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SCANNED NOV 2 5 2013.

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For	alen	dar year 2012 or tax year beginning			, and e	nding		
Nar	ne of	foundation					A Employer identification	number
Т	HE	BRUMLEY FOUNDATION					75-2089705	,
Nun	nber a	nd street (or PO box number if mail is not delivered	to street	address)		Room/suite	B Telephone number	
P	.0	• BOX 9294					806/376-15	555
		own, state, and ZIP code					C If exemption application is p	pending, check here
		RILLO, TX 79105		leutral return of a fe	rmor public c	horibe	D 1. Foreign organization	c chack hara
G (песк	all that apply Initial return		Initial return of a fo	ittliet public c	manty	D 1. Poteigh organizations	S, CHECK HEIE
		Address change		Name change			2. Foreign organizations me check here and attach or	eeting the 85% test,
Н С	heck		(c)(3) ex	kempt private foundation			E If private foundation sta	
	_	ction 4947(a)(1) nonexempt charitable trus		Other taxable private founda	ition		under section 507(b)(1	
l Fa	ır ma	rket value of all assets at end of year J	ccount	ng method X Cash	Accr	ual	F If the foundation is in a	60-month termination
(fr	om I	Part II, col (c), line 16)		ther (specify)			under section 507(b)(1)(B), check here
	\$	19,739,996. (Par	t I, colu	mn (d) must be on cash b	oasis.)			T (4)
Pa	irt l	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) necessarily equal the amounts in column (a))	nay not	(a) Revenue and expenses per books	(b) Net in		(c) Adjusted net income	(0) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received					N/A	
	2	Check X if the foundation is not required to attach Interest on savings and temporary	Sch B	42 040		2 040		COLD CONTRACTOR 1
	3	cash investments		43,040. 301,966.		3,040. 1,959.		STATEMENT 1 STATEMENT 2
	4	Dividends and interest from securities		301,900.	30	1,939.		STAIRMENT Z
		Gross rents						
		Net rental income or (loss) Net gain or (loss) from sale of assets not on line 10		257,075.				
Jue	h	Gross sales price for all assets on line 6a 1,303,73	20.		••••••	***************************************		
Revenue	7	Capital gain net income (from Part IV, line 2)			25	7,075.		
Œ	8	Net short-term capital gain						
	g	Income modifications						
	10a	Gross sales less returns and allowances						
		Less Cost of goods sold	<u> </u>			······		
		Gross profit or (loss)		517,449.	5.1	7,449.		STATEMENT 3
	11 12	Other income Total. Add lines 1 through 11		1,119,530.		$\frac{7,335}{9,523}$		D 4.24.1 11.11.11.1 3
	13	Compensation of officers, directors, trustees, etc		0.		0.	 ··	0.
	14	Other employee salaries and wages						
	15	Pension plans, employee benefits						
ses	16a	Legal fees STMT	4	7,937.		7,937.		0.
per	3	Accounting fees	_	06 270		4 700		15 051
ű,		Other professional fees STMT	5	86,370.	0	4,799.		15,951.
Operating-and.Administrative,Expenses	17 18_	Interest CEIVED STMT	6	11,900.		0.		0.
istra	I 10	Depreciation and depletion	Ū	11/3001				
E	19 20 21	o&@ahcy 0 2013						
Ą	21	Travel, conferences, and meetings						
and	22	Printing-and-publications-						
<u></u>			7	2,918.		0.		0.
arat	24	Total operating and administrative		100 125	7	2 726		15 051
ŏ	25	expenses. Add lines 13 through 23		109,125. 955,899.	/	2,736.		15,951. 955,899.
	25 26	Contributions, gifts, grants paid Total expenses and disbursements		733,079.			E	755,055.
	20	Add lines 24 and 25		1,065,024.	7	2,736.		971,850.
	27	Subtract line 26 from line 12			, , , , , , , , , , , , , , , , , , , ,			
	1	Excess of revenue over expenses and disburseme	nts	54,506.				
	b	Net investment income (if negative, enter -0-)			1,04	6,787.		
	C	Adjusted net income (if negative, enter -0-)					N/A	

223501 12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

In	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	year
	arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			<u></u>
	2	Savings and temporary cash investments	6,545,171.	6,183,696.	6,196,305.
	l .	Accounts receivable			
	ŀ	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			
	ľ	disqualified persons			
	7	Other notes and loans receivable			
	′	Less allowance for doubtful accounts	Í	1	
/6		Inventories for sale or use			
Assets	8				
Ass	9	Prepaid expenses and deferred charges Investments - U.S. and state government obligations. STMT 9	130,500.	130,500.	130.500.
•	1	amen 10	12,497,177.		130,500. 12,245,317.
		Three conference of the confer	12,431,111.	12,300,137.	12,243,317.
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis	•	1	
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ► 2,040. Less accumulated depreciation STMT 11 ► 2,040.			
					4 4 4 5 5 5 5 4
	15	Other assets (describe ► STATEMENT 12)	33,001.	46,001.	1,167,874.
	16	Total assets (to be completed by all filers)	19,205,848.	19,260,354.	19,739,996.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
ç	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
igi	21	Mortgages and other notes payable			
Ë		Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
_		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
es	24	Unrestricted			
Net Assets or Fund Balance					
Sala	25	Temporarily restricted			
Ā	26	Permanently restricted Foundations that do not follow SFAS 117, check here			
Ë		•			
<u>.</u>		and complete lines 27 through 31.	0.	0.	
sts	ı	Capital stock, trust principal, or current funds	0.	0.	
SSe	28	Paid-in or capital surplus, or land, bldg, and equipment fund		19,260,354.	
¥.	29	Retained earnings, accumulated income, endowment, or other funds	19,205,848.		
ž	30	Total net assets or fund balances	19,205,848.	19,260,354.	
			10 005 040	10 200 254	
_	31	Total liabilities and net assets/fund balances	19,205,848.	19,260,354.	
þ	ari	III Analysis of Changes in Net Assets or Fund Ba	alances		
	OLL				
1		I net assets or fund balances at beginning of year - Part II, column (a), line 3	30		10 005 040
	(mu	st agree with end-of-year figure reported on prior year's return)		1	19,205,848.
2	Ente	r amount from Part I, line 27a		2	54,506.
3	Othe	r increases not included in line 2 (itemize)		3	0.
4	Add	lines 1, 2, and 3		4	19,260,354.
5	Deci	reases not included in line 2 (itemize)		5_	0.
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	19,260,354.
					Form 990-PF (2012)

2	0	8	9	7	0	5	Page	
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	cribe the kind(s) of property sol arehouse, or common stock, 20			P - Pu D - Do	acquired rchase nation	(c) Date acquired (mo , day, yr)	(d) Date sol (mo , day, y
1a		- -					
b SEE ATTACHED	STATEMENT						
C							
d							
<u>e</u>							
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			(h) Gain or (los (e) plus (f) minus	
<u>a</u>				-			
C							
d							
e 1,303,720.			1,046,64	5.			257,0
Complete only for assets showing		ed by the foundation	on 12/31/69		(1)	Gains (Col (h) gai	n minus
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col (I) col (I), if any		col.	(k), but not less th Losses (from col.	an -0-) or
<u>a</u>							
b C				+			
d				$\overline{}$			
e		-		+			257,0
2 Capital gain net income or (net ca	If gain, also	enter in Part I, line ter -0- in Part I, line	7	} 2			257,0
3 Net short-term capital gain or (lo	ss) as defined in sections 1222		,	7 -			23,,0
If gain, also enter in Part I, line 8, If (loss), enter -0- in Part I, line 8) a	1	N/A	A
Part V Qualification U							
(For optional use by domestic private if section 4940(d)(2) applies, leave to the foundation liable for the sec	e foundations subject to the sec this part blank	ction 4940(a) tax on	net investment ind	come)	ment Inc	ome	Yes X
(For optional use by domestic private if section 4940(d)(2) applies, leave to was the foundation liable for the sectif "Yes," the foundation does not quarter.	e foundations subject to the sec this part blank stion 4942 tax on the distributat alify under section 4940(e). Do r	ction 4940(a) tax on ole amount of any yon to complete this pa	net investment inc ear in the base pen int	od?	ment Inc	ome	☐ Yes X
(For optional use by domestic private if section 4940(d)(2) applies, leave to the section was the foundation liable for the section of the se	e foundations subject to the sec this part blank ction 4942 tax on the distributat hilfy under section 4940(e). Do re each column for each year, see	ction 4940(a) tax on the amount of any young to complete this part the instructions be	net investment inc ear in the base pen int	od?	ment Inc		
(For optional use by domestic private if section 4940(d)(2) applies, leave to the section was the foundation liable for the sectif "Yes," the foundation does not quate in the appropriate amount in the section of the section was appropriate amount in the section of the section was appropriate amount in the section of the	e foundations subject to the sec this part blank ction 4942 tax on the distributat ulfy under section 4940(e). Do re each column for each year, see	otion 4940(a) tax on the amount of any young to complete this pay the instructions be	net investment inc ear in the base pen int	od?		Distr	(d) ibution ratio
(For optional use by domestic private if section 4940(d)(2) applies, leave to the section was the foundation liable for the sectif "Yes," the foundation does not quate in the appropriate amount in (a) Base period years Calendar year (or tax year beginning)	e foundations subject to the sec this part blank ction 4942 tax on the distributat ulfy under section 4940(e). Do re each column for each year, see	ole amount of any young to complete this part the instructions being distributions	net investment inc ear in the base pen int fore making any er Net value of nor	od? od? otries (c) ochantable	e-use assets	Distr (col (b) d	(d) ibution ratio ivided by col (c))
(For optional use by domestic private if section 4940(d)(2) applies, leave to the section 4940(d)(2) applies, leave to the section of the sec	e foundations subject to the sec this part blank ction 4942 tax on the distributat ulfy under section 4940(e). Do re each column for each year, see	ole amount of any young complete this partie instructions be any distributions	net investment inc ear in the base pen int fore making any er Net value of nor	od? od? tries (c) ncharitable	e-use assets	Distr (col (b) d	(d) ibution ratio ivided by col (c))
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(For optional use by domestic private if section 4940(d)(2) applies, leave to the section 4940(d)(d) applies, leave to the section 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(e foundations subject to the section and section 4942 tax on the distributate of the section 4940(e). Do reach column for each year, see (b) Adjusted qualifying in) 5-year base period - divide the ence if less than 5 years ble-use assets for 2012 from Paragraphic forms.	ole amount of any young complete this parties instructions being distributions 923,029. 877,139. 032,801. 728,187. 958,028.	net investment indear in the base pen ort fore making any er Net value of nor	od? od? (c) nchantabl 19,5 18,7 17,9 21,1	e-use assets 63,286 04,208 82,492 37,847	2 3 4	Yes X (d) Inbution ratio Invided by col (c)) . 047 . 046 . 057 . 034 . 047 . 233 . 046 19,476,9 908,5
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(For optional use by domestic private if section 4940(d)(2) applies, leave to the section 4940(d) and the foundation does not quate amount in the section 4940(d) and appropriate amount in the section 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(e foundations subject to the section and this part blank Stion 4942 tax on the distributate of this part blank each column for each year, see the section and the section an	ole amount of any young complete this parties instructions being distributions 923,029. 877,139. 032,801. 728,187. 958,028.	net investment indear in the base pen ort fore making any er Net value of nor	od? od? (c) nchantabl 19,5 18,7 17,9 21,1	e-use assets 63,286 04,208 82,492 37,847	2 3 4 1 5 6	(d) ibution ratio ivided by col (c)) . 047 . 046 . 057 . 034 . 047 . 233 . 046 19,476,9 908,5
(For optional use by domestic private if section 4940(d)(2) applies, leave to was the foundation liable for the sectif "Yes," the foundation does not quate in the appropriate amount in Base period years Calendar year (or tax year beginning 2011 2010 2009 2008 2007 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existed the Enter the net value of noncharital Multiply line 4 by line 3 6 Enter 1% of net investment incommodified in the section of the sec	e foundations subject to the section and section 4942 tax on the distributate of the section 4940(e). Do reach column for each year, see the section and section 4940(e). Do reach column for each year, see the section and s	ole amount of any young complete this part the instructions being distributions 923,029. 877,139. 032,801. 728,187. 958,028.	net investment indear in the base pen ort fore making any er Net value of nor	od? tries (c) nchantabl 19,5 18,7 17,9 21,1 20,2	e-use assets 63,286 04,208 82,492 37,847 61,697	2 3 4 1 5 6 7 1	(d) ribution ratio rivided by col (c)) . 047 . 046 . 057 . 034 . 047 . 233 . 046 19,476,9 908,5 10,4 919,0
(For optional use by domestic private if section 4940(d)(2) applies, leave to was the foundation liable for the section 4940(d)(2) applies, leave to was the foundation liable for the section for the section of the se	e foundations subject to the section and section 4942 tax on the distributate of the section 4940(e). Do reach column for each year, see the section and section 4940(e). Do reach column for each year, see the section and s	ole amount of any young complete this part the instructions being distributions 923,029. 877,139. 032,801. 728,187. 958,028.	net investment indear in the base pen ort fore making any er Net value of nor	od? tries (c) nchantabl 19,5 18,7 17,9 21,1 20,2	e-use assets 63,286 04,208 82,492 37,847 61,697	2 3 4 5 6 7 8	(d) nbutton ratio ivided by col (c)) . 047 . 046 . 057 . 034 . 047 . 233 . 046 19,476,9 908,5 10,4 919,0

Form	990-PF (2012) THE BRUMLEY FOUNDATION						2089			Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940				, or 4	948 -	- see	nstru	ction	<u>1S)</u>
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and er									
	Date of ruling or determination letter (attach copy of letter if nec	essaŋ	-see instr	uctions)						
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here	- X	and enter	1%	>	1		1	0,4	<u>68.</u>
	of Part I, line 27b									
C	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%	of Pa	rt I, line 12	, col (b) 丿						_
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Ot	hers e	nter - 0-)			2				0.
3	Add lines 1 and 2					3		1	0,4	68.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Of	thers e	enter -0-)		}	4				0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-					5	, , ,	1_	0,4	<u>68.</u>
6	Credits/Payments									
a	2012 estimated tax payments and 2011 overpayment credited to 2012	<u>6a</u>		23,1	.37.					
b	Exempt foreign organizations - tax withheld at source	6b								
C	Tax paid with application for extension of time to file (Form 8868)	6c								
d	Backup withholding erroneously withheld	6d						_		
7	Total credits and payments Add lines 6a through 6d					_ 7		2	3,1	<u>37.</u>
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	ched				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			_ 1	▶	10		1	2,6	<u>69.</u>
	Enter the amount of line 10 to be Credited to 2013 estimated tax		12,66	9 . Refund	ed 🕨	11				0.
	rt VII-A Statements Regarding Activities							T		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legisl	lation	or did it pa	rticipate or in	tervene	ın			Yes	
	any political campaign?							1a_		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purpos							1b		X
	If the answer is "Yes" to 1aor 1b, attach a detailed description of the activities and	d cop	ies of any	materials p	ublishe	d or				
	distributed by the foundation in connection with the activities.									37
	Did the foundation file Form 1120-POL for this year?							10		<u>X</u>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the	year			^					
	(1) On the foundation \blacktriangleright \$ 0. (2) On foundation managers	> \$	š		0.					
е	Enter the reimbursement (if any) paid by the foundation during the year for political expendi	ture ta	x imposed	on foundation	n					
	managers ► \$O.									v
2	Has the foundation engaged in any activities that have not previously been reported to the IF	२८७	•					2		<u>X</u>
	If "Yes," attach a detailed description of the activities				4.					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing in		nent, article	s of incorpo	ration, o	r				v
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change							3		$\frac{X}{X}$
	Did the foundation have unrelated business gross income of \$1,000 or more during the yea	13				N	/A	4a 4b		
	If "Yes," has it filed a tax return on Form 990-T for this year?	,				7.4	, 11	5		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				•			,		
_	If "Yes," attach the statement required by General Instruction T.	ther								
0	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied en	11101								
	 By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandator 	v direc	tions that o	onflict with t	ha stata	law				
	remain in the governing instrument?	<i>y</i> unoc	mono mar v	, , , , , , , , , , , , , , , , , , ,				6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year?							7	X	
'	If "Yes," complete Part II, col. (c), and Part XV.							1		
Q۵	Enter the states to which the foundation reports or with which it is registered (see instruction	ns) 🕨	•							
04	TX	, -								
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the A	ttorne	v General /	or designate)						
U	of each state as required by General Instruction G? If "No," attach explanation		,					8b	Х	
۵	Is the foundation claiming status as a private operating foundation within the meaning of se	ction 4	1942(1)(3)	or 4942(i)(5)	for cale	ndar				
J	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," c							9		Х
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedu				.			10		<u>X</u>

Form **990-PF** (2012)

orm	990-PF (2012) THE BRUMLEY FOUNDATION 75-2089	705	Pa	ge 5
	ert VII-A Statements Regarding Activities (continued)			
	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 ► BRUMLEYFOUNDATION.ORG			
14	The books are in care of ► AULT & ASSOCIATES, CPA'S Telephone no ► (806)	-376-	155	5
	Located at ►ANB PLAZA II SUITE 600, AMARILLO, TEXAS ZIP+4 ►79	101		
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	N/		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	_ Y		Vo
	securities, or other financial account in a foreign country?	16		X
	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>		
Þε	art 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.	<u> </u>	es 1	<u>Vo</u>
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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)			
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)?	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		<u>X</u>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2012? Yes X No			
	If "Yes," list the years			
t	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.)	1 0 1		
	Statement See instruction y	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.	1 1		
٠.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
38				
	during the year? If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after		1	
£	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	1	
4-	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
	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
	Had not been followed from loopards before the met dat of the san test deginning in act.			

Form **990-PF** (2012)

Form 990-PF (2012) THE BRUMLEY FOUNDATION	75–2	089705 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundary Paid Employees, and Contractors (continued)	ındation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none,		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
AULT & ASSOCIATES, CPAS	ADMINISTRATIVE &	
P. O. BOX 9294, AMARILLO, TX 791059294	ACCOUNTING	0.
(FIRM OWNER IS A DIRECTOR)		
		0.
]
Total number of others receiving over \$50,000 for professional services		<u> </u>
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant number of organizations and other beneficiaries served, conferences convened, research paper.	statistical information such as the s produced, etc	Expenses
1 N/A		-
2		
		_
3		
4		
	<u>_</u>	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax years.	ear on lines 1 and 2	Amount
1 <u>N/A</u>		
2		
All other program-related investments See instructions		
3		

Total. Add lines 1 through 3

Form 990-PF (2012)

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

Form **990-PF** (2012)

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	, , , , , , , , , , , , , , , , , , , ,			963,380 <u>.</u>
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			953,917.	
b Total for prior years				
		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			·····
4 Qualifying distributions for 2012 from				
Part XII, line 4 ▶ \$ 971,850.				
a Applied to 2011, but not more than line 2a			953,917.	
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				17,933.
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 snown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below	***************************************			
8 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		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				945,447.
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.	۱ م			
Subtract lines 7 and 8 from line 6a	0.			······································
Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012			<u> </u>	Form 990-PF (2012)

Recipient Name and address (home or business) a Paid during the year	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor			711100111
a Paid during the year	· - ··	recipient		
BE ATTACHED SCHEDULE				955,899.
				333,033
		İ		
		1		
Total			► 3a	955,899.
b Approved for future payment				
NONE				
Total			▶ 3b	0 m 990-PF (2012)

Part XVI-A	Analysis of	Income-Producing	Activities
------------	-------------	------------------	-------------------

Enter gross amounts unless otherwise indicated	Unrelated	business income		ed by section 512, 513, or 514	(e)
	(a)	(b)	(C) Exclu-	(d)	Related or exempt
1 Program service revenue	Business	Amount	sion code	Amount	function income
a					
b					
c					
e		 -			
•					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					· ·
investments			14	43,040.	
4 Dividends and interest from securities			14	43,040.	
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			15	517,449.	
8 Gain or (loss) from sales of assets other					
than inventory	1		18	257,075.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a	ļ. I				
b					
C					
d					
8					
12 Subtotal Add columns (b), (d), and (e)		().	1,119,530.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,119,530.
(See worksheet in line 13 instructions to verify calculations)					

Dort YVI. D	Polationship of	Activities to	the Accomplishm	ent of Exempt Purpose
Part XVI-B	Relationship of	ACTIVITIES TO	the Accomplishin	ient of Exempt Purbos

e Nu. ▼	the foundation's exempt purposes (other than by providing funds for such purposes)

223621 12-05-12

Form **990-PF** (2012)

FRICKYII	Exempt Organ	•	and Transactions at	na Helationsnips With Noncr	iantable
1 Did the or		rectly engage in any of the followi	ng with any other organization	n described in section 501(c) of	Yes No
	-)(3) organizations) or in section 5	•		
		ation to a noncharitable exempt o			
(1) Cash					1a(1) X
(2) Other	r assets				1a(2) X
b Other tran	isaction s				
(1) Sales	of assets to a noncharita	ble exempt organization			1b(1) X
(2) Purcl	hases <mark>of assets</mark> from a no	ncharitable exempt organization			1b(2) X
(3) Renta	al of facilities, equipment,	or other assets			1b(3) X
(4) Reim	bursement arrangements				1b(4) X
(5) Loan	s or loan guarantees				1b(5) X
		embership or fundraising solicitati			1b(6) X
=		ulling lists, other assets, or paid en	•		1c X
				ays show the fair market value of the good	
				in any transaction or sharing arrangement	, show in
(a) Line no	(b) Amount involved	other assets, or services received (c) Name of noncharitable		(d) Description of transfers, transactions, a	od chagna arrangamento
(d) Line no	(b) Amount involved	N/A	o compt organization	(u) Description of transfers, transactions, a	id sharing arangements
		TA\ Y			
	····				
				·	
2a is the four	ndation directly or indirect	itly affiliated with, or related to, one	or more tay-exempt organiza	ations described	 -
		r than section 501(c)(3)) or in sec		ations described	Yes X No
	omplete the following sch		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	•	
	(a) Name of org		(b) Type of organization	(c) Description of relation	nship
	N/A				
	·				
					
	penaties of penury, I declare before the transport of the con-	that I have examined this return, including the parer (other that the preparer (other that the preparer that the prepare	ng accompanying schedules and st an taxpayer) is based on all informat	tatements, and to the best of my knowledge tion of which preparer has any knowledge	May the IRS discuss this etum with the preparer
Sign Here	/// 25	1 C. (1.14	- 11//2/.		hown below (see instr)?
Z	nature of officer or trustee	in · Chil	Date 13/13	SECY-TREASURER Title	X Yes No
Jugi	Print/Type preparer's na			Daje / Check if PTII	J
	I mind type preparer 5 lia	Triebalei 3 3		self- employed	-
Paid	MARILYN AU	LT Ilan	how (Mel A	- 2//3	00010573
Preparer	Firm's name ► AUL		QPA'S		1111383
Use Only			• -	, , , , , , , , , , , , , , , , , , , ,	
•	Firm's address ► PO	BOX 9294			
		ARILLO, TX 7910	05-9294	Phone no 806	/376-1555
					Form 990-PF (2012

Part IV Capital Gai	ins and Losse	s for Tax on Investment Income				
(scribe the kind(s) of property sol warehouse, or common stock, 2		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a FIDELITY A	A/C 613	3-022543 - SHOR	T-TERM	P		
		3-022543 - LONG		P		
			572 - SHORT-TERM	P		
d FIRST DALI				P		·
e FIRST DALI			572 - LONG-TERM	P		
f CAPITAL GA	AINS DI	IVIDENDS				
<u>g</u>						
<u>h</u>						
					_	
						
<u>k</u>						 _
1	·					
<u>m</u>						
<u>n</u>						
(e) Gross sales pri	ice	(f) Depreciation allowed	(g) Cost or other basis		Gain or (loss)	
		(or allowable)	plus expense of sale	(e) p	lus (f) minus (g)	
	,690.		344,886.			7,804.
	,202.		389,824.			33,378.
	324.		52,044.			-4,720.
100	821.		92,845. 167,046.			-34,024.
	,497.		107,046.	****		30,451. 224,186.
	,186.					224,100.
9				·		
<u>h</u>						
1						 -
k						
1						
m				<u> </u>		
n						
0						
Complete only for ass	ets showing g	ain in column (h) and owned by t	the foundation on 12/31/69		ses (from col (h))	-
(i) F M V as of 12/3	1/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	Gains (excess of but no	f col (h) gain over ot less than "-0-")	col (k),
a				<u> </u>		7,804.
b						33,378.
С						-4,720.
d						-34,024.
<u>e</u>						30,451.
<u>f</u>						224,186.
9					<u></u>	
h				 -		
1						
1						
<u>k</u>			-	 		
<u> </u>						
<u>m</u>	1					
<u>n</u>			<u> </u>			
0					·	
2 Capital gain net income	e or (net capita	al loss) { If gain, also enter if (loss), enter "-0	in Part I, line 7 -" in Part I, line 7	2		257,075.
If gain, also enter in Pa	rt I, line 8, coli	as defined in sections 1222(5) an umn (c)	d (6)		27 / 2	
If (loss), enter "-0-" in P	'art I, line 8			3	N/A	

BRUMLEY FOUNDATION, INC

75-2089705

CALENDAR YEAR 2012

SCHEDULE SUPPORTING 990-PF

PAGE 8, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

MARKET VALUE OF ASSETS.	E	MONTH ND MARKET VALUE	STOCKS AND BONDS MONTHLY AVERAGE	HH BONDS CDARS MONTHLY AVERAGE	CASH MONTHLY <u>AVERAGE</u>	MINERAL INTERESTS AVERAGE
AT DECEMBER 31, 2011						
STOCKS & BONDS	\$	10,923,144				
HH BONDS AND CDARS		6,176,440				
MINERAL INTERESTS		1,093,194				
CASH AND TEMPORARY INVESTMENTS		518,569				
AT JANUARY 31, 2012						
STOCKS & BONDS		11,297,559	11,110,352			
HH BONDS AND CDARS		6,178,571		6,177,506		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		591,682			555,126	
AT FEBRUARY 28, 2012						
STOCKS & BONDS		11,676,406	11,486,983			
HH BONDS AND CDARS		6,180,380		6,179,476		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		581,049			586,366	
AT MARCH 31, 2012						
STOCKS & BONDS		11,824,971	11,750,688			
HH BONDS AND CDARS		6,182,314		6,181,347		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		586,050			583,549	
AT APRIL 30, 2012						
STOCKS & BONDS		11,849,432	11,837,202			
HH BONDS AND CDARS		6,184,013		6,183,163		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		594,772			590,411	
AT MAY 31, 2012						
STOCKS & BONDS		11,235,421	11,542,427			
HH BONDS AND CDARS		6,185,564		6,184,788		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		759,448			677,110	
AT JUNE 30, 2012						
STOCKS & BONDS		11,636,384	11,435,903			
HH BONDS AND CDARS		6,187,064		6,186,314		
MINERAL INTERESTS		1,093,194				1,093,194
CASH AND TEMPORARY INVESTMENTS		793,041			776,245	

BRUMLEY FOUNDATION, INC.

75-2089705

CALENDAR YEAR 2012

SCHEDULE SUPPORTING 990-PF

PAGE 8, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

MARKET VALUE OF ASSETS	MONTH END MARKET <u>VALUE</u>	STOCKS AND BONDS MONTHLY AVERAGE	HH BONDS CDARS MONTHLY AVERAGE	CASH MONTHLY <u>AVERAGE</u>	MINERAL INTERESTS AVERAGE
AT JULY 31, 2012					
STOCKS & BONDS	11,784,835	11,710,610			
HH BONDS AND CDARS	6,188,615		6,187,840		
MINERAL INTERESTS	1,121,874				1,107,534
CASH AND TEMPORARY INVESTMENTS	819,445			806,243	
AT AUGUST 31, 2012					
STOCKS & BONDS	11,970,505	11,877,670			
HH BONDS AND CDARS	5,940,185		6,064,400		
MINERAL INTERESTS	1,121,874				1,121,874
CASH AND TEMPORARY INVESTMENTS	929,835			874,640	
AT SEPTEMBER 30, 2012					
STOCKS & BONDS	12,174,512	12,072,509			
HH BONDS AND CDARS	5,941,524		5,940,854		
MINERAL INTERESTS	1,121,874				1,121,874
CASH AND TEMPORARY INVESTMENTS	985,665			957,750	
AT OCTOBER 31, 2012					
STOCKS & BONDS	11,944,987	12,059,750			
HH BONDS AND CDARS	5,942,907		5,942,216		
MINERAL INTERESTS	1,121,874				1,121,874
CASH AND TEMPORARY INVESTMENTS	1,151,913			1,068,789	
AT NOVEMBER 30, 2012					
STOCKS & BONDS	12,027,803	11,986,395			
HH BONDS AND CDARS	5,944,922		5,943,915		
MINERAL INTERESTS	1,121,874				1,121,874
CASH AND TEMPORARY INVESTMENTS	1,165,702			1,158,807	
AT DECEMBER 31, 2012					
STOCKS & BONDS	12,245,316	12,136,560			
HH BONDS AND CDARS	5,947,028		5,945,975		
MINERAL INTERESTS	1,121,874				1,121,874
CASH AND TEMPORARY INVESTMENTS	379,777			772,739	
	-	\$ 141,007,048	\$ 73,117,792	\$ 9,407,775	\$ 13,276,063
	=				
Averages for year	=	\$ 11,750,587	\$ 6,093,149	\$ 783,981	\$ 1,106,339
Average for year - all asset types	5	\$ 19,734,056			

BRUMLEY FOUNDATION, INC.

75-2089705

CALENDAR YEAR 2012

SCHEDULE SUPPORTING 990-PF

PAGE 8, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

		STOCKS	HH BONDS		
	MONTH	AND BONDS	CDARS	CASH	MINERAL
	END MARKET	MONTHLY	MONTHLY	MONTHLY	INTERESTS
MARKET VALUE OF ASSETS.	<u>VALUE</u>	AVERAGE	<u>AVERAGE</u>	AVERAGE	AVERAGE
Minerals and land (No longer any land)		2010	2011		
Royalties 2010 - \$436,458 86 * 3		1,309,377			
Royalties 2011 - \$364,397 89 * 3			1,093,194		
Royalties 2012 - S(304676 45-5705 27) * 3 +	\$224,960 lease bor	nuses	1,121,874		

THE BRUMLEY FOUNDATION CALENDAR YEAR 2012 SCHEDULE SUPPORTING FORM 990-PF

PAGE 11, PART XV, LINE 3a--GRANTS AND CONTRIBUTIONS:

GRANTS TO GOVERNMENTAL ENTITIES:

Frank Phillips College Frank Phillips College Frank Phillips College	P O Box 5118, Borger, TX 79008-5118 P O Box 5118, Borger, TX 79008-5118 P O Box 5118, Borger, TX 79008-5118	Scholarships for low-income students Acquire equipment for cosmetology program Scholarships for cosmetology program	↔	45,000 25,000 25,000
GRANTS TO SECTION 501(C)(3) ORGANIZATIONS:	ii.			
Amarillo Family YMCA	4101 S Hillside, Amarillo, TX 79110	Unrestricted operating grant	€9	25,000
Amarillo Habitat for Humanity	2700 S Wilson, Amarillo, TX 79103	Equipment and supplies for classroom training		11,208
Amarillo Opera	P O Box 447, Amarillo, Texas 79178	2012 Summer mentoring program		30,000
Amarillo Opera	P O Box 447, Amarillo, Texas 79178	2013 Summer mentoring program		35,000
Amarillo Recovery from Alcohol and Drugs, Inc	85 N Avondale, Amarillo, TX 79106	30-day treatment program for homeless drug/alcohol addıcts		25,000
Another Chance House, Inc	209 South Jackson St , Amarillo, Texas	Unrestricted operating grant		15,000
Assoc of Fundraising Prof Texas Plains Chapter	P O Box 1531, Amarillo, TX 79105	National Philanthropy Day luncheon		1,000
Big Brothers, Big Sisters of the Texas Panhandle	600 S Tyler, Lobby Box 12035, Amarillo, TX 79101	Building (Local match for grants from Amachi Texas)		12,601
Boy Scouts of America, Golden Spread Council	401 Tascosa Road, Amarillo, TX 79124	Underwrite 2013 fund-raising luncheon		10,000
Buckner Children and Family Services	600 North Pearl, Suite 2260, Dallas, TX 75201	Bruce Ford Center		25,000
Canyon After School Program, Inc	Box 46, Canyon TX 79015	Replace vehicle		27,150
CASA 69, Inc	P O Box 604, Pampa, TX 79066	Unrestricted operating grant		10,000
CASA, Inc	P O Box 691, Amarillo, TX 79105-0691	Unrestricted operating grant		10,000
Children's Learning Centers of Amarillo, Inc	2300 Tee Anchor Blvd , Amarillo, TX 79104	Purchase infant & toddler cribs		25,000
Covenant Fellowship Church	1731 S Avondale St., Amarillo, TX 79106	Food Pantry assistance to elderly and disabled		2,000
Donley County Senior Citizens	P O Drawer B, Clarendon, TX 79226	Unrestricted operating grant		20,000
Dumas After-School Program	P O Box 394, Dumas, TX 79029	Unrestricted operating grant		13,000
Hall County Home Delivered Meals	202 S 8th, Memphis, TX 79245	Unrestricted operating grant		40,000
Hall County Home Delivered Meals	202 S 8th, Memphis, TX 79245	Capital grant for major repairs or acquisitions of equipment		10,000
Haven Health Clinics	1501 S Taylor St , Amarillo, TX 79101	Education Director wages		30,000
Haven Health Clinics	1501 S Taylor St , Amarillo, TX 79101	Training nurse practitioners in Colposcopy and LEEP		10,000
Hereford YMCA	500 E 15th St , Hereford, TX 79045	Renovations and financial aid for low-income children/youth		30,000
High Plains Food Bank	815 Ross St , Amarillo, TX 79102	Unrestricted operating grant		15,000
High Plains Food Bank	815 Ross St , Amarillo, TX 79102	Rural delivery for feeding entities		75,000
High Plains Food Bank	815 Ross St , Amarillo, TX 79102	Grant to assist food bank agencies with operating/fees		25,000

EIN 75-2089705

SCHEDULE SUPPORTING FORM 990-PF THE BRUMLEY FOUNDATION **CALENDAR YEAR 2012**

PAGE 11, PART XV, LINE 3a-GRANTS AND CONTRIBUTIONS.

Juvenile Diabetes Research Fnd, Panhandle Branch	2201 Civic Circle, Suite 514, Amarillo, TX 79109	Outreach, education, and services to persons affected by diabetes	10,000
Lions High Plains Eyeglass Program	PO Box 2792, Amarillo, TX 79105	Glasses for children	8,000
Martha's Home, Inc	1204 W 18th Ave, Amarillo, TX 79102	Unrestricted operating grant 2012	20,000
Opportunity Plan Inc	504 24th St , Canyon, TX 79015	Scholarships for future teachers	20,000
Opportunity Plan Inc	504 24th St , Canyon, TX 79015	Scholarships/loans for future nurse practitioners	21,500
Outreach Family Life Center	440 N Main St , Childress, TX 79201	Unrestricted operating grant	5,000
Panhandle Plains Mothers Against Methamphetamine	Panhandle Plains Mothers Against Methamphetamine 3405 Western Street, Suite 204, Amarillo, TX 79109	Unrestricted operating grant	35,000
Ronald McDonald House Charities of Amarillo	1502 Streit, Amarillo, TX 79106	Purchase vehicle for transporting children obtaining medical care	33,750
Seven Star Horse & Family Center	1919 Greg, Canyon, TX 79015	Equine-assisted therapy program for disabled children	35,000
St Stephen Methodist Church	4600 S Western, Amarillo, TX 79109	Support Non-Food Pantry operations	12,000
Texas Academy of Performing Arts	3701 Plains Blvd Ste 25, Amarillo, TX 79102	Theatrical training for low-income family children	10,000
Texas Panhandle Hentage Foundation	1514 5th Ave , Canyon, TX 75015	Build dressing rooms for children at the Pioneer Theatre	15,000
YMCA of Moore County	1400 S Maddox, Dumas, TX 79029	Unrestricted operating grant	30,000
YMCA of Moore County	1400 S Maddox, Dumas, TX 79029	Drown-proof program for local school children	10,690
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Total contributions for 2012

955,899

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Relationship between recipients and managers or contributors:

All contribution recipients are qualified 501 (c)(3) charitable entities or governmental organizations.

There were no relationships between recipients and any foundation manager or substantial contributor

Foundation status of recipient:

All of the recipients are qualified public charities or governmental entities. None of the recipients are private foundations

FORM 990-PF INTEREST ON SAVINGS AN	D TEMPORARY CASH	INVESTMENTS	STATEMENT 1
SOURCE			AMOUNT
AMARILLO NATIONAL BANK AMARILLO NATIONAL BANK - CDARS			1,559. 12,524.
HAPPY STATE BANK - CDARS			79. 28,878.
TOTAL TO FORM 990-PF, PART I, LINE	3, COLUMN A		43,040.
FORM 990-PF DIVIDENDS AND	INTEREST FROM SE	CURITIES	STATEMENT 2
SOURCE	C GROSS AMOUNT	APITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY A/C 613-022543 FIRST DALLAS SECURITIES HH BONDS MV SECURITIES - KMG-750930	28,976. 64,534. 5,220. 427,422.	0. 0. 0. 224,186.	28,976. 64,534. 5,220. 203,236.
TOTAL TO FM 990-PF, PART I, LN 4	526,152.	224,186.	301,966.
FORM 990-PF OT	HER INCOME		STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	
OIL & GAS ROYALTIES SEVERANCE TAXES AD VALOREM TAXES ROYALTY OWNER DUES MESABI ROYALTY TRUST - ROYALTIES MESABI ROYALTY TRUST -	326,093 -21,416 -15,876 -100 7,235	-21,416 -15,876 -100	•
ADMINISTRATIVE EXPENSES MESABI ROYALTY TRUST - COST DEPLETION LEASE BONUS	-225 -3,222 224,960	3,222	•
TOTAL TO FORM 990-PF, PART I, LINE	11 517,449	517,449	•

FORM 990-PF	LEGAL	FEES	S	TATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	7,937.	7,937.		0.
TO FM 990-PF, PG 1, LN 16A	7,937.	7,937.		0.
FORM 990-PF C	OTHER PROFES	SIONAL FEES	S	ratement 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEES OFFICE MGMT / ACCOUNTING	55,741. 30,629.	55,741. 9,058.		0. 15,951.
TO FORM 990-PF, PG 1, LN 16C	86,370.	64,799.		15,951.
FORM 990-PF	TAX	ES	S	FATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX ON INVESTMENT INCOME	11,900.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,900.	0.		0.
FORM 990-PF	OTHER E	XPENSES	S	PATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DESCRIPTION MISCELLANEOUS INSURANCE PREMIUMS SAFE DEPOSIT BOX BANK CHARGES	EXPENSES	NET INVEST-	ADJUSTED	CHARITABLE

FOOTNOTES

STATEMENT

FORM 990-PF U.S. AND STATE/	CITY GOVER	NMENT	OBLIGATIONS	STATEMENT	9
DESCRIPTION		THER OV'T	BOOK VALUE	FAIR MARKE VALUE	T
HH BONDS	<u> </u>		130,500.	130,5	00.
TOTAL U.S. GOVERNMENT OBLIGATIONS		•	130,500.	130,5	00.
TOTAL STATE AND MUNICIPAL GOVERNME	NT OBLIGAT	IONS			
TOTAL TO FORM 990-PF, PART II, LIN	IE 10A	;	130,500.	130,5	00.
FORM 990-PF CC	RPORATE ST	оск		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKE VALUE	T
STOCKS LISTED ON MAJOR EXCHANGES		•	12,900,157.	12,245,3	17.
TOTAL TO FORM 990-PF, PART II, LIN	IE 10B	:	12,900,157.	12,245,3	17.
FORM 990-PF DEPRECIATION OF ASSE	TS NOT HEL	D FOR	INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BAS		ACCUMULATED DEPRECIATION	BOOK VALU	E
WEB SITE DEVELOPMENT	2,	040.	2,040.		0.
TOTAL TO FM 990-PF, PART II, LN 14	2,	040.	2,040.		0.
FORM 990-PF	OTHER ASSE	TS		STATEMENT	12
DESCRIPTION	BEGINNING YR BOOK VA		END OF YEAR BOOK VALUE	FAIR MARKE VALUE	T
OIL & GAS ROYALTY INTERESTS		1.	1.	1,121,8	74.
INVEST IN RESIDUAL INTEREST IN TRUST	33,	000.	46,000.	46,0	00.
TO FORM 990-PF, PART II, LINE 15	33,	001.	46,001.	1,167,8	74.
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	T OF OFFICERS, DEFOUNDATION MANAGE		STATI	EMENT 13
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	EXPENSE
MR. DAYLE TIPTON 5625 FULTON DRIVE AMARILLO, TX 79109	PRES / DIRECTOR	R 0.	0.	0.
MR. BRUCE BURNETT 34 CYPRESS POINT AMARILLO, TX 79124	V PRES / DIRECT	TOR 0.	0.	0.
MS. MARILYN C. AULT P. O. BOX 9294 AMARILLO, TX 791059294	SEC / TREAS / 1	DIR 0.	0.	0.
MR. DENNIS BEENE P.O. BOX 2966 AMARILLO, TX 791052966	DIRECTOR 1.00	0.	0.	0.
MR. KURT GEHRING 4222 LANGTRY CT. AMARILLO, TX 79109	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	, PART VIII	0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 14 PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BRUMLEY FOUNDATION P. O. BOX 9294 AMARILLO, TX 791059294

TELEPHONE NUMBER

806-376-1555

FORM AND CONTENT OF APPLICATIONS

INFORMATION IS PROVIDED ON WEBSITE, BRUMLEYFOUNDATION.ORG

ANY SUBMISSION DEADLINES

NONE. BOARD MEETINGS ARE FLEXIBLE AND DEPEND ON NUMBER AND URGENCY OF GRANT REQUESTS PENDING.

RESTRICTIONS AND LIMITATIONS ON AWARDS

OPERATING POLICY IS TO LIMIT AWARDS TO UPPER 26 COUNTIES OF TEXAS PANHANDLE. SCHOLARSHIP REQUESTS ARE ACCEPTED ONLY FROM 501(C)(3) ORGANIZATIONS.

NAME	AND	ADDRESS	OF	PERSON	TO	MOHW	APPLICATIONS	SHOULD	\mathbf{BE}	SUBMITTED
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OR IN PERSON 500 S. TAYLOR, STE 600 AMARILLO, TX 79101

TELEPHONE NUMBER

806-376-1555

FORM AND CONTENT OF APPLICATIONS

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

PRIORITY IS FOR HELPING LOW-INCOME PERSONS BETTER THEMSELVES THROUGH EDUCATION, DAY CARE FOR WORKING FAMILIES, YOUTH PROGRAMS, OR SIMILAR MEANS