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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

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 01-01-2012, and ending 12-31-2012

Name of foundation: FL YOUNG FOUNDATION INC. A Employer identification number: 75-2108323. B Telephone number: (903) 455-0376. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$1,400,498.

Part I Analysis of Revenue and Expenses. Table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Net investment income of 62,082 and Adjusted net income of 9,619.

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	3,426	2,679	2,679	
	2 Savings and temporary cash investments	83,018	90,412	90,412	
	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 page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ 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)	217,339	272,886	283,953	
	c Investments—corporate bonds (attach schedule)	61,685	25,000	34,924	
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	862,332	860,280	988,530	
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,227,800	1,251,257	1,400,498		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable		15,000		
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶ _____)	0	0			
23 Total liabilities (add lines 17 through 22)		15,000			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	1,227,800	1,236,257		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see page 17 of the instructions)	1,227,800	1,236,257			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,227,800	1,251,257			

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	1,227,800
2	Enter amount from Part I, line 27a	2	594
3	Other increases not included in line 2 (itemize) ▶ _____	3	9,672
4	Add lines 1, 2, and 3	4	1,238,066
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,809
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,236,257

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	9,672
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	179

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	51,816	2,679	19 341545
2010	47,300	3,426	13 806188
2009	55,400	3,121	17 750721
2008	54,500	2,500	21 800000
2007	52,650	2,500	21 060000

2 Total of line 1, column (d).	2	93 758454
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	18 751691
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	
5 Multiply line 4 by line 3.	5	
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	621
7 Add lines 5 and 6.	7	621
8 Enter qualifying distributions from Part XII, line 4.	8	0

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 page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Values include 1,242, 0, 1,242, 23, 1,265, 0, and Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, Yes, and No. Questions cover political activities, tax returns, and asset requirements.

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		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of KIM COKER Telephone no (903) 455-0376 Located at 1 NOB HILL ROAD GREENVILLE TX ZIP +4 75402			
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 15			
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		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country **N/A**

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c			No
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 20__ , 20__ , 20__ , 20__				
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)	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 20__ , 20__ , 20__ , 20__				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b			No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
DONALD E BOLIN 6 WILLOW RIDGE ROAD GREENVILLE, TX 75403	PRESIDENT 0 50	0	0	0
KIM COKER 1 NOB HILL GREENVILLE, TX 75402	TREASURER 1 00	0	0	0
MELBA HILL 4201 BRADLEY CIRCLE GREENVILLE, TX 75402	SECRETARY 1 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. 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (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.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 YMCA-GREENVILLE	15,000
2 CITY OF GREENVILLE-POLICE DEPARTMENT	5,000
3 HOPE CENTER OF GREENVILLE FUNDING	3,316
4 DALLAS SYMPHONY ORCHESTRA FUNDING	23,000

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	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	0
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	0
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	0
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5.	6	0

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

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	0
b	Program-related investments—total from Part IX-B.	1b	
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	
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	

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				0
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009. 66,004				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	66,004			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ _____				
a Applied to 2011, but not more than line 2a				
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.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	66,004			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	66,004			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009. 66,004				
c Excess from 2010.				
d Excess from 2011.				
e Excess from 2012.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a 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 organization 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0			156	156
b 85% of line 2a				133	133
c Qualifying distributions from Part XII, line 4 for each year listed				66,004	66,004
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				66,004	66,004
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				104	104
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the organization 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

FL YOUNG FOUNDATION
1 NOB HILL
GREENVILLE, TX 75402
(903) 455-0091

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

APPLICANTS SHOULD SUBMIT A BRIEF DESCRIPTION OF THE NEEDS WHICH, AT A MINIMUM, SHOULD IDENTIFY WHO WILL BE SERVED AND HOW THE FUNDS WOULD BENEFIT CITIZENS OF HUNT COUNTY

c Any submission deadlines

NONE

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

CONTRIBUTIONS ARE AWARDED TO ORGANIZATIONS THAT BENEFIT CITIZENS OF HUNT COUNTY, TEXAS

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 <i>Paid during the year</i> See Additional Data Table				
Total				51,816
b <i>Approved for future payment</i>				
Total				3b

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

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.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

Sign Here 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 or fiduciary) is based on all information of which preparer has any knowledge
Signature of officer or trustee Date Title

Paid Preparer Use Only
Print/Type preparer's name: ROSA FLEMING CPA
Preparer's Signature: ROSA FLEMING CPA
Date: 2013-04-05
Check if self-employed
Firm's name: CONWAY COMPANY CPAS
Firm's address: 8910 WESLEY ST GREENVILLE, TX 75402
Firm's EIN
Phone no (903) 450-1200
PTIN

TY 2012 Accounting Fees Schedule

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONWAY COMPANY CPAs TAX PREPARATION	650			

**TY 2012 Investments Corporate
Bonds Schedule**

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HYDRO-QUEBEC DEBENTURE SERIES	25,000	34,924

**TY 2012 Investments Corporate
Stock Schedule****Name:** FL YOUNG FOUNDATION INC**EIN:** 75-2108323

Name of Stock	End of Year Book Value	End of Year Fair Market Value
660 SH AT&T INC	17,747	22,249
665 SH ATMOS ENERGY CORP	19,832	23,355
350 SH BHP BILLITON PLC ADR	23,095	24,630
230 SH CONOCO PHILLIPS	13,980	13,338
400 SH EMERSON ELECTRIC	19,886	21,184
455 SH GLAXOSMITHKLINE PLC SPONS ADR	21,073	19,779
690 SH INTEL CORP	14,875	14,228
539 SH MERCK & CO INC NEW	23,792	22,067
115 SH PHILLIPS 66	4,155	6,107
470 SH REALTY INCOME CORP	18,273	18,899
292.84125 SH ROYAL DUTCH SHELL PLC	17,937	20,191
550 SH SEADRILL LTD	21,101	20,240
750 SH SUNLIFE FINANCIAL SERVICES	18,054	19,898
710 SYSCO CORP	20,984	22,479
410 SH TEVA PHARM IND LTD ADR	18,102	15,309

TY 2012 Investments - Other Schedule**Name:** FL YOUNG FOUNDATION INC**EIN:** 75-2108323

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CERTIFICATE OF DEPOSIT - CAPITAL ONE BANK		13,000	13,155
CERTIFICATE OF DEPOSIT - INDEPENDENT BANK		13,000	13,080
CERTIFICATE OF DEPOSTI - GOLDMAN SACHS BANK USA		33,000	33,131
SH AMERICAN BALANCED FUND CL A		26,369	36,571
SH AMERICAN HIGH INCOME TRUST		70,278	71,656
SH AMERICAN INTERNATIONAL GROWTH & INCOME		79,258	85,003
AMERICAN MUTUAL FUND CL A		55,561	86,198
SH CAPITAL INCOME BUILDER FUND		94,950	122,594
CAPITAL WORLD GROWTH & INCOME FUND		34,017	47,703
INCOME FUND OF AMERICA		79,744	95,397
INVESCO FLOATING RATE FUND		15,067	14,732
INVESCO HIGH YIELD FUND CL A		61,343	64,541
THORNBURG INVESTMENT INCOME BUILDER FUND CL A		128,911	117,859
WASHINGTON MUTUAL INVESTORS FUND CL A		65,487	96,381
FIRST TRUST DIVIDEND STRENGTH MONTHLY CASH		12,990	12,979
INVESCO GLOBAL 45 DIVIDEND STRATEGY QRTLTY CASH SERIES NUMBER 12-1		77,305	77,550

TY 2012 Other Decreases Schedule**Name:** FL YOUNG FOUNDATION INC**EIN:** 75-2108323

Description	Amount
FOREIGN TAX PAID	652
FEDERAL TAX	973
PRIOR YEAR INCOME	184

TY 2012 Other Expenses Schedule

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIRECTOR'S MEETING	101	101	101	

TY 2012 Other Increases Schedule

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Description	Amount
CAPITAL GAINS-SELLS	9,672

TY 2012 Other Liabilities Schedule

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL INCOME TAX PAYABLE		

TY 2012 Other Liabilities Schedule

Name: FL YOUNG FOUNDATION INC

EIN: 75-2108323

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL INCOME TAX PAYABLE		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
105 76200 SHS INVESCO CONVERTIBLE SEC FUND A	P	2011-12-15	2012-03-21
87 54900 SHS GOLDMAN SACHS HIGH YIELD FD A	P	2011-12-15	2012-03-21
9858 57200 SHS INVESCO EQUITY & INCOME FUND A	P	2009-05-21	2012-03-21
2886 5000 SHS INVESCO CONVERTIBLE SEC FUND A	P	2009-05-21	2012-03-21
450 00 SHS BRISTOL-MEYERS SQUIBB CO	P	2003-03-17	2012-03-21
DISCOVER BANK CD	P	2007-03-09	2012-03-14
DISCOVER BANK CD	P	2007-05-04	2012-05-09
885 00 DUKE REALTY CORP	P	2008-03-13	2012-03-21
510 00 SHS EQUITY RESIDUAL	P	2008-03-13	2012-03-21
20000 SHS FNMA DEBENTURE	P	2009-01-29	2012-03-21
8515 898 SHS GOLDMAN SACHS HIGH YIELD	P	2008-03-13	2012-03-21
245 00 SHS KIMBERLY CLARK CORP	P	2010-03-11	2012-03-21
410 00 SHS ELI LILLY & CO	P	2010-03-11	2012-03-22
15000 SHS PRUDENTIAL FINL INVESTORS	P	2005-09-12	2012-09-17
625 00 SHS WEINGARTEN REALTY INVESTORS	P	2008-03-13	2012-03-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,162	0	1,784	378
624	0	823	-199
87,741	0	78,367	9,374
59,000	0	48,696	10,304
14,597	0	10,016	4,581
21,000	0	21,000	0
13,000	0	13,000	0
12,583	0	19,257	-6,674
30,283	0	19,963	10,320
22,695	0	21,685	1,010
60,718	0	80,087	-19,369
17,673	0	14,910	2,763
16,055	0	14,916	1,139
15,000	0	15,000	0
16,040	0	19,995	-3,955

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	378
0	0	0	-199
0	0	0	9,374
0	0	0	10,304
0	0	0	4,581
0	0	0	0
0	0	0	0
0	0	0	-6,674
0	0	0	10,320
0	0	0	1,010
0	0	0	-19,369
0	0	0	2,763
0	0	0	1,139
0	0	0	0
0	0	0	-3,955

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPE CENTER OF GREENVILL PO BOX 5 GREENVILLE, TX 75403		PUBLIC	RELATED TO EDUCATING THETO ASSIST WITH EXPENSESYOUTH WITHIN THE COMMUNITY	3,316
DALLAS SYMPHONY ORCHESTRA 6609 WESLEY ST GREENVILLE, TX 75401		PUBLIC	TO BRINGING SYMPHONY MUSICTO ASSIST WITH EXPENSES RELATEDTO THE CITIZENS OF HUNT COUNTY	23,000
GREENVILLE HIGH SCHOOL 3515 LIONS LAIR GREENVILLE, TX 75402		PUBLIC	RELATED TO PROJECT GRADUATIONTO ASSIEST WITH EXPENSES	1,000
FRIENDS OF THE GREENVILLE LIBRARY 1 LOU FINNEY LANE GREENVILLE, TX 75401		PUBLIC	TO A 6 WEEK EVENT, SCANNING HISTORICALTO HELP FUND EXPENSES RELATEDDOCUMENTS AND GENEALOGY MATERIAL	3,000
HUNT COUNTY 4-H 2217 WASHINGTON STREET GREENVILLE, TX 75401		PUBLIC	FOR DAY EVENT FOR 800 4THTO HELP FUND EXPENSESGRADERS	1,500
CITY OF GREENVILLE 3900 LEE STREET GREENVILLE, TX 75403		PUBLIC	RELATED TO THE GREENVILLETO HELP FUND EXPENSESPOLICE DEPARTMENTS	5,000
YMCA OF GREENVILLE 1915 STANFORD STREET GREENVILLE, TX 75401		PUBLIC	FUND THE BUILDING OF AMONIES PLEDGED TO HELPNEW CENTER	15,000
Total				51,816