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

2012

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

GEORGE & JENNIE COLLINS FOUNDATION

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

2627 EAST 21ST STREET #200

Room/suite

City or town, state, and ZIP code

TULSA, OK 74114

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year

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

► \$ 3,854,711. (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual Other (specify) _____

A Employer identification number

73-6093053

B Telephone number

(918) 744-5607

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	937.	83.		STATEMENT 1
	4 Dividends and interest from securities	79,216.	79,216.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	194,339.			
	b Gross sales price for all assets on line 6a	3,042,656.			
	7 Capital gain net income (from Part IV, line 2)		194,339.		
	8 Net short-term capital gain				
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	-194.	0.		STATEMENT 3
	12 Total Add lines 1 through 11	274,298.	273,638.		
Operating and Administrative Expenses	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 4	5,500.	0.	5,500.
	c Other professional fees	STMT 5	17,247.	17,247.	0.
	17 Interest				
	18 Taxes	STMT 6	1,103.	1,103.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	84.	84.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		23,934.	18,434.	5,500.
	25 Contributions, gifts, grants paid		167,250.		167,250.
	26 Total expenses and disbursements. Add lines 24 and 25		191,184.	18,434.	172,750.
	27 Subtract line 26 from line 12:		83,114.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		255,204.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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	573.	490.	490.
	2	Savings and temporary cash investments	341,889.	252,519.	252,519.
	3	Accounts receivable ► 1,441.			
		Less: allowance for doubtful accounts ►		1,441.	1,441.
	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	STMT 8		
	b	Investments - corporate stock		1,449,081.	1,600,122.
	c	Investments - corporate bonds			3,521,761.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► STATEMENT 9)		78,500.	78,500.
	16	Total assets (to be completed by all filers)		1,870,043.	1,933,072.
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		1,317,779.	1,297,694.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		552,264.	635,378.
	30	Total net assets or fund balances		1,870,043.	1,933,072.
	31	Total liabilities and net assets/fund balances		1,870,043.	1,933,072.

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,870,043.
2	Enter amount from Part I, line 27a	2	83,114.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,953,157.
5	Decreases not included in line 2 (itemize) ► PRIOR YEAR ADJUSTMENT	5	20,085.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,933,072.

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 PUBLICLY TRADED SECURITIES			P		
b PUBLICLY TRADED SECURITIES			P		
c CAPITAL GAINS DIVIDENDS					
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 2,566,095.		2,525,116.	40,979.		
b 470,131.		323,201.	146,930.		
c 6,430.			6,430.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			40,979.		
b			146,930.		
c			6,430.		
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	194,339.
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	219,300.	4,243,193.	.051683
2010	242,350.	3,518,822.	.068872
2009	376,207.	3,313,966.	.113522
2008	530,524.	4,519,884.	.117376
2007	258,899.	5,859,651.	.044183

2 Total of line 1, column (d)	2	.395636
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	.079127
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,790,277.
5 Multiply line 4 by line 3	5	299,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,552.
7 Add lines 5 and 6	7	302,465.
8 Enter qualifying distributions from Part XII, line 4	8	172,750.

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)	1	5,104.
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			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2	2	0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	5,104.	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6	Credits/Payments:	5	5,104.	
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,710.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,150.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	7,860.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,756.	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ►	11	0.	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	X	
<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>			
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?	X	
	<i>If "Yes," attach a detailed description of the activities.</i>		
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?	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	X	
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	X	
	• 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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year?	X	
	<i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	OK		
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	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► ROGER B. COLLINS Telephone no. ► (918) 744-5607	
Located at ► 2627 EAST 21ST ST, SUITE 200, TULSA, OK ZIP+4 ► 74114		
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

	Yes	No
a 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)? N/A ► 1b		
Organizations relying on a current notice regarding disaster assistance check here		
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))?

(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)?

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

d 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?

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

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

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
ROGER B. COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	CHAIRMAN 0.00	0.	0.	0.
FRANCES R. COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	TRUSTEE 0.00	0.	0.	0.
ANDREW COLLINS 1626 EAST 29TH STREET TULSA, OK 74114	TRUSTEE 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

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		
Total. Add lines 1 through 3		0.

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	3,440,882.
b Average of monthly cash balances	1b	328,615.
c Fair market value of all other assets	1c	78,500.
d Total (add lines 1a, b, and c)	1d	3,847,997.
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	3,847,997.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,720.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,790,277.
6 Minimum investment return. Enter 5% of line 5	6	189,514.

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	189,514.
2a Tax on investment income for 2012 from Part VI, line 5	2a	5,104.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	5,104.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	184,410.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	184,410.
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	184,410.

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	172,750.
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	172,750.
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	172,750.

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				184,410.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	309,228.			
c From 2009	212,095.			
d From 2010	72,377.			
e From 2011	9,570.			
f Total of lines 3a through e	603,270.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 172,750.			0.	
a Applied to 2011, but not more than line 2a				
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				172,750.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	11,660.			11,660.
6 Enter the net total of each column as indicated below:	591,610.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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	591,610.			
10 Analysis of line 9:				
a Excess from 2008	297,568.			
b Excess from 2009	212,095.			
c Excess from 2010	72,377.			
d Excess from 2011	9,570.			
e Excess from 2012				

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)

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).)

NONE

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:

SEE STATEMENT 10

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 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
a Paid during the year				
HOLLAND HALL 5666 EAST 81ST STREET TULSA, OK 74137	NONE	PUBLIC	ANNUAL FUND	100,000.
HOLLAND HALL 5666 EAST 81ST STREET TULSA, OK 74137	NONE	PUBLIC	GENERAL FUND	5,000.
PHILBROOK MUSEUM OF ART, INC P. O. BOX 52510 TULSA, OK 74152	NONE	PUBLIC	MASTERS SOCIETY	2,000.
SAPULPA HISTORICAL SOCIETY 100 E LEE AVE SAPULPA, OK 74066	NONE	PUBLIC	FIRE MUSEUM	7,500.
THE UNIVERSITY OF TULSA - FACULTY CHAIR 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	FACULTY CHAIR	10,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 167,250.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	937.	
4 Dividends and interest from securities			14	79,216.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-194.	
8 Gain or (loss) from sales of assets other than inventory			18	194,339.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		274,298.	0.
13 Total. Add line 12, columns (b), (d), and (e)					274,298.
(See worksheet in line 13 instructions to verify calculations.)					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	

GEORGE & JENNIE COLLINS FOUNDATION

73-6093053

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE UNIVERSITY OF TULSA - FRIENDS OF FINANCE 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	FRIENDS OF FINANCE	1,500.
THE UNIVERSITY OF TULSA - KIPP 800 SOUTH TUCKER DRIVE TULSA, OK 74137	NONE	PUBLIC	GENERAL FUND	10,000.
THE UNIVERSITY OF TULSA - TURC 800 SOUTH TUCKER DRIVE TULSA, OK 74104	NONE	PUBLIC	TURC	1,250.
THE UNIVERSITY OF TULSA 800 SOUTH TUCKER DRIVE TULSA, OK 74104	NONE	PUBLIC	COLLINS FACULTY ENDOWMENT	10,000.
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO , OK 78212	NONE	PUBLIC	CENTER FOR ENTREPRENEURSHIP	10,000.
TULSA C.A.R.E.S 3507 E. ADMIRAL PLACE TULSA, OK 74115	NONE	PUBLIC	RED RIBBON	5,000.
TULSA ZOO MANAGEMENT INC 6421 E 36TH ST N TULSA, OK 74115	NONE	PUBLIC	WALTZ ON THE WILD SIDE	5,000.
Total from continuation sheets				42,750.

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

SOURCE	AMOUNT
AMERICAN HERITAGE BANK	1.
TAX EXEMPT INTEREST	854.
WELLS FARGO	82.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	937.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO	85,646.	6,430.	79,216.
TOTAL TO FM 990-PF, PART I, LN 4	85,646.	6,430.	79,216.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TERRA NITROGEN COMPANY, L.P.	-194.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-194.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,500.	0.		5,500.
TO FORM 990-PF, PG 1, LN 16B	5,500.	0.		5,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	17,247.	17,247.			0.
TO FORM 990-PF, PG 1, LN 16C	17,247.	17,247.			0.
FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,103.	1,103.			0.
TO FORM 990-PF, PG 1, LN 18	1,103.	1,103.			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	
BANK FEES	84.	84.			0.
TO FORM 990-PF, PG 1, LN 23	84.	84.			0.
FORM 990-PF	CORPORATE STOCK			STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE			
	1,600,122.	3,521,761.			
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,600,122.	3,521,761.			

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SAPULPA INDUSTRIAL FOUNDATION	3,500.	3,500.	3,500.
FIRST OK HOLDINGS INC	75,000.	75,000.	75,000.
TO FORM 990-PF, PART II, LINE 15	78,500.	78,500.	78,500.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. ROGER B. COLLINS, CHAIRMAN, 2627 EAST 21ST STREET, TULSA, OK 74114.

FORM AND CONTENT OF APPLICATIONS

ALL CONTRIBUTION REQUESTS MUST BE IN LETTER FORM, STATING NEEDS, THE PURPOSE OF THE ORGANIZATION, AND HOW FUNDS RECEIVED WILL BE UTILIZED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

GEORGE AND JENNIE COLLINS FOUNDATION

73-6093053

ATTACHMENT TO FORM 990-PF

FYE 12/31/2012

DETAIL OF PART II, LINE 10B - INVESTMENTS - CORPORATE STOCK

<u>ASSET</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
WACHOVIA ACCOUNT #3002-4622 (SEE ATTACHED)	870,201.00	891,200.00
WACHOVIA ACCOUNT #3645-2651 (SEE ATTACHED)	646,616.00	2,630,561.00
564 SHARES ACCO BRANDS CORP	391.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
4,450 SHARES CHEVRON CORPORATION	11,381.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,729 SHARES CITIGROUP INC	5,706.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,066 SHARES CONOCOPHILLIPS	7,109.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,051 SHARES DU PONT E.I. DE NEMOURS AND COMPANY	9,979.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,917 SHARES EXXON MOBIL CORP	5,472.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,400 SHARES BEAM, INC (FKA FORTUNE BRANDS INC)	6,098.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
6,900 SHARES GENERAL ELECTRIC COMPANY	8,557.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,248 SHARES HONEYWELL INTERNATIONAL INC	9,703.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
1,605 SHARES HSBC HOLDINGS PLC SPON ADR	13,043.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
2,500 SHARES JP MORGAN CHASE & CO	3,676.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
589 SHARES VISTEON CORP	474.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
WACHOVIA ACCOUNT #3645-2651 PRIOR YEAR UNLOCATED DIFFERENCE	2,773.00	FMV INCLUDED ABOVE IN ACCOUNT #2651 AMOUNT
TERRA NITROGEN BASIS ADJUSTMENT NOT INCLUDED ABOVE	(1,057.00)	
TOTALS	<u>1,600,122.00</u>	<u>3,521,761.00</u>

**GEORGE & JENNIE COLLINS
FOUNDATION**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 3645-2651

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed \$250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to \$250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.00	0.00	7.20	0.00
BANK DEPOSIT SWEEP	6.49	0.01	182,567.59	18.25
Interest Period 12/01/12 - 12/31/12				
Total Cash and Sweep Balances	6.49		\$182,574.79	\$18.25

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year.

Stocks, Options & ETFs

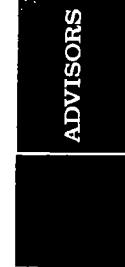
Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
ACCO BRANDS CORP									
ACCO Acquired 12/10/96 L Inc	0.15	564	N/A##	N/A	7,3400	4,139.76	N/A	N/A	N/A
ADR FRESENIUS MED CRE AG									
& CO									
FMS Acquired 02/23/09 L Inc	0.98	800	22.28	17,908.00	34.3000	27,440.00	9,532.00	250.40	0.91
ANSYS INC									
ANSYS Acquired 02/23/09 L Inc	1.20	500	24.35	12,241.66	67.3400	33,670.00	21,428.34	N/A	N/A



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GEORGE & JENNIE COLLINS
FOUNDATION

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DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 3645-2651

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
APACHE CORP COMMON APA	0.56	200	64.78	13,036.00	78.5000	15,700.00	2,664.00		
Acquired 02/23/09 Lnc APPL INC	1.61	85	91.60	7,854.00	532.1729	45,234.69	37,380.69	901.00	1.99
BALCHEM CORP CLASS B BCPC									
Acquired 02/23/09 Lnc BEAM INC	1.36	1,050	14.07	14,867.04	36.4500	38,272.50	23,415.46	231.00	0.60
BEAM	5.21	2,400	N/A##	N/A	61.0900	146,616.00	N/A	1,968.00	1.34
CF INDUSTRIES HOLDINGS INC									
CF	0.72	100	182.60	18,355.00	203.1600	20,316.00	1,961.00	160.00	0.78
CHEVRON CORPORATION CVX	17.11	4,450	N/A##	N/A	108.1400	481,223.00	N/A	16,020.00	3.32
CHURCH & DWIGHT INC CHD									
Acquired 02/23/09 Lnc CITIGROUP INC NEW C	1.14	600	25.23	15,221.00	53.5700	32,142.00	16,921.00	576.00	1.79
COMPANHIA DE BEBIDAS DAS AMERISAM BEV SPONS ADR REPSTG PFD SHS ABV	0.24	172	N/A##	N/A	39.5600	6,804.32	N/A	6.88	0.10
COMPASS MINERALS INTERNATIONAL INC CMP	1.49	1,000	8.46	8,502.00	41.9900	41,990.00	33,488.00	851.00	2.02
Acquired 02/23/09 Lnc	0.53	200	56.80	11,440.00	74.7100	14,942.00	3,502.00	396.00	2.65

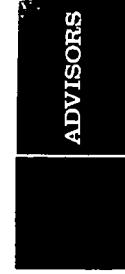
DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 3645-2651

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	ACCOUNT	% OF QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	ESTIMATED	
							UNREALIZED GAIN/LOSS	ANNUAL INCOME
CONOCOPHILLIPS								
COP	Acquired 12/10/96 L nc	4.26	2,066	N/A##	N/A	57,9900	119,807.34	N/A
DECKERS OUTDOOR CORP								
DECK	Acquired 02/23/09 L nc	0.64	450	19.52	8,788.00	40,2700	18,121.50	9,333.50
DISCOVERY COMMUNICATIONS								
DISCA	Acquired 04/23/12 S	0.79	350	51.80	18,225.00	63,4800	22,218.00	3,993.00
DUPONT E.I. DE NEMOURS AND COMPANY								
DD	Acquired 12/10/96 L nc	1.68	1,051	N/A##	N/A	44,9785	47,272.40	N/A
EXPRESS SCRIPTS HLDG CO								
ESRX	Acquired 02/23/09 L nc	477	28.34	13,581.77		25,758.00	12,176.23	
	Acquired 02/23/09 L nc	243	56.49	13,727.07		13,122.00	-605.07	
Total		1.38	720	\$27,308.84	54,0000	\$38,880.00	\$11,571.16	N/A
EXXON MOBIL CORP								
XOM	Acquired 12/10/96 L nc	8.97	2,917	N/A##	N/A	86.5500	252,466.35	N/A
FMC CORP NEW								
FMC	Acquired 02/23/09 L nc	1.25	600	22.25	13,430.00	58,5200	35,112.00	21,682.00
FOMENTO ECONOMICO MEXICANO S.A.B. DE C V (NEW)								
FMX	Acquired 02/23/09 L nc	1.72	480	23.87	11,521.59	100,7000	48,336.00	36,814.41
FORD MOTOR COMPANY								
F	Acquired 12/10/96 L nc	2.07	4,500	N/A##	N/A	12,9500	58,275.00	N/A
GENERAL ELECTRIC COMPANY								
GE	Acquired 12/10/96 L nc	5.15	6,900	N/A##	N/A	20,9900	144,831.00	N/A





GEORGE & JENNIE COLLINS
FOUNDATION

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3645-2651

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	ACCOUNT	% OF QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
GENESEE & WYOMING INC									
CLA									
GWR	Acquired 02/23/09 Lnc	1 89	700	22.07	15,531.00	76,080.00	53,256.00	37,725.00	N/A
GOOGLE INC CLA									
GOOG	Acquired 02/23/09 Lnc	1 26	50	346.68	17,374.00	707,380.00	35,369.00	17,995.00	N/A
HONEYWELL INTERNATIONAL INC									
HON									
Acquired 12/10/96 Lnc		2.82	1,248	N/A##	N/A	63,470.00	79,210.56	N/A	2,046.72
HSBC HOLDINGS PLC-SPON ADR									2.58
HBC									
Acquired 12/10/96 Lnc		802 50000	N/A##	N/A		42,588.68		N/A	
Acquired 12/11/96 Lnc		802 50000	N/A##	N/A		42,588.67		N/A	
Total		3.03	1,605		\$0.00	53,070.00	\$85,177.35	\$0.00	\$4,012.50
INTUITIVE SURGICAL INC									4.71
COM NEW									
ISRG									
Acquired 04/23/12 S		0 52	30	563.89	17,011.70	490,370.00	14,711.10	-2,300.60	N/A
JPMORGAN CHASE & CO									
JPM	Acquired 12/10/96 Lnc	3.91	2,500	N/A##	N/A	43,969.1	109,922.75	N/A	3,000.00
LKQ CORPORATION									
LKQ									
Acquired 04/23/12 S		0 90	1,200	14.90	17,979.20	21,100.00	25,320.00	7,340.80	N/A
MASTERCARD INC CLA									
MA									
Acquired 04/23/12 S		0 73	42	426.73	18,017.66	491,280.00	20,633.76	2,616.10	50.40
NEWS CORP INC-CL A									0.24
NWSA									
Acquired 12/26/03 Lnc		0 16	174	14.45	2,514.30	25,510.00	4,438.74	1,924.44	29.58
NOVO NORDISK A S ADR									0.66
NOVO									
Acquired 02/23/09 Lnc		1 54	265	52.10	13,877.16	163,210.00	43,250.65	29,373.49	485.48
									1.12

**GEORGE & JENNIE COLLINS
FOUNDATION**

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3645-2651

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
OREILLY AUTOMOTIVE INC ORLY	0.64	200	95.32	19,159.00	89.4200	17,884.00	-1,275.00	N/A	N/A
Acquired 04/23/12 S PCP									
PRECISION CASTPARTS CORP PCP	1.62	240	60.55	14,596.00	189.4200	45,460.80	30,864.80	28.80	0.06
PRICECLINE COM INC PCLN	1.10	50	84.18	4,249.00	620.3900	31,019.50	26,770.50	N/A	N/A
Acquired 02/23/09 Lnc									
SOCIEDAD QUIMICA MINERAL DE CHILE S A SPONS ADR REPSTG SER B SHS SQM	0.61	300	29.40	8,900.00	57.6400	17,292.00	8,392.00	304.50	1.76
Acquired 02/23/09 Lnc									
SYNCHENTA AG-ADR SYT	0.86	300	40.49	12,227.00	80.8000	24,240.00	12,013.00	433.50	1.78
Acquired 02/23/09 Lnc									
TERRA NITROGEN CO LP COM UNIT TNH									
Acquired 04/23/12 S nc									
TOWERS WATSON & CO CL A TW	0.53	70	256.81	18,071.70	214.0900	14,986.30	-3,085.40	1,153.60	7.68
Acquired 02/23/09 Lnc									
WABTEC WAB	0.60	300	49.30	14,870.00	56.2100	16,863.00	1,993.00	138.00	0.81
Acquired 02/23/09 Lnc									
Total Stocks and ETFs \$4.48				\$406,555.85		\$2,376,815.37	\$434,313.69	\$54,330.16	2.28
Total Stocks, options & ETFs \$4.48				\$406,555.85		\$2,376,815.37	\$434,313.69	\$54,330.16	2.29

Cost information for one or more securities is not available if you have cost information and would like to see it on future statements. Unless indicated, cost for all other lots will be reported to the IRS.
ne Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS.



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ADVISORS

GEORGE & JENNIE COLLINS
FOUNDATION

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DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 3645-2651

Mutual Funds

If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions

Open End Mutual Funds

Open End Mutual Fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return.

DESCRIPTION	ACCOUNT	% OF QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
COLUMBIA ACORN FUND									
CLASS C									
LIACX									
On Reinvestment									
Acquired 11/27/03 L nc	2,424	20.63	50.012.37			63,848.14	13,835.77		
Reinvestments L nc	1,071,43300	26.33	28,212.34			28,221.54	9.20		
Reinvestments S	251,52900	25.56	6,429.87			6,625.29	195.42		
Total	3.51	3,746.96200	\$84,654.58		26.3400	\$98,694.97	\$14,040.39	N/A	N/A
Client Investment (Excluding Reinvestments)									
Gain/Loss on Client Investment (Including Reinvestments)									
IVY FDS INC									
ASSET STRATEGY FD CL C									
WASCCX									
On Reinvestment									
Acquired 02/07/08 L nc	5,305,04000	26.39	140,007.50			133,899.16	-6,108.34		
Reinvestments L nc	754,77200	17.40	13,133.40			19,050.48	5,917.08		
Reinvestments S	91,16500	24.84	2,264.55			2,301.01	36.46		
Total	5.52	6,150.97700	\$155,405.45		25.2400	\$155,250.65	-\$154.80	\$2,300.46	1.48
Client Investment (Excluding Reinvestments)									
Gain/Loss on Client Investment (Including Reinvestments)									
Total Open End Mutual Funds	9.03					\$240,060.03	\$253,945.62	\$13,885.59	\$2,300.46
Total Mutual Funds	9.03					\$240,060.03	\$253,945.62	\$13,885.59	\$2,300.46
nc Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS									

GEORGE AND JENNIE COLLINS
FOUNDATION VIREO

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 30024622

Portfolio detail

Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N.A. and (if amounts exceed \$250,000) at one or more other Wells Fargo affiliated banks. These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to \$250,000 per depositor, per institution, in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.00	-28,830.08	0.00
BANK DEPOSIT SWEEP Interest Period 12/01/12 - 12/31/12	0.01	100,274.06	10.02
Total Cash and Sweep Balances		\$71,443.98	\$10.02

* APY/E measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
FINANCIAL SELECT SECTOR SPDR	ET							
XLF	768	15.88	12,199.68		12,587.52	387.84		
Acquired 10/31/12	763	15.54	11,858.93		12,505.57	646.64		
Acquired 11/19/12	1,066	15.74	16,782.36		17,471.74	689.38		
Acquired 12/03/12	25	16.69	417.25		409.75	-7.50		
Total	2,622		\$41,258.22	16.3900	\$42,974.58	\$1,718.36	\$755.13	1.76
ISHARES ET								
FLOATING RATE NOTE FUND								
FLOT	1,126	50.61	56,997.11	50.5900	56,964.34	-32.77	573.13	1.00
Acquired 12/24/12								



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GEORGE AND JENNIE COLLINS
FOUNDATION VIREODECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 3002-4622

Stocks, Options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME		UNREALIZED GAIN/LOSS
						ANNUAL INCOME	ANNUAL YIELD (%)	
ISHARES BARCLAYS TIPSET BOND FUND TIP	137	120.69	16,535.73		16,633.17		97.44	
Acquired 06/18/12	84	118.83	9,982.48		10,198.44		215.96	
Acquired 08/20/12	74	121.54	8,993.96		8,984.34		-9.62	
Acquired 09/24/12	89	122.63	10,914.55		10,805.49		-109.06	
Acquired 11/19/12	78	123.24	9,613.41		9,469.98		-143.43	
Total	462		\$56,040.13		121.4100	\$56,091.42	\$51.29	\$1,244.16
ISHARES BARCLAYS ET 7-10 YR TREASURY BOND FUND IEF	528	107.51	56,765.97	107.4900	56,754.72	-11.25	1,015.87	1.78
Acquired 12/31/12								
ISHARES IBOXX \$ YIELDET CORPORATE BOND FUND HYG	507	92.84	47,073.58		47,328.45		254.87	
Acquired 12/03/12	103	93.35	9,615.83		9,615.05		-0.78	
Acquired 12/10/12	1	93.90	93.90		93.35		-0.55	
Total	611		\$56,783.31		93.3500	\$57,036.85	\$253.54	\$3,763.76
ISHARES MSCI CANADA ET INDEX FUND EWC	446	28.06	12,515.79	28.4000	12,666.40	150.61		264.47
Acquired 12/03/12								
ISHARES MSCI JAPAN ET INDEX FD EWJ	2,583	9.76	25,213.70	9.7500	25,184.25	-29.45	488.18	1.93
Acquired 12/31/12								
ISHARES MSCI PACIFIC ET EX-JAPAN INDEX FUND EPP	539	46.48	25,055.52		25,408.46		352.94	
Acquired 12/03/12	2	46.85	93.70		94.28		0.58	
Acquired 12/20/12								
Total	541		\$25,149.22		47.1400	\$25,502.74	\$353.52	\$1,072.26
								4.20

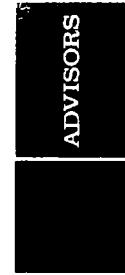
**GEORGE AND JENNIE COLLINS
FOUNDATION VIREO**
**DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 30024922**
**Stocks, options & ETFs
Stocks and ETFs continued**

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	ESTIMATED	
						UNREALIZED GAIN/LOSS	ANNUAL INCOME INCOME YIELD (%)
ISHARES TR -DOW JONES US ENERGY SECTOR INDEX FD IYE	1,062	40.68	43,202.37	40.8400	43,372.08	169.71	723.22 1.66
ISHARES TR -DOW JONES US INDL SECTOR INDEX FD IJJ	581	72.79 73.94	42,296.09 517.58		42,604.73 513.31	308.64 -4.27	
Acquired 12/31/12							
Acquired 12/10/12							
Acquired 12/20/12							
Total	588		\$42,813.67	73.3300	\$43,118.04	\$304.37	\$715.00 1.86
ISHARES TR -DOW JONES US UTILS SECTOR INDEX FD IDU	484	88.03	42,610.82		41,798.24	-812.58	
Acquired 12/17/12	10	87.72	877.20		863.60	-13.60	
Acquired 12/20/12							
Total	494		\$43,488.02	86.3600	\$42,661.84	-\$828.18	\$1,482.00 3.47
ISHARES TR -DOW JONES US REAL ESTATE INDEX FD IYR	308	50.90	15,680.08		19,918.36	4,238.28	
Acquired 08/31/10 nc	179	58.91	10,546.16		11,575.93	1,029.77	
Acquired 02/23/11	46	57.51	8,396.46		9,441.82	1,045.36	
Acquired 03/17/11	48	55.94	2,685.27		3,104.16	418.89	
Acquired 08/15/11	48	64.82	3,111.36		3,104.16	-7.20	
Acquired 12/20/12							
Total	729		\$40,419.33	84.6700	\$47,144.43	\$6,725.10	\$1,747.41 3.71
ISHARES TR MSCI ET EMERGING MKTS INDEX FD EEM	1,388	38.56	53,529.60		61,557.80	8,028.20	
Acquired 07/09/12	444	41.87	18,591.52		19,691.40	1,099.88	
Acquired 12/03/12							
Total	1,832		\$72,121.12	44.3500	\$81,249.20	\$9,128.08	\$1,364.84 1.68
SELECT SECTOR SPDR TR CONSUMER STAPLES XLP	439	35.45 34.89	15,563.90 11,549.15		15,321.10 11,551.90	-242.80 2.75	
Acquired 10/31/12							
Acquired 11/19/12							


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GEORGE AND JENNIE COLLINS
FOUNDATION VIREODECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER 30024622**Stocks, options & ETFs****Stocks and ETFs continued**

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 12/03/12	442	35.96	15,894.72	15,894.72	15,425.80	-468.92		
Acquired 12/20/12	17	35.87	609.87	609.87	593.30	-16.57		
Total	1,229		\$43,617.84	34.9000	\$42,892.10	-\$725.54	\$1,310.11	3.05
SELECT SECTOR SPDR FD MATERIALS								
XLB	1,160	37.15	43,101.19	37.5400	43,546.40	445.21	989.48	2.27
SELECT SECTOR SPDR FD HEALTH CARE								
XLV	342	40.04	13,696.82	13,696.82	13,639.13	-57.69		
Acquired 10/31/12	293	39.27	11,508.34	11,508.34	11,684.99	176.65		
Acquired 11/19/12	425	40.18	17,078.03	17,078.03	16,949.21	-128.82		
Acquired 12/03/12	15	40.75	611.25	611.25	598.21	-13.04		
Total	1,075		\$42,894.44	39.8805	\$42,871.54	-\$22.90	\$863.22	2.01
SELECT SECTOR SPDR FD CONSUMER DISCRETIONARY								
XLY	316	46.01	14,539.82	14,539.82	14,990.75	450.93		
Acquired 10/31/12	247	46.04	11,373.76	11,373.76	11,717.46	343.70		
Acquired 11/19/12	337	47.36	15,961.87	15,961.87	15,986.98	25.11		
Acquired 12/03/12	8	48.01	384.16	384.16	379.51	-4.65		
Total	908		\$42,259.61	47.4391	\$43,074.70	\$815.09	\$690.08	1.60
SPDR S&P 500 TRUST ET SPY								
Acquired 12/31/12	336	141.78	47,640.16	47,640.16	47,849.76	209.60	1,042.60	2.17
VANGUARD MSCI EUROPEAN								
VGK	1,632	47.41	77,385.03	77,385.03	79,706.88	2,321.85		
Acquired 12/03/12	11	48.82	537.13	537.13	537.24	0.11		

GEORGE AND JENNIE COLLINS
FOUNDATION VIREO

DECEMBER 1 - DECEMBER 31, 2012
ACCOUNT NUMBER: 30002-4622

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
							ANNUAL INCOME	ANNUAL YIELD (%)
Total	1,643		\$77,922.16	48.8400	\$80,244.12	\$2,321.96	\$2,413.56	3.01
Total Stocks and ETFs			\$870,203.16		\$891,199.51	\$20,996.35	\$22,518.48	2.53
Total Stocks, options & ETFs			\$870,203.16		\$891,199.51	\$20,996.35	\$22,518.48	2.53

no Cost information for this tax lot is not covered by IRS reporting requirements. Unless indicated, cost for all other lots will be reported to the IRS

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GEORGE & JENNIE COLLINS FOUNDATION
EIN: 73-6093053
Unrelated Business Income from Partnerships - Federal
Calendar Year 12/31/12

	C/O FROM 12/31/2011	FORM K-1 12/31/2012	TO 990-T 10/31/2012	C/O To 12/31/2013
TERRA NITROGEN COMPANY, L.P.	\$ -	\$ (194 00)	\$ (194 00) 194 00	\$ (194.00)
UNRELATED BUSINESS DEDUCTIONS BEFORE SPECIFIC DEDUCTION				<u>\$ - \$ (194.00)</u>

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. GEORGE & JENNIE COLLINS FOUNDATION	Employer identification number (EIN) or 73-6093053
	Number, street, and room or suite no. If a P.O. box, see instructions. 2627 EAST 21ST STREET #200	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TULSA, OK 74114	

Enter the Return code for the return that this application is for (file a separate application for each return)

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Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ROGER B. COLLINS

- The books are in the care of ► **2627 EAST 21ST ST, SUITE 200 - TULSA, OK 74114**
Telephone No. ► **(918) 744-5607** FAX No. ► ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until
AUGUST 15, 2013 to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

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

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	7,860.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,710.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	4,150.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)