis of line 9:				
a Excess from 2008	103,095.			
b Excess from 2009	43,916.			
c Excess from 2010	53,011.			
d Excess from 2011	89,369.			
e Excess from 2012	37,735.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(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))

DAVID D. DORTCH

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.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV. Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED	NONE	PUBLIC	TO FURTHER CHARITABLE PURPOSE	51,431.
Total			▶ 3a	51,431.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

**B & R CHARITABLE FOUNDATION
2012 LIST OF DONATIONS**

<u>Charity</u>	<u>Date</u>	<u>Check #</u>	<u>Amount</u>
40 Days for Life	11/15/2012	2807	75.00
A.S.P.	11/15/2012	2796	50.00
Abandoned Childrens Fund	06/14/2012	2542	50.00
Abandoned Childrens Fund	11/09/2012	2756	50.00
			100.00
Accion	06/14/2012	2543	100.00
Adoptaplatoon	06/14/2012	2544	50.00
Aid to Church in Need	03/21/2012	2456	100.00
Aid to Church in Need	09/20/2012	2651	100.00
			200.00
Alzheimers Association	03/21/2012	2457	100.00
Alzheimers Association	06/14/2012	2546	100.00
Alzheimers Association	09/20/2012	2652	100.00
Alzheimers Association	11/09/2012	2758	100.00
Alzheimers Association	11/23/2012	2855	50.00
			450.00
American Breast Cancer	11/09/2012	2760	50.00
American Cancer	03/21/2012	2458	50.00
American Cancer	11/23/2012	2846	50.00
			100.00
American Diabetes	09/24/2012	2736	50.00
American Federation of Police	06/22/2012	2597	50.00
American Foundation for the Blind	06/14/2012	2545	50.00
American Foundation for the Blind	09/20/2012	2653	50.00
American Foundation for the Blind	11/09/2012	2761	75.00
			175.00
American Heart Association	06/14/2012	2547	100.00
American Heart Association	09/20/2012	2654	50.00
American Heart Association	11/09/2012	2762	50.00
American Heart Association	11/29/2012	2881	50.00
			250.00

American Indian College	11/09/2012	2763	52.00
American Indian Relief	03/21/2012	2459	50.00
American Indian Relief	06/14/2012	2548	50.00
American Indian Relief	09/20/2012	2655	100.00
			200.00
American Institute for Cancer Research	06/30/2012	2632	10.00
American Institute for Cancer Research	11/26/2012	2866	50.00
			60.00
American Kidney Foundation	03/21/2012	2460	100.00
American Kidney Foundation	09/20/2012	2668	50.00
			150.00
American Legion	03/21/2012	2461	50.00
American Legion	06/15/2012	2549	50.00
American Legion	09/20/2012	2657	75.00
American Legion	11/09/2012	2764	50.00
			225.00
American Leprosy	11/09/2012	2765	50.00
American Lung	03/21/2012	2462	50.00
American Lung	06/14/2012	2550	50.00
American Lung	09/20/2012	2656	75.00
American Lung	11/09/2012	2766	100.00
			275.00
American Printing House for the Blind	11/26/2012	2860	50.00
American Prty House for the Blind	09/20/2012	2658	100.00
American Red Cross	09/20/2012	2659	50.00
American Red Cross	11/09/2012	2768	50.00
			100.00
Americare's	11/09/2012	2767	100.00
Amfar	11/09/2012	2757	100.00

Amvets	09/20/2012	2695	50.00
Appalachia Services	06/14/2012	2551	50.00
Appalachia Services	09/20/2012	2660	100.00
			<u>150.00</u>
Arthritis Foundation	06/15/2012	2552	100.00
Arthritis Foundation	09/20/2012	2661	100.00
			<u>200.00</u>
ASPCA	09/20/2012	2650	50.00
Basilica National Shrine	03/21/2012	2463	100.00
Basilica National Shrine	11/09/2012	2769	100.00
			<u>200.00</u>
Battle Franklin Trust	11/09/2012	2770	50.00
Benedictine Mission House	06/15/2012	2555	50.00
Benedictine Mission House	11/09/2012	2771	50.00
			<u>100.00</u>
Bishop Gassis Sudan Relief	03/21/2012	2464	100.00
Bishop Gassis Sudan Relief	06/15/2012	2556	100.00
Bishop Gassis Sudan Relief	09/20/2012	2662	100.00
Bishop Gassis Sudan Relief	11/09/2012	2772	100.00
			<u>400.00</u>
Blinded Veterans Association	03/21/2012	2465	50.00
Blinded Veterans Association	09/25/2012	2749	60.00
Blinded Veterans Association	11/26/2012	2868	50.00
			<u>160.00</u>
Boys Town	03/21/2012	2466	100.00
Boys Town	06/15/2012	2557	100.00
Boys Town	09/20/2012	2663	100.00
Boys Town	11/09/2012	2773	100.00
			<u>400.00</u>
Braille Institute	03/21/2012	2467	100.00
Braille Institute	06/15/2012	2558	50.00
Braille Institute	09/20/2012	2664	75.00
Braille Institute	11/09/2012	2774	100.00
			<u>325.00</u>

Burn's Rescues	11/26/2012	2857	75.00
Cal Farley's	11/09/2012	2775	100.00
Capuchin Fransiscan Friars	03/21/2012	2468	75.00
Capuchin Fransiscan Friars	06/16/2012	2578	100.00
Capuchin Fransiscan Friars	06/30/2012	2636	50.00
Capuchin Fransiscan Friars	09/20/2012	2665	100.00
Capuchin Fransiscan Friars	09/20/2012	2666	50.00
Capuchin Fransiscan Friars	11/13/2012	2776	50.00
Capuchin Fransiscan Friars	11/26/2012	2858	50.00
			<u>475.00</u>
CARE	03/21/2012	2469	100.00
CARE	06/15/2012	2559	100.00
CARE	09/20/2012	2669	100.00
CARE	11/13/2012	2777	100.00
			<u>400.00</u>
Carmelite Community	06/15/2012	2560	50.00
Carmelite Community	11/13/2012	2778	50.00
			<u>100.00</u>
Catholic Charities	03/21/2012	2471	100.00
Catholic Charities	11/21/2012	2825	100.00
			<u>200.00</u>
Catholic Faith Appeal	08/07/2012	2647	1,000.00
Catholic Medical Missions	11/15/2012	2797	50.00
Catholic Relief Services	06/15/2012	2561	100.00
Catholic Relief Services	11/13/2012	2780	100.00
			<u>200.00</u>
Cedars Children Home	11/15/2012	2798	50.00
Center for Missing Children	11/23/2012	2848	50.00

Childrens Cancer Research Fund	11/13/2012	2782	50.00
Childrens Hunger Relief	11/23/2012	2856	50.00
Childrens International	09/20/2012	2671	50.00
Christendom College	06/15/2012	2562	50.00
Christendom College	11/13/2012	2781	100.00
			<u>150.00</u>
Christian Appalachian	03/21/2012	2475	50.00
Christian Appalachian	06/22/2012	2599	100.00
Christian Appalachian	09/20/2012	2672	50.00
Christian Appalachian	11/23/2012	2840	100.00
			<u>300.00</u>
Coalition to Salute America's Heroes	11/13/2012	2784	75.00
Columban Fathers	06/16/2012	2579	50.00
Columban Fathers	09/20/2012	2673	50.00
Columban Fathers	11/26/2012	2869	50.00
			<u>150.00</u>
COPS	06/15/2012	2563	50.00
Council of Indian Nations	03/21/2012	2473	50.00
Council of Indian Nations	06/15/2012	2564	50.00
Council of Indian Nations	11/13/2012	2785	50.00
			<u>150.00</u>
Covenant House	03/21/2012	2474	100.00
Covenant House	06/15/2012	2565	50.00
Covenant House	09/20/2012	2674	100.00
Covenant House	11/13/2012	2783	100.00
Covenant House	11/29/2012	2883	100.00
			<u>450.00</u>

Crohns & Colitis	03/21/2012	2472	100.00
Crohns & Colitis	06/15/2012	2566	100.00
Crohns & Colitis	09/20/2012	2675	100.00
Crohns & Colitis	11/13/2012	2786	100.00
			<u>400.00</u>
CRS	03/28/2012	2509	100.00
CRS	09/20/2012	2670	100.00
			<u>200.00</u>
CSAH	09/25/2012	2747	100.00
Cumberland Heighs	03/29/2012	2533	100.00
Cystic Fibrosis	06/15/2012	2567	50.00
Cystic Fibrosis	11/13/2012	2787	50.00
			<u>100.00</u>
Diocese of Venice	11/15/2012	2789	200.00
Disabled American Veterans	03/23/2012	2476	50.00
Disabled American Veterans	09/25/2012	2754	50.00
			<u>100.00</u>
Disabled Police Officers	11/15/2012	2788	50.00
Dismas House	06/16/2012	2568	50.00
Divine Word Missionaries	11/15/2012	2790	50.00
Doctors Without Borders	03/23/2012	2477	100.00
Doctors Without Borders	06/16/2012	2571	100.00
Doctors Without Borders	09/20/2012	2676	100.00
Doctors Without Borders	11/15/2012	2799	100.00
			<u>400.00</u>
Dominican Convent Development Office	03/23/2012	2478	50.00
Dominican Convent Development Office	11/15/2012	2791	50.00
			<u>100.00</u>

Dominican Friars	03/23/2012	2479	50.00
Dominican Friars	06/16/2012	2569	50.00
Dominican Friars	09/20/2012	2678	100.00
Dominican Friars	11/15/2012	2792	50.00
			<u>250.00</u>
Dominican Sisters of Hope	03/23/2012	2480	50.00
Dominican Sisters of Hope	06/16/2012	2572	100.00
Dominican Sisters of Hope	06/22/2012	2598	50.00
Dominican Sisters of Hope	09/20/2012	2677	100.00
Dominican Sisters of Hope	11/15/2012	2793	75.00
			<u>375.00</u>
Dominican Sisters of Mary	03/23/2012	2482	100.00
Dominican Sisters of Sparkill	06/16/2012	2570	50.00
Drug Plicy Alliance	11/15/2012	2794	50.00
Easter Seals	03/23/2012	2483	100.00
Easter Seals	09/20/2012	2679	100.00
Easter Seals	11/15/2012	2808	75.00
			<u>275.00</u>
Edith Sanford Foundation	11/15/2012	2795	50.00
Edmendite Missions	11/19/2012	2818	50.00
Edmondite Missions	09/25/2012	2743	100.00
Environmental Defense	03/23/2012	2484	50.00
Epilepsy Foundation	03/23/2012	2485	100.00
Epilepsy Foundation	06/16/2012	2573	100.00
			<u>200.00</u>

Fathers & Brothers	06/22/2012	2600	50.00
Feed the Children	03/24/2012	2487	100.00
Feed the Children	06/16/2012	2574	50.00
Feed the Children	09/20/2012	2680	100.00
Feed the Children	11/15/2012	2800	100.00
			<u>350.00</u>
Feeding America	06/16/2012	2575	50.00
Feeding America	09/20/2012	2681	50.00
Feeding America	11/15/2012	2801	50.00
			<u>150.00</u>
Finca	09/20/2012	2682	50.00
Finca	11/15/2012	2802	50.00
			<u>100.00</u>
First Step	11/19/2012	2809	75.00
Florida Sheriff Youth Ranches	11/15/2012	2803	50.00
Florida State Firefighters	09/25/2012	2751	20.00
Food for the Hungry	11/15/2012	2804	50.00
Food for the Poor	09/20/2012	2683	50.00
Food for the Poor	11/15/2012	2805	50.00
			<u>100.00</u>
Forty Days for Life	06/18/2012	2580	75.00
Foundation Fighting Blindness	03/24/2012	2488	100.00
Foundation Fighting Blindness	11/19/2012	2810	50.00
			<u>150.00</u>

Franciscan Friars	03/24/2012	2489	50.00
Franciscan Friars	06/16/2012	2576	50.00
Franciscan Friars	09/20/2012	2684	50.00
			<u>150.00</u>
Fresh Air Fund	06/16/2012	2577	50.00
Fresh Air Fund	09/20/2012	2685	75.00
Fresh Air Fund	11/19/2012	2812	100.00
			<u>225.00</u>
Friars of Atonement	11/19/2012	2811	50.00
Friends of UNFPA	09/25/2012	2745	50.00
Ft Myers for the Poor	11/15/2012	2806	50.00
Guest House	03/24/2012	2491	100.00
Guest House	06/18/2012	2581	100.00
Guest House	09/20/2012	2687	100.00
Guest House	11/19/2012	2814	50.00
			<u>350.00</u>
Guide Dog Foundation	06/18/2012	2582	100.00
Guide Dog Foundation	11/19/2012	2816	50.00
			<u>150.00</u>
Guide Dogs for the Blind	09/20/2012	2688	75.00
Guide Dogs for the Blind	11/19/2012	2815	50.00
			<u>125.00</u>
Guiding Eyes for the Blind	06/18/2012	2583	100.00
Guiding Eyes for the Blind	09/20/2012	2689	100.00
Guiding Eyes for the Blind	11/19/2012	2817	50.00
			<u>250.00</u>
Habitat for Humanity	03/24/2012	2492	100.00
Habitat for Humanity	06/18/2012	2584	100.00
Habitat for Humanity	09/20/2012	2690	100.00
Habitat for Humanity	11/21/2012	2819	100.00
			<u>400.00</u>

Handicap International	03/24/2012	2493	50.00
Handicap International	09/20/2012	2691	50.00
Handicap International	11/21/2012	2820	50.00
			<u>150.00</u>
Helen Keller International	09/20/2012	2692	100.00
Helen Keller International	11/21/2012	2821	100.00
			<u>200.00</u>
Help Hospitalized Veterans	11/21/2012	2822	50.00
Help Me See	06/18/2012	2585	75.00
Help Me See	11/21/2012	2823	50.00
			<u>125.00</u>
HHV	09/25/2012	2748	50.00
Hospice Education	03/24/2012	2494	100.00
Hospice Education	06/18/2012	2586	100.00
Hospice Education	09/20/2012	2693	100.00
Hospice Education	11/21/2012	2824	100.00
			<u>400.00</u>
Immocalee Child Care	03/24/2012	2495	100.00
Immocalee Child Care	11/23/2012	2826	200.00
			<u>300.00</u>
International Catholic Migratron	03/26/2012	2497	100.00
International Catholic Migration	06/21/2012	2587	100.00
International Catholic Migration	09/20/2012	2694	100.00
International Catholic Migration	09/25/2012	2744	100.00
International Catholic Migration	11/23/2012	2827	100.00
			<u>500.00</u>
International Fellowship of Christian Ser	06/21/2012	2588	50.00
International Fellowship of Christian Ser	09/24/2012	2697	50.00
			<u>100.00</u>
International Fellowship of Jews	11/23/2012	2829	50.00
International Rescue	03/24/2012	2496	50.00
International Rescue	11/23/2012	2830	100.00
			<u>150.00</u>

International Eye Foundation	01/02/2012	2452	50.00
International Eye Foundation	03/23/2012	2486	100 00
International Eye Foundation	06/21/2012	2589	100.00
International Eye Foundation	09/24/2012	2696	100.00
International Eye Foundation	11/23/2012	2828	75.00
			<u>425.00</u>
JDRF	09/24/2012	2698	50.00
Junior of the Blind	06/15/2012	2553	50 00
Junior of the Blind	11/23/2012	2831	75.00
			<u>125.00</u>
Leukemia & Lymphoma	03/26/2012	2498	100.00
Leukemia & Lymphoma	06/21/2012	2591	100.00
Leukemia & Lymphoma	09/24/2012	2699	100.00
Leukemia & Lymphoma	11/23/2012	2832	100.00
			<u>400.00</u>
Life Teen	06/22/2012	2596	200.00
Lupus Foundation	03/26/2012	2499	100 00
Lupus Foundation	06/21/2012	2592	100.00
Lupus Foundation	09/24/2012	2700	100.00
Lupus Foundation	11/23/2012	2833	100.00
			<u>400.00</u>
Lutheran Migration	09/24/2012	2701	50.00
Macular Degeneration Research	11/23/2012	2835	100.00
Make A Wish	11/23/2012	2836	50.00
March of Dimes	03/26/2012	2501	100.00
March of Dimes	06/21/2012	2594	100 00
March of Dimes	11/23/2012	2837	50.00
			<u>250.00</u>

Marianist Mission	06/22/2012	2603	100.00
Marianist Mission	09/24/2012	2702	50.00
Marianist Mission	11/26/2012	2870	50.00
			<u>200.00</u>
Marine Toys	11/26/2012	2859	70.00
Marist Brothers	03/26/2012	2500	100.00
Marist Brothers	06/21/2012	2595	50.00
Marist Brothers	09/24/2012	2703	50.00
			<u>200.00</u>
Marist Care Center	06/22/2012	2602	100.00
Mary Knoll Fathers & Brothers	03/26/2012	2502	50.00
Mary Knoll Fathers & Brothers	09/24/2012	2704	50.00
Mary Knoll Fathers & Brothers	11/23/2012	2838	50.00
			<u>150.00</u>
Meals on Wheels	11/29/2012	2901	200.00
Mercy Corps	09/24/2012	2705	100.00
Mercy Home	03/26/2012	2504	50.00
Mercy Home	06/22/2012	2605	100.00
Mercy Home	11/23/2012	2839	100.00
			<u>250.00</u>
Missing & Exploited Children	09/24/2012	2710	50.00
Mission Hurst	06/22/2012	2604	50.00
Mission Hurst	11/23/2012	2843	50.00
			<u>100.00</u>
Missionary Society of St Paul	03/26/2012	2505	50.00
Missionary Society of St Paul	06/22/2012	2606	50.00
Missionary Society of St Paul	09/24/2012	2706	50.00
Missionary Society of St Paul	11/23/2012	2842	100.00
			<u>250.00</u>

Missions Relief of Africa	11/23/2012	2841	50.00
MMAD	06/25/2012	2608	100.00
Monroe Harding	06/22/2012	2607	100.00
Monroe Harding	09/24/2012	2708	<u>100.00</u>
			200.00
MSAA	09/24/2012	2707	50.00
Multiple Sclerosis	11/23/2012	2844	50.00
Muscular Degeneration	06/21/2012	2593	100.00
Muscular Dystrophy	06/25/2012	2609	50.00
Muscular Dystrophy	09/24/2012	2709	100.00
Muscular Dystrophy	11/23/2012	2845	<u>50.00</u>
			200.00
Nashville Humane Society	03/26/2012	2506	50.00
Nashville Humane Society	06/25/2012	2610	<u>50.00</u>
			100.00
Nashville Rescue Mission	03/26/2012	2507	50.00
National Association Blind Veterans	06/15/2012	2554	50.00
National Asthma Center	11/29/2012	2882	50.00
National Audubon Society	09/24/2012	2712	50.00
National Audubon Society	11/09/2012	2759	<u>75.00</u>
			125.00

National Breast Cancer	11/23/2012	2847	50.00
National Childrens Cancer	03/26/2012	2508	100.00
National Childrens Cancer	06/25/2012	2612	100.00
National Childrens Cancer	09/24/2012	2713	100.00
National Childrens Cancer	11/23/2012	2849	50.00
National Childrens Cancer	11/26/2012	2871	100.00
			<u>450.00</u>
National Federation of the Blind	06/25/2012	2615	100.00
National Glaucoma	03/24/2012	2490	100.00
National Glaucoma	09/20/2012	2686	100.00
National Glaucoma	11/19/2012	2813	100.00
			<u>300.00</u>
National Veterans Services	11/23/2012	2852	50.00
National Wildlife Federation	11/23/2012	2851	15.00
Native American Aid	09/24/2012	2711	50.00
Native American Aid	11/23/2012	2850	50.00
			<u>100.00</u>
Nature Conservancy	03/28/2012	2510	100.00
Nature Conservancy	09/24/2012	2714	50.00
Nature Conservancy	11/23/2012	2853	100.00
			<u>250.00</u>
Navajo Relief Fund	06/25/2012	2613	50.00
Navajo Relief Fund	11/23/2012	2854	50.00
			<u>100.00</u>
Noah's Lost Ark	09/24/2012	2716	50.00
Noah's Lost Ark	11/26/2012	2862	50.00
			<u>100.00</u>
Oblate Missions	03/28/2012	2511	75.00
Oblate Missions	06/25/2012	2616	50.00
			<u>125.00</u>

Operations Homefront	11/26/2012	2867	50.00
Orbis International	03/28/2012	2512	75.00
Orbis International	09/24/2012	2717	75.00
			<u>150.00</u>
Our Lady of Victory	06/21/2012	2590	50.00
Our Lady of Victory	09/24/2012	2720	100.00
Our Lady of Victory	11/23/2012	2834	50.00
			<u>200.00</u>
Oxfam America	06/25/2012	2617	100.00
Oxfam America	11/26/2012	2863	50.00
			<u>150.00</u>
Oxfarm	09/24/2012	2718	50.00
Padre Pio Foundation	03/28/2012	2513	50.00
Padre Pio Foundation	06/27/2012	2620	50.00
Padre Pio Foundation	09/24/2012	2721	50.00
Padre Pio Foundation	11/26/2012	2865	50.00
			<u>200.00</u>
Paralyzed Veterans	03/28/2012	2514	100.00
Paralyzed Veterans	06/25/2012	2618	100.00
Paralyzed Veterans	11/26/2012	2864	100.00
			<u>300.00</u>
Parkinsons Disease	06/25/2012	2619	50.00
Perkins	09/24/2012	2722	100.00
Priestly Fraternity of St Peter	03/28/2012	2515	50.00
Priestly Fraternity of St Peter	06/25/2012	2614	50.00
Priestly Fraternity of St Peter	09/24/2012	2735	50.00
			<u>150.00</u>
Prison Fellowship	11/26/2012	2873	50.00

Project Hope	11/26/2012	2872	50.00
Prostate Cancer Fund	03/28/2012	2516	100.00
Prostate Cancer Fund	06/27/2012	2621	100.00
Prostate Cancer Fund	09/24/2012	2719	50.00
Prostate Cancer Fund	11/26/2012	2874	100.00
			<u>350.00</u>
Providence House	06/27/2012	2625	100.00
Providence House	11/26/2012	2875	100.00
			<u>200.00</u>
Province of St Marys Capuchin	06/27/2012	2622	50.00
Province of St Marys Capuchin	09/24/2012	2724	50.00
			<u>100.00</u>
Reading is Fundamental	11/26/2012	2876	50.00
RMHC	03/26/2012	2503	100.00
Ronald McDonald	03/28/2012	2517	100.00
Ronald McDonald	06/27/2012	2626	100.00
Ronald McDonald	09/24/2012	2723	100.00
Ronald McDonald	11/26/2012	2877	100.00
			<u>400.00</u>
Sacred Heart Southern Missions	09/24/2012	2726	50.00
Sacred Heart Southern Missions	11/26/2012	2878	50.00
			<u>100.00</u>
Sacred Nation Relief Fund	11/29/2012	2892	50.00
Salesian Missions	09/24/2012	2733	50.00
Salvation Army	03/28/2012	2520	100.00
Salvation Army	06/30/2012	2639	100.00
Salvation Army	09/24/2012	2728	100.00
			<u>300.00</u>

Salvatorians	06/30/2012	2637	50.00
Salvatorians	11/29/2012	2891	<u>50.00</u>
			100.00
Samaritans Purse	03/28/2012	2521	100.00
Samaritans Purse	06/27/2012	2627	100.00
Samaritans Purse	09/24/2012	2729	100.00
Samaritans Purse	11/26/2012	2879	<u>100.00</u>
			400.00
Second Harvest Food Bank	09/24/2012	2732	100.00
Second Harvest Food Bank	11/26/2012	2880	<u>100.00</u>
			200.00
Sisters of St Fransis Assisi	03/28/2012	2523	100.00
Sisters of St Fransis Assisi	06/30/2012	2634	50.00
Sisters of St Fransis Assisi	09/24/2012	2727	50.00
Sisters of St Fransis Assisi	11/29/2012	2884	<u>100.00</u>
			300.00
Sloan Kettering	03/28/2012	2522	100.00
Sloan Kettering	06/27/2012	2628	100.00
Sloan Kettering	09/24/2012	2739	100.00
Sloan Kettering	11/29/2012	2885	<u>100.00</u>
			400.00
Smile Train	03/28/2012	2525	100.00
Smile Train	11/29/2012	2886	<u>100.00</u>
			200.00
Snick Train	06/27/2012	2630	100.00
Snick Train	09/24/2012	2740	<u>100.00</u>
			200.00
Society of the Divine Savior	09/24/2012	2725	50.00
Society of the Divine Savior	11/29/2012	2887	<u>50.00</u>
			100.00
Southern Poverty Law	03/29/2012	2532	50.00
Southern Poverty Law	06/30/2012	2638	<u>100.00</u>
			150.00
Southwest Indian Relief Council	09/24/2012	2738	84.00

St Josephs Indian School	03/28/2012	2519	100.00
St Josephs Indian School	06/30/2012	2635	100.00
St Josephs Indian School	11/29/2012	2890	100.00
			<u>300.00</u>
St Judes	03/28/2012	2524	100.00
St Judes	06/30/2012	2640	100.00
St Judes	09/24/2012	2731	75.00
St Judes	11/29/2012	2888	50.00
			<u>325.00</u>
St Labre Indian School	03/28/2012	2518	100.00
St Labre Indian School	06/27/2012	2631	100.00
St Labre Indian School	09/24/2012	2730	100.00
St Labre Indian School	11/29/2012	2889	100.00
			<u>400.00</u>
St Matthew House	06/30/2012	2633	100.00
St Matthew House	09/24/2012	2737	100.00
			<u>200.00</u>
St Williams	01/02/2012	2453	10,000.00
St Williams	11/29/2012	2902	200.00
			<u>10,200.00</u>
Susan G Koman	06/27/2012	2629	50.00
Susan G Koman	11/29/2012	2893	75.00
			<u>125.00</u>
Swan Ball 2012	04/04/2012	2536	1,200.00
Swan Ball 2012	04/05/2012	2537	1,300.00
Swan Ball 2012	04/05/2012	2538	1,000.00
			<u>3,500.00</u>
T J Martell Foundation Cancer Society	08/17/2012	2648	1,000.00
The Carter Center	03/21/2012	2470	100.00
The Carter Center	09/20/2012	2667	100.00
The Carter Center	11/13/2012	2779	50.00
			<u>250.00</u>

The Navigators	06/25/2012	2611	50.00
The Navigators	09/24/2012	2715	50.00
The Navigators	11/26/2012	2861	50.00
			<u>150.00</u>
The Seeing Eye	03/28/2012	2527	50.00
TN Trucking Foundation	04/25/2012	2540	1,500.00
Toys for Tots	03/28/2012	2526	50.00
Trinity Missions	06/30/2012	2641	100.00
Trinity Missions	09/24/2012	2741	100.00
Trinity Missions	11/29/2012	2894	100.00
			<u>300.00</u>
Troops Need You	09/24/2012	2734	50.00
UNICEF	03/28/2012	2528	50.00
UNICEF	06/30/2012	2642	100.00
UNICEF	09/24/2012	2742	75.00
			<u>225.00</u>
USO	09/25/2012	2746	50.00
USO	11/29/2012	2895	50.00
			<u>100.00</u>
Vanderbilt University Medical Center	03/29/2012	2535	1,000.00
Veterans of Foreign Wars	03/29/2012	2530	100.00
Veterans of Foreign Wars	06/27/2012	2623	100.00
Veterans of Foreign Wars	09/25/2012	2750	50.00
Veterans of Foreign Wars	11/29/2012	2896	50.00
			<u>300.00</u>
Volunteer State Horsemen's Foundation	01/30/2012	2454	795.00

Volunteers of America	03/29/2012	2529	100.00
Volunteers of America	09/25/2012	2752	100.00
Volunteers of America	11/29/2012	2897	<u>100.00</u>
			300.00
WGCU	03/29/2012	2534	100.00
WGCU	11/29/2012	2900	<u>75.00</u>
			175.00
World Villages	06/30/2012	2643	50.00
World Villages	09/25/2012	2753	75.00
World Villages	11/29/2012	2898	<u>100.00</u>
			225.00
Wounded Warrior	03/23/2012	2481	50.00
Wounded Warrior	03/29/2012	2531	50.00
Wounded Warrior	06/27/2012	2624	50.00
Wounded Warrior	11/29/2012	2899	<u>75.00</u>
			225.00
Total Contributions			51,431.00

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	5.
GOLDMAN SACHS	3.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS	5,287.	0.	5,287.
TOTAL TO FM 990-PF, PART I, LN 4	5,287.	0.	5,287.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,400.	0.		1,400.
TO FORM 990-PF, PG 1, LN 16C	1,400.	0.		1,400.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	108.	106.		0.
TO FORM 990-PF, PG 1, LN 18	108.	106.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SUPPLIES	71.	0.		71.
BANK SERVICE CHARGES	140.	0.		140.
TOTAL TO FORM 990-PF, PG 1, LN 23	211.	0.		211.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS	170,235.	212,124.
TOTAL TO FORM 990-PF, PART II, LINE 10B	170,235.	212,124.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
REAL ESTATE	COST	90,240.	90,240.
TOTAL TO FORM 990-PF, PART II, LINE 13		90,240.	90,240.
