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

OMB No 1545-0052

2012

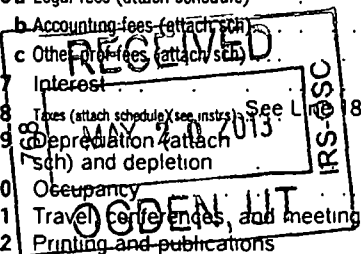
Department of the Treasury
Internal Revenue Service

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

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

Name of foundation LESLIE POWELL TRUST		A Employer identification number 73-6206326
Number and street (or P.O. box number if mail is not delivered to street address) C/O LISA SUMMERS, CPA-1525 MAGNOLIA		B Telephone number (see the instructions) (405) 321-2152
City or town NORMAN	State ZIP code OK 73072	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <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, column (c), line 16) \$ 1,410,789.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	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) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	15.	15.	15.	
	4 Dividends and interest from securities	59,374.	59,374.	59,374.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(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)		28,670.		
	8 Net short-term capital gain			1,664.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule) See Line 11 Stmt	-7,358.	-7,315.	-7,315.		
12 Total. Add lines 1 through 11	52,031.	80,744.	53,738.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	2,832.	2,832.	2,832.	
	c Other professional fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) See Line 18 Stmt	1,471.	1,471.	659.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	1,013.	13,363.	1,197.		
24 Total operating and administrative expenses. Add lines 13 through 23	5,316.	17,666.	4,688.		
25 Contributions, gifts, grants paid	78,000.			78,000.	
26 Total expenses and disbursements. Add lines 24 and 25	83,316.	17,666.	4,688.	78,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-31,285.				
b Net investment income (if negative, enter -0-)		63,078.			
c Adjusted net income (if negative, enter -0-)			49,050.		



Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	13,403.	2,638.	2,638.
	2 Savings and temporary cash investments	36,883.	27,754.	27,754.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,115,822.	1,120,678.	1,166,812.
	c Investments – corporate bonds (attach schedule)	214,394.	214,394.	211,782.
	11 Investments – land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	0.		
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)	1,803.	1,803.	1,803.
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,382,305.	1,367,267.	1,410,789.
	17 Accounts payable and accrued expenses	117.	0.	
	18 Grants payable			
	19 Deferred revenue			
NET FUND ASSETS OR BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	117.	0.	
	Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,382,188.	1,367,267.	
	30 Total net assets or fund balances (see instructions)	1,382,188.	1,367,267.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,382,305.	1,367,267.	

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	1,382,188.
2	Enter amount from Part I, line 27a	2	-31,285.
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Other Increases Stmt	3	28,713.
4	Add lines 1, 2, and 3	4	1,379,616.
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Other Decreases Stmt	5	12,349.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,367,267.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE LIST ATTACHED				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (j) over column (k), 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	28,670.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	— [If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8]	3	1,664.

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 (column (b) divided by column (c))
2011	66,000.	1,296,935.	0.050889
2010	78,807.	1,304,017.	0.060434
2009	71,482.	1,183,883.	0.060379
2008	71,429.	1,391,201.	0.051343
2007	86,001.	1,775,166.	0.048447

2 Total of line 1, column (d)	2	0.271492
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	0.054298
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,370,091.
5 Multiply line 4 by line 3	5	74,393.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	631.
7 Add lines 5 and 6	7	75,024.
8 Enter qualifying distributions from Part XII, line 4	8	78,000.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	631.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	631.
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	631.
6 Credits/Payments.			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	812.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	812.	
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	181.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 181. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
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?	13		X
Website address <u>N/A</u>				
14	The books are in care of <u>LISA SUMMERS, CPA</u> Telephone no. <u>(405) 321-2152</u>			
Located at <u>1525 MAGNOLIA</u> <u>NORMAN</u> <u>OK</u> ZIP + 4 <u>73072</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</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?	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 <u></u>				

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
1 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)? <input type="checkbox"/>	1 b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/>	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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.) <input type="checkbox"/>	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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.) <input type="checkbox"/>	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4 a	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? <input type="checkbox"/>	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐

5 b

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

6 a 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' to 6b, file Form 8870.

6 b

X

7 a 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?

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TOM SUTHERLIN 154 NW 36TH LAWTON OK 73505	TRUSTEE 2.00	0.	0.	0.
ROBERT ROSS 513 SW "C" AVENUE LAWTON OK 73501	TRUSTEE 2.00	0.	0.	0.
ALAN JOLLY 8414 SW WILLOW LAWTON OK 73507	TRUSTEE 2.00	0.	0.	0.

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

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

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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	None

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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	1,358,636.
b Average of monthly cash balances	1b	32,319.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,390,955.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,390,955.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	20,864.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,370,091.
6 Minimum investment return. Enter 5% of line 5	6	68,505.

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	68,505.
2a Tax on investment income for 2012 from Part VI, line 5	2a	631.
b Income tax for 2012. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	631.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	67,874.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	67,874.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	67,874.

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	78,000.
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	78,000.
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 (see instructions)	5	631.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	77,369.

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				67,874.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			24,728.	
b Total for prior years: 20 , 20 , 20				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 78,000.				
a Applied to 2011, but not more than line 2a			24,728.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				53,272.
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				
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 instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				14,602.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	0.			

BAA

Form 990-PF (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)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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:

N/A

- b** The form in which applications should be submitted and information and materials they should include:

N/A

- c** Any submission deadlines:

N/A

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

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 LESLIE POWELL FOUNDATION 716 "D" AVENUE LAWTON OK 73501		PRIVATE OPERATING FOUNDATION	REQUIRED BY THE GOVERNING INSTRUMENT	78,000.
Total			3 a	78,000.
b Approved for future payment LESLIE POWELL FOUNDATION 706 "D" AVENUE LAWTON OK 73501	NONE	PRIVATE OPERATING FOUNDATION	AS REQUIRED BY GOVERNING INSTRUMENT ALL DISTRIBUTABLE 2012 INCOME WILL BE DISTRIBUTED	78,000.
Total			3 b	78,000.

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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]

2 a 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

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, it 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 instructions)?

☐ Yes ☐ No

Yes ☐ No ☐

**Paid
Preparer
Use Only**

Print/Type preparer's name

Lisa D. Summers, CPA

Preparer's signature

Date _____

05/11/13

Check	<input checked="" type="checkbox"/>	self employed
-------	-------------------------------------	---------------

PTIN

P01393192

Firm's name ▶ **Lisa D. Summers CPA**

Firm's EIN ▶ 73-1453467

Firm's address ▶ 1525 Magnolia St.

Phone no (405) 321-2152

Norman

OK 73072

(405) 321-2152

BAA

Form 990-PF (2012)

LESLIE POWELL TRUST
 FORM 990-PF 2012- FED ID #73-6206326
 ATTACHMENT 2
 GROSS PROCEEDS FROM DISPOSITIONS OF SECURITIES #9695
 CAPITAL GAINS AND LOSSES FROM DISPOSITIONS

FOR THE YEAR ENDING 12-31-12

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR OTHER BASIS	GAIN/(LOSS)	ST/LT	DISALLOWED AMOUNT
TELEFONOS DE MEXICO	PURCHASED	07/16/01	03/26/12	\$ 1,127.53	\$ 678 14	\$ 449 39	LT	
AMAZON	PURCHASED	VAR 08 & 10	06/29/12	\$ 11,508 20	\$ 2,860 97	\$ 8,647 23	LT	
CANNON	PURCHASED	VAR 2009	06/29/12	\$ 2,879 19	\$ 2,038 59	\$ 840 60	LT	
CENTRAIS ELETR BRAS	PURCHASED	06/29/98	06/29/12	\$ 527 19	\$ 1,461 21	\$ (934 02)	LT	
CENTRAIS ELECTR BRAS	PURCHASED	06/29/98	06/29/12	\$ 644 13	\$ 1,826 52	\$ (1,182 39)	LT	
DISNEY WALT CO	PURCHASED	VAR 08 & 10	06/29/12	\$ 757 90	\$ 556 31	\$ 201 59	LT	
DISNEY WALT CO	PURCHASED	VAR 08 & 10	06/29/12	\$ 14,196 58	\$ 8,542 11	\$ 5,654 47	LT	
GOOGLE	PURCHASED	VAR 07 - 10	06/29/12	\$ 7,320 47	\$ 8,760.30	\$ (1,439 83)	LT	
INTUITIVE SURGICAL INC	PURCHASED	VAR 09-10	06/29/12	\$ 14,677 67	\$ 8,204.47	\$ 6,473 20	LT	
MITSUBISHI	PURCHASED	VAR 2007	06/29/12	\$ 877.28	\$ 2,279 01	\$ (1,401 73)	LT	
MITSUBISHI	PURCHASED	VAR 2007	06/29/12	\$ 914 54	\$ 1,921 87	\$ (1,007 33)	LT	
NOKIA OYJ	PURCHASED	VAR 08-09	06/29/12	\$ 401 47	\$ 2,840.36	\$ (2,438 89)	LT	
PORTUGAL TELECOM SGPS SA	PURCHASED	VAR 02-04	06/29/12	\$ 935 15	\$ 2,599.38	\$ (1,664 23)	LT	
PRICELINE COM	PURCHASED	VAR 09-10	06/29/12	\$ 13,792 61	\$ 4,787 21	\$ 9,005 40	LT	
SCHLUMBERGER LIMITED COM	PURCHASED	05/06/09	06/29/12	\$ 3,691 27	\$ 3,385 34	\$ 305 93	LT	
SEVEN & I HOLDINGS	PURCHASED	VAR 10-11	06/29/12	\$ 3,425 56	\$ 2,933 79	\$ 491 77	LT	
TELEFONICA SA ADR EA	PURCHASED	VAR 99-01	06/29/12	\$ 382 64	\$ 482 87	\$ (100 23)	LT	
UNION PACIFIC	PURCHASED	VAR 08-10	06/29/12	\$ 12,342 95	\$ 7,121 35	\$ 5,221 60	LT	
WELLS FARGO & CO	PURCHASED	VAR 08-10	06/29/12	\$ 291 86	\$ 1,172.92	\$ (881 06)	LT	
WELLS FARGO & CO	PURCHASED	VAR 08-10	06/29/12	\$ 19,436 56	\$ 18,671 51	\$ 765 05	LT	
TOTAL LONG TERM				\$ 110,130 75	\$ 83,124 23	\$ 27,006 52		
OI SA SPON ADR ORD SH	PURCHASED	04/12/12	06/29/12	\$ 64 72	\$ -	\$ 64 72	ST	
IUSA SOIB ADR OFD SG	PURCHASED	04/12/12	06/29/12	\$ 702 58	\$ -	\$ 702 58	ST	
PHILLIPS 6	PURCHASED	03/15/12	06/29/12	\$ 896 37	\$ -	\$ 896 37	ST	
TOTAL SHORT TERM				\$ 1,663 67	\$ -	\$ 1,663 67		
TOTAL CAPITAL GAINS				\$ 111,794 42	\$ 83,124 23	\$ 28,670 19		

LESLIE POWELL TRUST
 BOOK VALUE OF INVESTMENTS
 1ST GLOBAL CAPITAL CORP.
 ATTACHMENT 1 FORM 990-PF
 73-6206326

DESCRIPTION	BOOK VALUE 12/31/2012	MARKET VALUE 12/31/2012
<u>ACCRUED INTEREST</u>	\$ 1,803.46	\$ 1,803.46

EQUITIES

ABBOTT LABORATORIES	\$ 13,837.72	\$ 17,095.50
ALTERIA GROUP INC	\$ 18,866.86	\$ 23,580.00
AMAZON.COM	\$ -	
APACHE CORP	\$ -	
APPLE INC	\$ 4,443.34	\$ 19,690.40
ARM HOLDINGS	\$ -	
ASTRAZENECA	\$ 3,458.31	\$ 3,308.90
AT&T	\$ 2,896.17	\$ 3,944.07
BANK NEW YORK MELLON CORP	\$ 5,277.42	\$ 2,955.50
BANK OF AMERICA CORP	\$ -	
BOARDWALK PIPELINE PTNRS	\$ 26,338.63	\$ 24,900.00
BOSTON SCIENTIFIC CORP	\$ -	
CAMERON INTL CORP	\$ -	
CANON INC	\$ -	
CARREFOUR SA	\$ 3,956.93	\$ 2,334.15
CENTRAIS ELETR BRAS	\$ -	
CHEVRON CORP NEW	\$ 2,615.77	\$ 3,784.90
CHUBB CORP	\$ 4,903.70	\$ 7,607.32
CITI GROUP	\$ -	
COHEN & STEERS QUAL INC	\$ 27,082.87	\$ 30,480.00
COMCAST CORP NEW	\$ 4,646.63	\$ 6,986.32
CONOCOPHILLIPS	\$ 2,906.78	\$ 3,247.44
CORE LABORATORIES NV	\$ -	
COVIDIEN PLC	\$ -	
CUSHING MLP TOTAL RETURN FD	\$ -	
CVR PARTNERS LP COM	\$ 17,146.71	\$ 25,240.00
CVS CAREMARK CORP	\$ -	
DCP MIDSTREAM PARTNERS LP	\$ 17,095.11	\$ 20,875.00
DEERE & COMPANY	\$ 6,597.85	\$ 7,086.44
DELL INC	\$ -	
DENTSPLY INTL INC	\$ -	

DEUTSCHE TELEKOM AG	\$	5,831.79	\$	3,569.58
DISNEY WALT CO	\$	-		
EMERSON ELECTRIC	\$	5,302.53	\$	8,102.88
ENI ADR EACH REP 2	\$	4,649.68	\$	4,914.00
ERICSSON	\$	2,162.54	\$	2,070.50
EXPEDITORS INTL WASH INC	\$	7,489.72	\$	6,802.60
EXXON MOBIL CORP	\$	5,501.12	\$	5,279.55
FEDEX CORP	\$	-		
FRANCE TELECOM ADR EACH	\$	4,434.02	\$	2,342.60
FUJI FILM HOLDING CORP	\$	-		
GENERAL ELECTRIC	\$	12,629.46	\$	16,687.05
GENERAL MILLS INC	\$	-		
GLAXOSMITHKLINE	\$	5,322.61	\$	4,999.05
GOLDMAN SACHS GROUP	\$	-		
GOOGLE INCL	\$	-		
HEWITT-PACKARD CO	\$	-		
HONDA MOTOR CO	\$	-		
ILLINOIS TOOL WORKS	\$	4,444.43	\$	5,047.23
ILLUMINA INC.	\$	4,411.64	\$	4,891.92
INERGY LP	\$	34,401.90	\$	23,647.00
INTEL CORP	\$	2,685.21	\$	3,505.40
INTL BUSINESS MACH	\$	-		
INTUITIVE SURGICAL INC.	\$	-		
I SHARES TR MSCI EAFE INDEX FD	\$	82,738.16	\$	79,604.00
ISHARES TR MSCI EMERGING MKTS	\$	24,390.30	\$	22,618.50
JOHNSON & JOHNSON	\$	14,764.14	\$	16,333.30
JOHNSON CTLS INC	\$	9,230.73	\$	8,158.22
JP MORGAN CHASE & CO	\$	5,642.47	\$	6,111.69
KONINKLUKE AHOLD NVE NEW ADR	\$	1,802.23	\$	3,527.57
KRAFT FOODS INC CL A	\$	1,687.85	\$	2,500.85
KROGER CO	\$	-		
LILLY ELI & CO	\$	1,206.40	\$	1,726.20
LOWES COMPANIES	\$	2,654.60	\$	4,440.00
LVMH MOET-HENNESSY LOUIS VUTTO	\$	-		
MARKS & SPENCER GROUP SPON ADR	\$	3,304.99	\$	3,169.40
MASCO CORP	\$	2,489.23	\$	2,582.30
MCDONALDS CORP	\$	2,393.43	\$	5,027.97
MERCK & CO INC NEW COM	\$	1,616.31	\$	2,579.22
METLIFE INC COM	\$	7,084.71	\$	4,051.62
MICROSOFT CORP	\$	10,537.25	\$	11,992.79
MITSUBISHI UF J FINANCIAL GROUP	\$	-		
MIZUHO FINANCIAL GROUP ADR	\$	4,872.16	\$	1,518.90
MONDELEZ INTL	\$	3,141.31	\$	4,225.20
MS&AD INS GP HLDGS ADR	\$	4,164.89	\$	2,070.60
MYLAN INC	\$	-		
NATIONAL GRID NEW ADR EACH REPR	\$	33,523.42	\$	40,208.00
NIPPON TEL & TEL CORP SPONS	\$	5,102.61	\$	4,731.75

NOKIA OYJ ADR EACH REPR 1 ORD	\$	-		
OI SA ORD SHARES	\$	-		
OISA 3 PREF SH	\$	-		
PAYCHEX	\$	10,091.75	\$	10,574.00
PEPSICO INC	\$	4,261.26	\$	4,174.23
PFIZER INC.	\$	11,260.60	\$	13,016.00
PG & E CORP	\$	5,717.86	\$	5,424.30
PIMCO CORPORATE OPPORTUNITY FU	\$	29,214.25	\$	29,115.00
PNC FINL SVCS GROUP	\$	6,492.97	\$	5,481.14
PORTUGAL TELECOM SPGS SA SPON	\$	-		
PRICELINE COM INC COM	\$	-		
PROCTER & GAMBLE CO	\$	14,801.79	\$	15,411.03
QUALCOMM INC.	\$	4,853.61	\$	7,608.78
SAFEWAY INC COM NE FML SAFEWAY	\$	3,910.02	\$	3,075.30
SAINSBURY (J) ADR EA REP	\$	2,368.57	\$	2,243.80
SANOFI SPONSORED ADR	\$	5,153.24	\$	5,685.60
SCHLUMBERGER LIMITED COM STK	\$	-		
SCHWAB CHARLES CORP NEW	\$	12,576.81	\$	9,262.20
SEVEN & I HOLDING CO LTD	\$	-		
SMUCKER JM CO NEW	\$	4,383.24	\$	6,209.28
SONY CORP ADR-EACH CNV INTO	\$	-		
SOUTHWEST CAP TR II GTD TR PFD	\$	13,712.20	\$	12,755.00
SPDR SER TR BARKLAYS CAP HIGH	\$	58,282.99	\$	61,065.00
STMICROELECTRONICS NY SHS-EACH	\$	3,699.69	\$	1,665.20
SUMITOMO MITSUI FINANCIAL GROU	\$	4,303.59	\$	2,106.58
SUNCOR ENERGY COM NPV NEW ISIN	\$	-		
SUNTRUST BANKS INC	\$	-		
SUPERVALU INC	\$	2,154.96	\$	177.84
SUBURBAN PROPANE PTNRS	\$	9,139.24	\$	5,440.40
SYSCO CORP	\$	32,988.18	\$	36,092.40
T ROWE PRICE GROUP	\$	6,866.58	\$	9,181.50
TAKEDA PHARMACEUTICAL CO LTD	\$	2,067.46	\$	1,894.82
TARGET CORP	\$	5,444.34	\$	5,739.49
TE CONNECTIVITY LTD COM	\$	733.28	\$	3,155.20
TELE NORTE (MGR 4/2012 TO OI SA PI	\$	-		
TELECOM ITALIA SPA SPONS ADR	\$	9,230.96	\$	3,212.75
TELEFONICA SA ADR EACH REPR	\$	-		
TELEFONOS DE MEXICO SAB DE CV	\$	-		
TEVA PHARMACEUTICAL INDUSTRIES	\$	4,093.49	\$	2,725.82
THERMO FISHER SCIENTIFIC INC	\$	-		
TOKIO MARINE HOLDINGS INC ADR	\$	1,692.44	\$	2,631.50
TOTAL ADR EACH REP	\$	4,617.15	\$	4,420.85
TOYOTA MOTOR CORP ADR	\$	3,913.17	\$	4,662.50
US CONCRETE INC	\$	19,702.97	\$	7,918.75
UNILEVER NV EURO 16	\$	2,914.48	\$	4,787.50
UNION PACIFIC CORP	\$	-		
UNITED TECHNOLOGIES CORP	\$	5,778.93	\$	6,888.84

VALE S.A. SPONS ADR REPR	\$ 6,957.25	\$ 5,051.36
VISA INC COM	\$ -	
WELLS FARGO & CO NEW	\$ -	
WESTERN DIGITAL CORP	\$ 2,458.06	\$ 3,824.10
WILLIAMS PARTNERS LP COM	\$ 7,650.59	\$ 9,732.00
XEROX	\$ 2,265.72	\$ 1,636.80
	\$ -	
SUBTOTAL EQUITIES	\$ 809,438.33	\$ 836,200.24
	\$ -	
	\$ -	
FIXED INCOME	\$ -	
	\$ -	
AMERENERGY GENERATING CO	\$ 42,445.01	\$ 29,000.00
GENWORTH FINANCIAL INC	\$ 50,159.10	\$ 53,582.50
GENERAL MOTORS ACCEPTANCE CORP	\$ 49,172.95	\$ 49,559.00
HANESBRANDS INC. SR 6.375%	\$ 51,389.76	\$ 55,000.00
LLOYDS TSB BANK PLC NOTE	\$ 21,227.37	\$ 24,640.80
	\$ -	
SUBTOTAL FIXED INCOME	\$ 214,394.19	\$ 211,782.30
	\$ -	
MUTUAL FUNDS	\$ -	
	\$ -	
BERWYN FD INC DISCRETION	\$ 20,015.00	\$ 21,976.67
BROWN CAPITAL MGT SMALL CO	\$ 20,015.00	\$ 21,806.01
COLUMBIA ACORN INTL	\$ 28,000.00	\$ 33,801.96
HARBOR INTERNATIONAL INSTL FD	\$ 7,015.00	\$ 8,167.54
ING REAL ESTATE FUND	\$ 33,045.00	\$ 36,899.30
OPPENHEIMER DEV MARKETS FD	\$ 30,030.00	\$ 34,397.80
PIMCO COMMODITY REAL RETURN	\$ 36,045.00	\$ 30,831.12
PIMCO EMERGING MKTS BOND	\$ 45,030.00	\$ 49,877.01
PIMCO LOW DURATION INSTITUTIONAL	\$ -	
TEMPLETON GLOBAL BOND ADVISOR	\$ 62,030.00	\$ 60,867.67
VANGUARD EQUITY INC INVESTOR	\$ 30,015.00	\$ 31,986.75
	\$ -	
SUBTOTAL MUTUAL FUNDS	\$ 311,240.00	\$ 330,611.83
	\$ -	
	\$ -	
TOTAL BOOK VALUE OF INVESTMENTS	\$ 1,336,875.98	\$ 1,380,397.83

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
SALE OF FRAC SH		43.	43.
Total	-7,358.	-7,315.	-7,315.

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FED EXCISE TAX	812.	812.		
FOREIGN TAX PAID	659.	659.	659.	
Total	1,471.	1,471.	659.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BROKER CHARGES		12,350.	184.	
INSURANCE	1,013.	1,013.	1,013.	
MISC	0.			
ADJUSTMENT DUE TO ROUNDING				
Total	1,013.	13,363.	1,197.	

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

CAPITAL GAINS NOT INCL IN COL A	28,670.
SALE OF FRAC SHARES	43.
Total	28,713.

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

CAPITAL LOSS NOT INCLUDED COL A	0.
BROKER CHARGES	12,350.
ADJUSTMENT FOR ROUNDING	-1.
Total	12,349.

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
<u>INTEREST-BROKER ACCOUNT</u>	<u>14,909.</u>
<u>DIVIDENDS</u>	<u>41,294.</u>
<u>DIV TYPE CAP GAINS</u>	<u>3,171.</u>
Total	<u><u>59,374.</u></u>

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service► **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 ☒ **X**
- 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.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	LESLIE POWELL TRUST	73-6206326
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	C/O LISA SUMMERS, CPA-1525 MAGNOLIA,	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	NORMAN	OK 73072

Enter the Return code for the return that this application is for (file a separate application for each return) ☒ **04**

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **LISA SUMMERS, CPA**

Telephone No. ► **(405) 321-2152** 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 **Aug 15**, 20 **13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 20 **12** or
- tax year beginning _____, 20 _____, and ending _____, 20 _____

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 \$	631.
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 \$	812.
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 \$	0.

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.