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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

OMB No. 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation STUBBEMAN FAMILY FOUNDATION		A Employer identification number 68-0587962
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 701	Room/suite	B Telephone number 325-627-7000
City or town, state, and ZIP code ABILENE, TX 79604		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 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) \$ 416,872.	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 (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)
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		19.	19.		STATEMENT 1
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances		44,382.			STATEMENT 2
b Less cost of goods sold		27,540.			STATEMENT 3
c Gross profit (or loss)		16,842.			
11 Other income		91,321.	91,321.		STATEMENT 4
12 Total. Add lines 1 through 11		108,182.	91,340.		
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		2,900.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes		11,143.	7,249.		0.
19 Depreciation and depletion		21,535.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		11,596.	10,196.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		47,174.	17,445.		0.
25 Contributions, gifts, grants paid		90,000.			90,000.
26 Total expenses and disbursements. Add lines 24 and 25		137,174.	17,445.		90,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<28,992.>			
b Net investment income (if negative, enter -0-)			73,895.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

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9p

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						
	2 Savings and temporary cash investments			12,700.	3,656.	3,656.	
	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						
Assets	11 Investments - land, buildings, and equipment: basis ▶						
	Less: accumulated depreciation ▶						
	12 Investments - mortgage loans						
	13 Investments - other						
	14 Land, buildings, and equipment: basis ▶	5,998.					
	Less: accumulated depreciation ▶	5,998.					
	15 Other assets (describe ▶ OIL & GAS INTERESTS)			210,936.	210,936.	413,216.	
	16 Total assets (to be completed by all filers)			223,636.	214,592.	416,872.	
	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 checked="" type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted			223,636.	214,592.		
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg., and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances			223,636.	214,592.			
31 Total liabilities and net assets/fund balances			223,636.	214,592.			

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	223,636.
2 Enter amount from Part I, line 27a	2	<28,992.>
3 Other increases not included in line 2 (itemize) ▶ PERCENTAGE DEPLETION	3	19,948.
4 Add lines 1, 2, and 3	4	214,592.
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	214,592.

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 NONE			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

3

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	90,000.	340,867.	.264033
2010	59,000.	239,976.	.245858
2009	46,700.	229,856.	.203171
2008	153,000.	267,592.	.571766
2007	73,100.	126,823.	.576394

2 Total of line 1, column (d)	2	1.861222
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	.372244
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	447,517.
5 Multiply line 4 by line 3	5	166,586.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	739.
7 Add lines 5 and 6	7	167,325.
8 Enter qualifying distributions from Part XII, line 4	8	90,000.

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	1,478.
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	1,478.
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	1,478.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,280.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	198.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,478.
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		0.
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
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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?	X	
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) <input type="checkbox"/> TX		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>RICHARD YOUNG</u> Telephone no. ► <u>325-627-7007</u> Located at ► <u>PO BOX 701, ABILENE, TX</u> ZIP+4 ► <u>79604</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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?		1c
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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
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

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**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.

X

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?

N/A

7b

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

(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
SUE STUBBEMAN	PRESIDENT			
P.O. BOX 701				
ABILENE, TX 79601	0.00	0.	0.	0.
KARL STUBBEMAN	VICE PRESIDENT			
P.O. BOX 701				
ABILENE, TX 79601	0.00	0.	0.	0.
KAREN LILLEBO	SECRETARY			
P.O. BOX 701				
ABILENE, TX 79601	0.00	0.	0.	0.
ZOE C. FAN	TREASURER			
P.O. BOX 701				
ABILENE, TX 79601	0.00	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

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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 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	
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	0.
b	Average of monthly cash balances	1b	41,116.
c	Fair market value of all other assets	1c	413,216.
d	Total (add lines 1a, b, and c)	1d	454,332.
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	454,332.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,815.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	447,517.
6	Minimum investment return. Enter 5% of line 5	6	22,376.

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	22,376.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,478.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	837.
c	Add lines 2a and 2b	2c	2,315.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	20,061.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	20,061.
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	20,061.

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	90,000.
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	90,000.
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	90,000.

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.

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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				20,061.
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	69,806.			
b From 2008	141,225.			
c From 2009	36,086.			
d From 2010	47,893.			
e From 2011	74,854.			
f Total of lines 3a through e	369,864.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	90,000.			
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				20,061.
e Remaining amount distributed out of corpus	69,939.			
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	439,803.			
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	69,806.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	369,997.			
10 Analysis of line 9:				
a Excess from 2008	141,225.			
b Excess from 2009	36,086.			
c Excess from 2010	47,893.			
d Excess from 2011	74,854.			
e Excess from 2012	69,939.			

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				
ABILENE EDUCATION FOUNDATION PO BOX 1999 ABILENE, TX 79604	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
ABILENE PRESERVATION LEAGUE 1174 N. 1ST ST. ABILENE, TX 79601	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
ALLIANCE FOR WOMEN & CHILDREN 1350 N. 10TH ST. ABILENE, TX 79601	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
AMERICAN RED CROSS 1610 N. 2ND ST. ABILENE, TX 79601	NONE	SECT 501(C)(3)	OPERATING SUPPORT	638.
AMERICAN TINNITUS ASSOCIATION P.O. BOX 5 PORTLAND, OR 97204	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
Total	SEE CONTINUATION SHEET(S)			90,000.
b Approved for future payment				
NONE				
Total				0.

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




		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, this is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here   

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see inst.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	SHERRY A MASSENGILL	Sherry Massengill	5/20/13		P00023094
	Firm's name ▶ CONDLEY AND COMPANY, L.L.P.			Firm's EIN ▶ 75-1056027	
	Firm's address ▶ P. O. BOX 2993 ABILENE, TX 79604-2993			Phone no. (325) 677-6251	

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
ANIMAL LEGAL DEFENSE FUND 170 EAST COTATI AVENUE COTATI, CA 94931	NONE	SECT 501(C)(3)	OPERATING SUPPORT	500.
AUSTIN COLLEGE 900 N. GRAND AVE SHERMAN, TX 75090	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,500.
BIG BLUE YOUTH ASSOCIATION 18107 120TH AVE E PUYALLUP, WA 98374	NONE	SECT 501(C)(3)	OPERATING SUPPORT	9,000.
BIG BROTHERS BIG SISTERS 720 PINE STREET ABILENE, TX 79601	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
CANCER SERVICES NETWORK 100 CHESTNUT ST. ABILENE, TX 79602	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
CASCADE SCHOOL OF MUSIC 200 NW PACIFIC PARK LANE BEND, OR 97701	NONE	SECT 501(C)(3)	OPERATING SUPPORT	750.
CENTER FOR BIOLOGICAL DIVERSITY P.O. BOX 710 TUCSON, AZ 85702	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
CENTRAL MICHIGAN UNIVERSITY 102 WARRIOR HALL MOUNT PLEASANT, MI 48859	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
CENTRAL OREGON ENVIRONMENTAL CENTER 16 NW KANSAS AVE BEND, OR 97701	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
Total from continuation sheets				85,362.

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
CENTRAL OREGON LAND WATCH 623 NW HILL ST., #1 BEND, OR 97701	NONE	SECT 501(C)(3)	OPERATING SUPPORT	7,000.
COMMUNITY FOUNDATION OF ABILENE 500 CHESTNUT SUITE 1001 ABILENE, TX 79604	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
FRED HUTCHINSON CANCER RESEARCH 1100 FAIRVIEW AVE. N. SEATTLE, WA 98109	NONE	SECT 501(C)(3)	OPERATING SUPPORT	2,875.
GLOBAL FOUNDATION FOR CHILDREN 8 W. HOWE STREET #3 SEATTLE, WA 98119	NONE	SECT 501(C)(3)	OPERATING SUPPORT	500.
GREATER METRO PARKS FOUNDATION 4702 SOUTH 19TH STREET TACOMA, WA 98405	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
HELLS CANYON PRESERVATION COUNCIL P.O. BOX 2768 LA GRANDE, OR 97850	NONE	SECT 501(C)(3)	OPERATING SUPPORT	2,000.
HIGH AND DRY BLUE GRASS FESTIVAL 22655 PEACOCK LANE BEND, OR 97701	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
IRAQ AND AFGHANISTAN VETERANS 292 MADISON AVE, 10TH FLOOR NEW YORK, NY 10017	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
MEDICAL CARE MISSION 1857 PINE ST. ABILENE, TX 79601	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
MENTAL HEALTH ASSOCIATION IN ABILENE 500 CHESTNUT ST. ABILENE, TX 79602	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
Total from continuation sheets				

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
MIRMAN SCHOOL 16180 MULHOLLAND DR. LOS ANGELES, CA 90049	NONE	SECT 501(C)(3)	OPERATING SUPPORT	22,000.
MY FRIEND'S PLACE P.O. BOX 3867 HOLLYWOOD, CA 90078	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,500.
NATIONAL RESOURCE DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,500.
NOAH PROJECT P.O. BOX 875 ABILENE, TX 79604	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
OREGON NATURAL DESERT ASSOCIATION 50 SW BOND STREET SUITE 4 BEND, OR 97702	NONE	SECT 501(C)(3)	OPERATING SUPPORT	2,000.
OREGON WILD 5826 N. GREELEY PORTLAND, OR 97217	NONE	SECT 501(C)(3)	OPERATING SUPPORT	7,000.
PETS OF THE HOMELESS 206 S. DIVISION ST., SUITE 10 CARSON CITY, NV 89703	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,862.
PRESBYTERIAN CHILDREN'S HOME 4407 BEE CAVE RD. AUSTIN, TX 78746	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
TEXAS STATE ALUMNI ASSOCIATION 400 N LBJ DR SAN MARCOS, TX 78666	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
THE AMERICAN LEGION, ENDOWMENT FUND P.O. BOX 1055 INDIANAPOLIS, IN 46206	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
Total from continuation sheets				

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
THE HOCKADAY SCHOOL 11600 WELCH RD DALLAS, TX 75229	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
THE MOAA SCHOLARSHIP FUND 201 N WASHINGTON ST ALEXANDRIA, VA 22314	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
THE NATIONAL LYMPHEDEMA NETWORK, INC 116 NEW MONTGOMERY STREET SUITE 235 SAN FRANCISCO, CA 94105	NONE	SECT 501(C)(3)	OPERATING SUPPORT	2,875.
THE TACOMA-PIERCE COUNTY HABITAT 4824 S. TACOMA WAY TACOMA, WA 98409	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
THE TACOMA-PIERCE COUNTY HUMANE 2608 CENTER STREET TACOMA, WA 98409	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
UTU SOCIAL VENTURES 5060 HOOD DR. WOODLAND HLS, CA 91364	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
VOLUNTEERS IN MEDICINE 2300 NE NEFF ROAD BEND, OR 97701	NONE	SECT 501(C)(3)	OPERATING SUPPORT	1,000.
WEST TEXAS REHABILITATION CENTER 4601 HARTFORD ST. ABILENE, TX 79605	NONE	SECT 501(C)(3)	OPERATING SUPPORT	500.
Total from continuation sheets				

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

SOURCEAMOUNT

INTEREST

19.

TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A

19.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 2

INCOME

1. GROSS RECEIPTS	44,382	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		44,382
4. COST OF GOODS SOLD (LINE 15)	27,540	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		16,842
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		16,842

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED		
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS	27,540	
13. ADD LINES 8 THROUGH 12		27,540
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)		27,540

FORM 990-PF	COST OF GOODS SOLD - OTHER COSTS	STATEMENT	3
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DESCRIPTION	AMOUNT
PRODUCTION TAXES	2,052.
LEASE OPERATING EXPENSE	25,438.
INTANGIBLE DRILLING COST	50.
TOTAL OTHER COSTS	27,540.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	88,605.	88,605.	
OIL & GAS LEASE BONUSES	2,716.	2,716.	
TOTAL TO FORM 990-PF, PART I, LINE 11	91,321.	91,321.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES/ACCOUNTING	2,900.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,900.	0.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GROSS PRODUCTION TAXES - RI	3,624.	3,624.		0.
PROPERTY TAXES - RI	3,625.	3,625.		0.
FEDERAL EXCISE TAXES	3,894.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,143.	7,249.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES - RI	1,254.	1,254.		0.
TRUSTEE FEES - GENERAL	8,204.	8,204.		0.
TRUSTEE FEES - WORKING INT	1,400.	0.		0.
PROPERTY TAX CONSULTING	738.	738.		0.
TO FORM 990-PF, PG 1, LN 23	11,596.	10,196.		0.