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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

A Employer identification number

BEASLEY FAMILY FOUNDATION

62-6404995

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

Room/suite

2982 HIGHWAY 96

B Telephone number

615-441-1778

City or town, state, and ZIP code

BURNS, TN 37029

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

(from Part II, col. (c), line 16)

▶ \$ 747,552. (Part I, column (d) must be on cash basis.)

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))

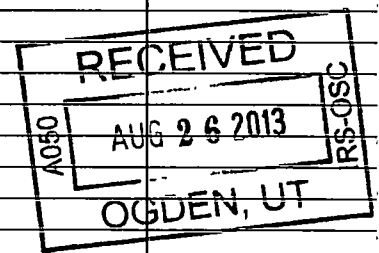
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	27,062.	27,062.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	41,040.			
	b Gross sales price for all assets on line 6a	132,473.			
	7 Capital gain net income (from Part IV, line 2)		41,040.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-114.	-114.		STATEMENT 2
	12 Total. Add lines 1 through 11	67,988.	67,988.		
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	2,780.	2,780.	0.
	c Other professional fees	STMT 4	1,718.	1,718.	0.
	17 Interest				
	18 Taxes	STMT 5	382.	382.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	4,880.	4,880.		0.
	25 Contributions, gifts, grants paid	38,500.			38,500.
	26 Total expenses and disbursements. Add lines 24 and 25	43,380.	4,880.		38,500.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	24,608.			
	b Net investment income (if negative, enter -0-)		63,108.		
	c Adjusted net income (if negative, enter -0-)			N/A	

223501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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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		1.			
	2 Savings and temporary cash investments	18,266.	36,582.	36,582.		
	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					
	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					
	c Investments - corporate bonds					
	Liabilities	11 Investments - land, buildings, and equipment basis				
Less: accumulated depreciation						
12 Investments - mortgage loans						
13 Investments - other		STMT 7	698,891.	710,970.	710,970.	
14 Land, buildings, and equipment basis						
Less: accumulated depreciation						
15 Other assets (describe)						
16 Total assets (to be completed by all filers)		717,158.	747,552.	747,552.		
17 Accounts payable and accrued expenses						
18 Grants payable						
Net Assets or Fund Balances	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.				
Foundations that follow SFAS 117, check here	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here					
	27 Capital stock, trust principal, or current funds	0.	0.			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds	717,158.	747,552.			
	30 Total net assets or fund balances	717,158.	747,552.			
31 Total liabilities and net assets/fund balances	717,158.	747,552.				

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	717,158.
2 Enter amount from Part I, line 27a	2	24,608.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	5,786.
4 Add lines 1, 2, and 3	4	747,552.
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	747,552.

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			
b SEE ATTACHED STATEMENTS			
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 132,473.		91,608.	41,040.

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))
a			
b			
c			
d			
e			41,040.

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	41,040.
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	33,600.	736,285.	.045635
2010	31,750.	706,502.	.044940
2009	361,234.	630,195.	.573210
2008	0.	1,237,376.	.000000
2007			

2 Total of line 1, column (d)	2	.663785
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	.165946
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	731,866.
5 Multiply line 4 by line 3	5	121,450.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	631.
7 Add lines 5 and 6	7	122,081.
8 Enter qualifying distributions from Part XII, line 4	8	38,500.

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 ☐ 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 ☐ and enter 1% of Part I, line 27b	1	1,262.
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	1,262.
4	Substitute 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	1,262.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,920.
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	1,920.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	658.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax 658. Refunded ☐	11	0.

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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.		X
1c 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? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		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? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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? If "No," attach explanation	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► THOMAS W. BEASLEY Telephone no. ► (615) 441-1778			
Located at ► 2982 HIGHWAY 96, BURNS, TN ZIP+4 ► 37029				
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 ►	16	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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? ☐ Yes ☒ No	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? ☐ Yes ☒ 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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) 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)?

Organizations relying on a current notice regarding disaster assistance check here

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?

N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7b

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?

N/A

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
SEE STATEMENT 8		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

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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 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	730,683.
b	Average of monthly cash balances	1b	12,328.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	743,011.
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	743,011.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,145.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	731,866.
6	Minimum investment return. Enter 5% of line 5	6	36,593.

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	36,593.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,262.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,262.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,331.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	35,331.
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	35,331.

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	38,500.
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	38,500.
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	38,500.

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				35,331.
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				
b From 2008				
c From 2009	282,523.			
d From 2010				
e From 2011				
f Total of lines 3a through e	282,523.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	38,500.			
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				35,331.
e Remaining amount distributed out of corpus	3,169.			
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:	285,692.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	285,692.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	282,523.			
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	3,169.			

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				
DISMAS, INC 1513 16TH AVENUE SOUTH NASHVILLE, TN 37212	N/A	PUBLIC CHARITY	FACILITATE FORMER PRISONERS TO SOCIETY	500.
MEN OF VALOR 1420 DONELSON PIKE, SUITE B-6 NASHVILLE, TN 37217	N/A	PUBLIC CHARITY	A PRISON MINISTRY THAT DISCIPLINES MEN TO BECOME GIVERS TO THE COMMUNITY	1,000.
NEXT STEPS AT VANDERBILT PMB 40, 230 APPLETON PLACE NASHVILLE, TN 37203-5721	N/A	PUBLIC CHARITY	EDUCATION FOR STUDENTS WITH INTELLECTUAL DISABILITIES	7,500.
AMY ADAMS GOWAN FUND 223 ROSA L. PARKS AVE SUITE 402 NASHVILLE, TN 37203	N/A	PUBLIC CHARITY	ASSIST PAYING MEDICAL EXPENSES FOR FAMILY IN NEED	500.
BOOKS FROM BIRTH 3401 WEST END AVE SUITE 460W NASHVILLE, TN 37203	N/A	PUBLIC CHARITY	SUPPORT LITERACY IN YOUNG CHILDREN	1,000.
Total SEE CONTINUATION SHEET(S)				3a 38,500.
b Approved for future payment				
NONE				
Total				3b 0.

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	DTC EQUITY OPPORTUNITY COMMON TRUST	P	VARIOUS	VARIOUS
b	DTC EQUITY OPPORTUNITY COMMON TRUST	P	VARIOUS	VARIOUS
c	CORE FIXED INCOME COMMON TRUST FUND	P	VARIOUS	VARIOUS
d	CORE FIXED INCOME COMMON TRUST FUND	P	VARIOUS	VARIOUS
e	SHORT DURATION FIXED INCOME COMMON TRUST FUND	P	VARIOUS	VARIOUS
f	SHORT DURATION FIXED INCOME COMMON TRUST FUND	P	VARIOUS	VARIOUS
g	INTERNATIONAL EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
h	INTERNATIONAL EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
i	LARGE CAP U.S. EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
j	LARGE CAP U.S. EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
k	SMALL/MID CAP US EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
l	SMALL/MID CAP US EQUITY COMMON TRUST FUND	P	VARIOUS	VARIOUS
m	126.99 DTC EQUITY OPPORTUNITY FUND - COMMON	P	VARIOUS	10/31/12
n	66.71 FPA CRESCENT FUND-I	P	02/01/11	10/31/12
o	269.72 FPA CRESCENT FUND-I	P	02/01/11	12/31/12

(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 1,404.			1,404.
b 2,095.			2,095.
c 228.			228.
d 813.			813.
e -38.			-38.
f -183.			-183.
g -611.			-611.
h 13,106.			13,106.
i 971.			971.
j 11,527.			11,527.
k -153.			-153.
l 3,841.			3,841.
m 1,475.		1,467.	8.
n 1,900.		1,826.	74.
o 7,900.		7,382.	518.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,404.
b			2,095.
c			228.
d			813.
e			-38.
f			-183.
g			-611.
h			13,106.
i			971.
j			11,527.
k			-153.
l			3,841.
m			8.
n			74.
o			518.

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).

If (loss), enter "-0-" in Part I, line 8

3

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	102.45 GATEWAY FUND-Y	P	02/01/11	10/31/12
b	512.73 GATEWAY FUND-Y	P	02/01/11	12/31/12
c	341.76 INTERNATIONAL EQUITY FUND	P	VARIOUS	06/30/12
d	31.78 INTERNATIONAL EQUITY FUND	P	VARIOUS	06/30/12
e	380.54 INTERNATIONAL EQUITY FUND	P	VARIOUS	08/31/12
f	25.07 INTERNATIONAL EQUITY FUND	P	VARIOUS	08/31/12
g	210.19 INTERNATIONAL EQUITY FUND	P	VARIOUS	10/31/12
h	13.62 INTERNATIONAL EQUITY FUND	P	VARIOUS	10/31/12
i	81.49 INTERNATIONAL EQUITY FUND	P	VARIOUS	12/31/12
j	10.70 INTERNATIONAL EQUITY FUND	P	VARIOUS	12/31/12
k	535.12 LARGE CAP US EQUITY FUND	P	VARIOUS	06/29/12
l	26.03 LARGE CAP US EQUITY FUND	P	VARIOUS	06/29/12
m	1003.57 LARGE CAP US EQUITY FUND	P	VARIOUS	08/31/12
n	2.22 LARGE CAP US EQUITY FUND	P	11/03/10	08/31/12
o	56.75 LARGE CAP US EQUITY FUND	P	VARIOUS	10/31/12

(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 2,800.		2,707.	93.
b 13,900.		13,546.	354.
c 7,319.		7,632.	-313.
d 681.		706.	0.
e 8,444.		7,820.	624.
f 556.		586.	0.
g 4,837.		4,666.	171.
h 313.		323.	0.
i 1,945.		1,846.	99.
j 255.		273.	0.
k 10,490.		10,748.	-258.
l 510.		588.	0.
m 20,455.		16,639.	3,816.
n 45.		49.	0.
o 1,155.		1,009.	146.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			93.
b			354.
c			-313.
d			0.
e			624.
f			0.
g			171.
h			0.
i			99.
j			0.
k			-258.
l			0.
m			3,816.
n			0.
o			146.

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).

If (loss), enter "-0-" in Part I, line 8

3

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	2.22 LARGE CAP US EQUITY FUND	P	VARIOUS	10/31/12
b	91.66 OPPENHEIMER MLP SELECT 40-I	P	VARIOUS	10/31/12
c	400.96 PIMCO ALL ASSET FUND	P	02/01/11	08/31/12
d	86.68 PIMCO ALL ASSET FUND	P	02/01/11	10/31/12
e	155.65 SMALL/MID CAP US EQUITY FUND	P	VARIOUS	06/30/12
f	1.46 SMALL/MID CAP US EQUITY FUND	P	12/01/10	06/30/12
g	12.91 SMALL/MID CAP US EQUITY FUND	P	VARIOUS	10/31/12
h	1.19 SMALL/MID CAP US EQUITY FUND	P	VARIOUS	10/31/12
i	DTC CREDIT OPPORTUNITY FUND	P	VARIOUS	VARIOUS
j	DTC CREDIT OPPORTUNITY FUND	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 45.		49.	0.
b 1,000.		920.	80.
c 5,000.		4,876.	124.
d 1,100.		1,054.	46.
e 5,449.		4,369.	1,080.
f 51.		54.	0.
g 458.		428.	30.
h 42.		45.	0.
i 182.			182.
j 238.			238.
k 928.			928.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			80.
c			124.
d			46.
e			1,080.
f			0.
g			30.
h			0.
i			182.
j			238.
k			928.
l			
m			
n			
o			

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	41,040.
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

BEASLEY FAMILY FOUNDATION

62-6404995

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PEACE AND JUSTICE CENTER PO BOX 16252 PHOENIX, AZ 85011-6252	N/A	PUBLIC CHARITY	SUPPORT HUMAN RIGHTS THROUGH EDUCATION, ADVOCACY, TRAINING, ETC.	1,000.
AUSTRALIAN VOLUNTEERS INTERNATIONAL PO BOX 350 FITZROY VICTORIA 3065, AUSTRALIA	N/A	PUBLIC CHARITY	ENABLES AUSTRALIANS TO VOLUNTEER AND WORK OVERSEAS	1,000.
YOUTH WITH A MISSION REEF TO OUTBACK 121 INGHAM RD WEST END TOWNSVILLE, QLD 4810, AUSTRALIA	N/A	PUBLIC CHARITY	PROVIDES OPPORTUNITIES FOR YOUTH TO SERVE AND CONNECT WITH INDIVIDUALS AND FAMILIES AROUND THE	500.
HUNGER PROJECT AUSTRALIA LEVEL 1, 1 CASTLEREAGH ST SYDNEY, NSW 2000, AUSTRALIA	N/A	PUBLIC CHARITY	PROGRAM TO FIGHT HUNGER & POVERTY	1,000.
NASHVILLE DRUG COURT SUPPORT FOUNDATION 13 DIVISION STREET SUITE 107 NASHVILLE, TN 37203	N/A	PUBLIC CHARITY	BRIDGE THE GAP BETWEEN THE CRIMINAL JUSTICE SYSTEM AND THE COMMUNITY	1,500.
FRANKLIN ROAD ACADEMY - ANNUAL FUND 4700 FRANKLIN ROAD NASHVILLE, TN 37220	N/A	PUBLIC CHARITY	SUPPORT NON-DENOMINATIONAL CHRISTIAN SCHOOL	5,000.
FRANKLIN ROAD ACADEMY - STARS AND GUITARS FUNDRAISER 4700 FRANKLIN ROAD NASHVILLE, TN 37220	N/A	PUBLIC CHARITY	SUPPORT NON-DENOMINATIONAL CHRISTIAN SCHOOL	1,000.
MONTGOMERY BELL ACADEMY 4001 HARDING PIKE NASHVILLE, TN 37205	N/A	PUBLIC CHARITY	SUPPORT COLLEGE PREPARATORY SCHOOL	5,000.
OWEN GRAD SCHOLARSHIP - VANDERBILT UNIVERSITY 2301 VANDERBILT PLACE NASHVILLE, TN 37240-7727	N/A	PUBLIC CHARITY	SUPPORT HIGHER EDUCATION	5,000.
SAINT THOMAS HEALTH SERVICES FUND 2021 21ST AVE SOUTH SUITE C NASHVILLE, TN 37212	N/A	PUBLIC CHARITY	PROGRAM TO FIGHT HUNGER & POVERTY	1,000.
Total from continuation sheets				28,000.

BEASLEY FAMILY FOUNDATION

62-6404995

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NASHVILLE ZOO 3777 NOLENSVILLE PIKE NASHVILLE, TN 37211	N/A	PUBLIC CHARITY	SUPPORT LOCAL ZOO	1,000.
FOUNDATION TO ERADICATE DUCHENNE P.O. BOX 2371 ALEXANDRIA, VA 22301	N/A	PUBLIC CHARITY	MUSCULAR DYSTROPHY RESEARCH	500.
RED CROSS YOUNG PARENTS PROGRAM PO BOX 610 MAWSON ACT 26, AUSTRALIA	N/A	PUBLIC CHARITY	ACCOMMODATION, SUPPORT & EDUCATION PROGRAM FOR YOUNG PARENTS	3,000.
MISSION MEXICO P.O. BOX 56 BOW ISLAND, ALBERTA T0R 0G0, CANADA	N/A	PUBLIC CHARITY	PROVIDE FUNDING FOR PROJECTS IN UNDERPRIVILEGED REGION OF MEXICO	1,000.
ADVENTURE SCIENCE CENTER 800 FORT NEGLEY BLVD NASHVILLE, TN 37203	N/A	PUBLIC CHARITY	SUPPORT NOT-FOR-PROFIT EDUCATIONAL INSTITUTION	500.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - YOUTH WITH A MISSION REEF TO OUTBACK

PROVIDES OPPORTUNITIES FOR YOUTH TO SERVE AND CONNECT WITH INDIVIDUALS

AND FAMILIES AROUND THE WORLD

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORE FIXED INCOME COMMON TRUST FUND	3,876.	0.	3,876.
CORE FIXED INCOME COMMON TRUST FUND	2.	0.	2.
DTC CREDIT OPPORTUNITY FUND	3,068.	0.	3,068.
DTC CREDIT OPPORTUNITY FUND	378.	0.	378.
DTC EQUITY OPPORTUNITY FUND	972.	0.	972.
FPA CRESCENT FUND INST SHARES	129.	0.	129.
GATEWAY FUND-Y	1,156.	0.	1,156.
INT'L EQUITY COMMON TRUST FUND	3,268.	0.	3,268.
LARGE CAP US EQUITY COMMON TRUST FUND	1,986.	0.	1,986.
PIMCO ALL ASSET INST	3,015.	0.	3,015.
SHORT DURATION FIXED INCOME COMMON TRUST	1,846.	0.	1,846.
SHORT DURATION FIXED INCOME COMMON TRUST	1.	0.	1.
SMALL/MID CAP US EQUITY COMMON TRUST	374.	0.	374.
STATE STREET BANK	5,196.	928.	4,268.
STEELPATH MLP SELECT 40	2,723.	0.	2,723.
TOTAL TO FM 990-PF, PART I, LN 4	27,990.	928.	27,062.

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - INTERNATIONAL EQUITY COMMON TRUST FUND	-3.	-3.	
OTHER INCOME - DTC CREDIT OPPORTUNITY FUND	-111.	-111.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-114.	-114.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WORK & GREER, PC	600.	600.		0.	
FRAZIER & DEETER, LLC	2,180.	2,180.		0.	
TO FORM 990-PF, PG 1, LN 16B	2,780.	2,780.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DIVERSIFIED TRUST FEES	1,718.	1,718.		0.	
TO FORM 990-PF, PG 1, LN 16C	1,718.	1,718.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX EXPENSE	382.	382.		0.	
TO FORM 990-PF, PG 1, LN 18	382.	382.		0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	6
DESCRIPTION	AMOUNT				
UNREALIZED APPRECIATION OF INVESTMENTS	5,786.				
TOTAL TO FORM 990-PF, PART III, LINE 3	5,786.				

FORM 990-PF		OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
PARTNERSHIPS	COST	710,970.	710,970.	
TOTAL TO FORM 990-PF, PART II, LINE 13		710,970.	710,970.	

FORM 990-PF		PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS			STATEMENT	8
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT			
THOMAS W. BEASLEY 2982 HIGHWAY 96 BURNS, TN 37029	CO-TRUSTEE 1.00	0.	0.	0.	0.	
WENDY A. BEASLEY 2982 HIGHWAY 96 BURNS, TN 37029	CO-TRUSTEE 1.00	0.	0.	0.	0.	
JOHN E. BEASLEY 2982 HIGHWAY 96 BURNS, TN 37029	MEMBER 1.00	0.	0.	0.	0.	
MATTHEW L. BEASLEY 2982 HIGHWAY 96 BURNS, TN 37029	MEMBER 1.00	0.	0.	0.	0.	
KRISTIN A. BEASLEY 2982 HIGHWAY 96 BURNS, TN 37029	MEMBER 1.00	0.	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.	0.	