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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
ROSA MAY GRIFFIN FOUNDATION

A Employer identification number
75-6011866

Number and street (or P O box number if mail is not delivered to street address)
P O BOX 1790

Room/suite

B Telephone number (see instructions)
(903) 983-2051

City or town, state, and ZIP code
KILGORE, TX 75663

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,622,321

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,603	1,603	1,603	
	4	Dividends and interest from securities	69,221	69,221	69,221	
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	16,043			
	b	Gross sales price for all assets on line 6a 1,541,967				
	7	Capital gain net income (from Part IV, line 2)		16,043		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	240,860	240,860	240,860	
	12	**Total.** Add lines 1 through 11	327,727	327,727	311,684	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	24,000	24,000	24,000	
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	18,000	18,000	18,000	
	c	Other professional fees (attach schedule)	35,377	35,377	35,377	
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,188	1,342	1,342	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	300	300	300	
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	136	136	136	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	82,001	79,155	79,155	0
	25	Contributions, gifts, grants paid	250,425			250,425
	26	**Total expenses and disbursements.** Add lines 24 and 25	332,426	79,155	79,155	250,425
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-4,699			
	b	**Net investment income** (if negative, enter -0-)		248,572		
	c	**Adjusted net income** (if negative, enter -0-)			232,529	

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			
	2 Savings and temporary cash investments	692,853	897,113	897,113
	3 Accounts receivable ▶ 28,578			
	Less allowance for doubtful accounts ▶	11,966	28,578	28,578
	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	5,324	2,848	2,848
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,533,973	3,310,878	3,420,122
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 981			
	Less accumulated depreciation (attach schedule) ▶ 981			
	15 Other assets (describe ▶)	1	1	273,660
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,244,117	4,239,418	4,622,321
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	4,244,117	4,239,418	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ 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)	4,244,117	4,239,418	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,244,117	4,239,418	

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	4,244,117
2	Enter amount from Part I, line 27a	2	-4,699
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,239,418
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,239,418

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	16,043
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	-2,964

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	244,071	4,364,013	0 05593
2010	207,345	4,106,933	0 05049
2009	168,057	4,442,439	0 03783
2008	259,875	4,976,158	0 05222
2007	236,076	6,116,185	0 03860

2	**Total** of line 1, column (d)	2	0 23507
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 04701
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,412,266
5	Multiply line 4 by line 3	5	207,438
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,486
7	Add lines 5 and 6	7	209,924
8	Enter qualifying distributions from Part XII, line 4	8	250,425

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	2,486
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	2,486
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,486
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 2,848		
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	2,848
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	362
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 362 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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?	1c		No
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.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation .*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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?	13	Yes	

Website address ▶ N/A

14 The books are in care of ▶ DAN PHILLIPS Telephone no ▶ (903) 983-2051

Located at ▶ 1116 N KILGORE STREET KILGORE TX ZIP+4 ▶ 75662

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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 ▶

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ 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)? ☐ Yes ☑ 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) ☐ Yes ☑ 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)?	1b		No
	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		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? ☐ Yes ☑ 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		No
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? ☐ Yes ☑ 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.)*	3b		No
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)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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
FRANCYE W PHILLIPS P O BOX 1790 KILGORE,TX 75663	ASSOC TRUSTEE 0 00	0		
HELENA T MOBLEY P O BOX 1790 KILGORE,TX 75663	ASSOC TRUSTEE 0 00	1,000		
DAN PHILLIPS P O BOX 1790 KILGORE,TX 75663	CFO 10 00	12,000		
EBB MOBLEY P O BOX 1790 KILGORE,TX 75663	President 5 00	11,000		

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 ▶

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. ▶

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	
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	
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	3,538,977
b	Average of monthly cash balances		1b	689,156
c	Fair market value of all other assets (see instructions)		1c	251,325
d	**Total** (add lines 1a, b, and c)		1d	4,479,458
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	4,479,458
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	67,192
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,412,266
6	**Minimum investment return.** Enter 5% of line 5		6	220,613

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	220,613
2a	Tax on investment income for 2012 from Part VI, line 5	2a 2,486		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	2,486
3	Distributable amount before adjustments Subtract line 2c from line 1		3	218,127
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	218,127
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	218,127

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	250,425
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	250,425
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	2,486
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	247,939

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				218,127
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.				
d From 2010.				
e From 2011. 24,350				
f **Total** of lines 3a through e.	24,350			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 250,425				
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).	0			
d Applied to 2012 distributable amount.				218,127
e Remaining amount distributed out of corpus	32,298			
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	56,648			
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	56,648			
10 Analysis of line 9				
a Excess from 2008. . . . 24,350				
b Excess from 2009. . . . 32,298				
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					
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 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))

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

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

The Rosa May Griffin Foundation
P O Box 1790
Kilgore, TX 75663
(903) 983-2051

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

Letter explaining purpose or use of the requesting organization's grant request, dollar amount requested, and copy of IRS Exempt Status Letter

c Any submission deadlines

Applications are accepted at any time

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

Grants made only to qualifying Sec 501(C)(3) tax exempt organizations chartered and operating in the State of 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 *Paid during the year* See Additional Data Table				
Total . . . . . ▶ **3a**				250,425
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Form 990PF Part XV Line 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*				
UT HEALTH SCIENCE CENTER AT TYLER 11937 US HWY 271 TYLER,TX 75708	NONE	RESEARCH	CONTRIBUTION	20,000
UNIVERSITY OF TEXAS LAW SCHOOL FOUN 727 E DEAN KEETON STREET AUSTIN,TX 78705	NONE	EDUCATION	CONTRIBUTION	10,000
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BOULEVARD TYLER,TX 75799	NONE	EDUCATION	CONTRIBUTION	1,500
UNITED FUND OF KILGORE PO BOX 1832 KILGORE,TX 75662	NONE	CHARITABL	CONTRIBUTION	250
TRINITY SCHOOL OF TEXAS 215 N TEAGUE STREET LONGVIEW,TX 75601	NONE	EDUCATION	CONTRIBUTION	20,000
SOUTHWESTERN DIABETIC FOUNDATION PO BOX 918 GAINESVILLE,TX 76241	NONE	RESEARCH	CONTRIBUTION	500
PARENTING RESOURCE CENTER OF EAST T 501 PINE TREE ROAD LONGVIEW,TX 75604	NONE	CHARITABL	CONTRIBUTION	500
NEWGATE MISSION PO BOX 3891 LONGVIEW,TX 75606	NONE	CHARITABL	CONTRIBUTION	500
MUSCULAR DYSTROPHY ASSOCIATION-TYLE 3800 PALUXY DRIVE SUITE 535 TYLER,TX 75703	NONE	RESEARCH	CONTRIBUTION	1,600
LONGVIEW MUSEUM OF FINE ARTS 215 E TYLER STREET LONGVIEW,TX 75601	NONE	PUBLIC	CONTRIBUTION	5,000
LONGVIEW ISD FOUNDATION PO BOX 3268 LONGVIEW,TX 75606	NONE	EDUCATION	CONTRIBUTION	1,000
LONGVIEW HABITAT FOR HUMANITY PO BOX 2551 LONGVIEW,TX 75606	NONE	CHARITABL	CONTRIBUTION	1,000
LONGVIEW CHRISTIAN SCHOOL 2011 W MARSHALL AVENUE LONGVIEW,TX 75604	NONE	EDUCATION	CONTRIBUTION	5,000
LETOURNEAU UNIVERSITY 2100 S MOBBERLY AVENUE LONGVIEW,TX 75602	NONE	EDUCATION	CONTRIBUTION	10,000
KILGORE COLLEGE SHAKESPEARE FESTIVA 1100 BROADWAY STREET KILGORE,TX 75662	NONE	CHARITABL	CONTRIBUTION	55,000

Form 990PF Part XV Line 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*				
KILGORE COLLEGE MUSIC DEPARTMENT 1100 BROADWAY STREET KILGORE,TX 75662	NONE	EDUCATION	CONTRIBUTION	5,000
KILGORE COLLEGE FOUNDATION 1100 BROADWAY STREET KILGORE,TX 75662	NONE	EDUCATION	CONTRIBUTION	500
KILGORE BOYS AND GIRLS CLUB 724 HARRIS STREET KILGORE,TX 75662	NONE	CHARITABL	CONTRIBUTION	500
HP BYRON NELSON CHAMPIONSHIP 106 E 10TH STREET SUITE 200 DALLAS,TX 75203	NONE	CHARITABL	CONTRIBUTION	1,000
GREGG COUNTY HISTORICAL MUSEUM 214 N FREDONIA LONGVIEW,TX 75601	NONE	PUBLIC	CONTRIBUTION	5,000
FIRST PRESBYTERIAN CHURCH-LONGVIEW PO BOX 1006 LONGVIEW,TX 75606	NONE	CHURCH	CONTRIBUTION	22,775
FIRST PRESBYTERIAN CHURCH 815 E MAIN STREET KILGORE,TX 75662	NONE	CHURCH	CONTRIBUTION	12,300
EAST TEXAS SYMPHONIC BAND PO BOX 251 LONGVIEW,TX 75606	NONE	501(c)(3)	CONTRIBUTION	750
EAST TX COUNCIL ON ALCOHOLISMDRUG A 708 GLENCREST LONGVIEW,TX 75601	NONE	501(c)(3)	CONTRIBUTION	10,000
THE CRISMAN SCHOOL 2455 N EASTMAN ROAD LONGVIEW,TX 75605	NONE	EDUCATION	CONTRIBUTION	25,000
CHRISTIAN HERITAGE SCHOOL 2715 FM 1844 LONGVIE,TX 75605	NONE	EDUCATION	CONTRIBUTION	5,000
CAMP GILMONT 6075 STATE HWY 155 N GILMER,TX 75644	NONE	501(c)(3)	CONTRIBUTION	30,500
ALPINE PRESBYTERIAN 4102 TRYON ROAD LONGVIEW,TX 75605	NONE	CHURCH	CONTRIBUTION	250
Total . . . . . ▶ **3a**				250,425

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,603	
4 Dividends and interest from securities			14	69,221	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,313	
8 Gain or (loss) from sales of assets other than inventory			18	16,043	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OIL, GAS REVENUES-NET			15	235,347	
b OIL, GAS LEASE RENTS			16	4,200	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				327,727	
13 **Total.** Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13 327,727	

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

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

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	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(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

(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

****** | 2013-05-06 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
LYNDA R NEWSOME	LYNDA R NEWSOME			P01233123

Firm's name ▶ Brown Bronstad Habenicht & Rosson PC

Firm's EIN ▶

Firm's address ▶ 1116 N Kilgore St, Kilgore, TX 75662

Phone no (903) 983-2051

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)
Capital Gain Dividends			
622 73 SH BLACKROCK GLOBAL ALLOC I	P	2010-12-09	2012-08-22
426 364 SH UAM FPA CRESCENT PORT	P	2010-12-09	2012-08-22
1,480 SH IVA WORLDWIDE	P	2010-12-09	2012-08-22
382 397 SH IVY ASSET STRATEGY FD I	P	2010-12-09	2012-08-22
733 SH GLD SAC SM/MID CAP GRO I	P	2010-12-09	2012-08-22
682 422 SH VIRTUS PRM ALPHASECTOR I	P	2011-07-29	2012-08-22
1,123 SH FAIRHOLME FUND	P	2010-12-31	2012-01-17
520 26 SH FIRST EAG GLOBAL CL I	P	2010-12-09	2012-08-22
646 SH BLACKROCK GLOBAL ALLOC I	P	2011-12-20	2012-01-19
01 SH UAM FPA CRESCENT PORT	P	2011-12-21	2012-01-19
34 SH IVA WORLDWIDE	P	2011-12-14	2012-01-19
416 SH IVY ASSET STRATEGY FD I	P	2011-12-08	2012-01-19
861 SH GLD SAC SM/MID CAP GRO I	P	2011-12-08	2012-01-19
78 882 SH VIRTUS PREMIUM ALPHA	P	2011-12-29	2012-01-19
415 131 SH FAIRHOLME FUND	P	2011-12-16	2012-01-17
624 SH FIRST EAG GLOBAL CL I	P	2011-12-14	2012-01-19
05 SH BLACKROCK GLOBAL ALLOC I	P	2012-07-20	2012-08-22
540 962 SH BLACKROCK EQ DIVIDEND I	P	2012-07-20	2012-08-22
256 SH UAM FPA CRESCENT PORT	P	2012-07-03	2012-08-22
235 SH IVA WORLDWIDE	P	2012-03-23	2012-08-22
139 SH IVY ASSET STRATEGY FD I	P	2012-03-23	2012-08-22
729 SH GLD SAC SM/MID CAP GRO I	P	2012-03-23	2012-08-22
18 SH VIRTUS PRM ALPHASECTOR I	P	2012-06-28	2012-08-22
349 154 SH FIRST EAGLE US VALUE I	P	2012-03-23	2012-08-22
61 SH FIRST EAG GLOBAL CL I	P	2012-03-23	2012-08-22
3,066 691 SH BLACKROCK GLOBAL ALLOC I	P	2010-12-09	2012-08-22
1,333 679 SH PERMANENT PORTFOLIO FUND	P	2010-12-09	2012-08-22
3,725 354 SH L SAYLES STRT INC CL Y	P	2010-12-09	2012-08-22

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)
2,533 17 SH UAM FPA CRESCENT PORT	P	2010-12-09	2012-08-22
10,335 SH VIRTUS MULTI SECTOR	P	2011-08-01	2012-08-22
7,687 473 SH PIMCO TOTAL RETURN FUND	P	2010-12-09	2012-08-22
8,499 SH ETN VNCE GL MAC AR ADV I	P	2010-12-30	2012-03-23
3,098 629 SH DELAWARE LIMITED TERM	P	2010-12-09	2012-08-22
7,322 881 SH JPMORGAN CORE BD FD SEL	P	2010-12-09	2012-08-22
35 SH VIRTUS MULTI SECTOR	P	2011-04-29	2012-08-22
41 SH BLACKROCK GLOBAL ALLOC I	P	2011-12-20	2012-03-21
397 SH PERMANENT PORTFOLIO FUND	P	2011-12-07	2012-03-21
704 SH UAM FPA CRESCENT PORT	P	2011-12-21	2012-03-21
72 SH VIRTUS MULTI SECTOR	P	2011-04-29	2012-03-21
729 645 SH EATON VANCE GLBL MACRO	P	2012-03-23	2012-08-22
1 575 SH DELAWARE LTD TM DVS INST	P	2012-02-22	2012-08-22
389 SH JPMORGAN CORE BD FD SEL	P	2012-08-01	2012-08-22
1,093 373 SH ETN VNCE GL MAC AR ADV I	P	2011-12-29	2012-03-23
283 SH BLACKROCK GLOBAL ALLOC I	P	2012-07-20	2012-08-22
196 SH PERMANENT PORTFOLIO FUND	P	2012-03-23	2012-08-22
67 SH L SAYLES STRT INC CL Y	P	2012-07-24	2012-08-22
468 SH UAM FPA CRESCENT PORT	P	2012-07-03	2012-08-22
678 SH VIRTUS MULTI SECTOR	P	2012-07-31	2012-08-22
795 SH PIMCO TOTAL RETURN FUND	P	2012-07-31	2012-08-22
4,115 SH BLACKROCK GLOBAL ALLOC I	P	2010-12-09	2012-08-22
632 SH PERMANENT PORTFOLIO FUND	P	2010-12-09	2012-08-22
1,161 SH UAM FPA CRESCENT PORT	P	2010-12-09	2012-08-22
3,400 SH IVA WORLDWIDE	P	2010-12-09	2012-08-22
853 515 SH NATIXIS GATEWAY FUND CL	P	2010-12-09	2012-08-22
864 814 SH IVY ASSET STRATEGY FD I	P	2010-12-09	2012-08-22
1,807 SH VIRTUS PRM ALPHASECTOR I	P	2011-08-01	2012-08-22
2,288 SH FAIRHOLME FUND	P	2010-12-31	2012-01-17
457 52 SH FIRST EAG GLOBAL CL I	P	2010-12-09	2012-08-22

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)
871 478 SH FAIRHOLME FUND	P	2011-12-16	2012-01-17
594 SH BLACKROCK GLOBAL ALLOC I	P	2012-07-20	2012-08-22
265 266 SH BLACKROCK EQ DIVIDEND I	P	2012-07-20	2012-08-22
008 SH PERMANENT PORTFOLIO FUND	P	2012-03-23	2012-08-22
498 SH UAM FPA CRESCENT PORT	P	2012-07-03	2012-08-22
614 SH IVA WORLDWIDE	P	2012-03-23	2012-08-22
474 SH NATIXIS GATEWAY FUND CL	P	2012-06-22	2012-08-22
118 SH IVY ASSET STRATEGY FD I	P	2012-03-23	2012-08-22
716 SH VIRTUS PRM ALPHASECTOR I	P	2012-06-28	2012-08-22
1,172 013 SH FIRST EAGLE US VALUE I	P	2012-03-23	2012-08-22
237 SH FIRST EAG GLOBAL CL I	P	2012-03-23	2012-08-22
2 SH XCEL ENERGY INC	P	2012-07-03	2012-10-19
6 SH VERIZON COMMUNICATIONS COM	P	2012-07-03	2012-10-19
1 SH VENTAS INC	P	2012-07-03	2012-07-17
95 SH UNITED PARCEL SVC CL B	P	2012-09-07	2012-10-19
6 SH TORONTO DOMINION BANK	P	2012-07-03	2012-10-19
17 SH TIME WARNER INC SHS	P	2012-07-03	2012-10-19
151 SH SOUTHERN COMPANY	P	2012-09-07	2012-11-20
21 SH SPECTRA ENERGY CORP	P	2012-07-03	2012-10-19
2 SH SEMPRA ENERGY	P	2012-07-03	2012-10-19
174 SH RPM INTERNATIONAL INC	P	2012-07-17	2012-10-16
2 SH ROYAL DUTCH SHELL PLC	P	2012-07-03	2012-09-07
120 SH RAYTHEON CO DELAWARE NEW	P	2012-07-03	2012-10-02
1 SH PHILIP MORRIS	P	2012-07-03	2012-10-16
140 SH PRUDENTIAL FINANCIAL INC	P	2012-07-03	2012-10-19
19 SH PACCAR INC	P	2012-07-03	2012-09-07
6 SH NEXTERA ENERGY INC SHS	P	2012-07-03	2012-10-19
8 SH MICROSOFT CORP	P	2012-07-03	2012-09-07
171 SH MONDELEZ INTERNATIONAL	P	2012-07-03	2012-10-03
7 SH MCDONALDS CORP COM	P	2012-07-03	2012-10-16

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)
14 SH MERCK AND CO INC SHS	P	2012-07-03	2012-10-19
5 SH KIMBERLY CLARK	P	2012-07-03	2012-10-19
12 SH KRAFT FOODS GROUP INC	P	2012-07-03	2012-10-16
4 SH KRAFT FOODS INC VA CL A	P	2012-07-03	2012-09-07
150 SH GLAXOSMITHKLINE PLC ADR	P	2012-07-17	2012-12-12
149 SH EMERSON ELEC CO	P	2012-07-03	2012-09-07
197 SH EATON CORP	P	2012-10-19	2012-12-03
4 SH DIGITAL RLTY TR INC	P	2012-07-03	2012-07-17
242 SH COCA COLA COM	P	2012-10-16	2012-12-12
4 SH CHEVRON CORP	P	2012-07-03	2012-10-19
10 SH BCE INC	P	2012-07-03	2012-09-07
4 SH AT&T INC	P	2012-07-03	2012-09-07
1 SH ALTRIA GROUP	P	2012-07-03	2012-07-17
12 SH ABBOTT LABS	P	2012-07-03	2012-10-16
3,654 108 SH BLACKROCK GLOBAL ALLOC I	P	2010-12-09	2012-08-22
194 899 SH PERMANENT PORTFOLIO FUND	P	2010-12-09	2012-08-22
709 SH L SAYLES STRT INC CL Y	P	2010-12-09	2012-08-22
374 SH UAM FPA CRESCENT PORT	P	2010-12-09	2012-08-22
1,472 561 SH IVA WORLDWIDE	P	2010-12-09	2012-08-22
1,752 SH VIRTUS MULTI SECTOR	P	2011-08-01	2012-08-22
8,731 SH ETN VNCE GL MAC AR ADV I	P	2010-12-09	2012-03-23
815 682 SH VIRTUS PRM ALPHASECTOR I	P	2011-08-01	2012-08-22
1,189 562 SH DELAWARE LTD TM DVS INST	P	2010-12-09	2012-08-22
214 SH FIRST EAG GLOBAL CL I	P	2010-12-09	2012-08-22
308 SH IVA WORLDWIDE	P	2011-12-14	2012-08-22
771 978 SH ETN VNCE GL MAC AR ADV I	P	2011-10-18	2012-03-23
165 SH BLACKROCK GLOBAL ALLOC I	P	2012-03-23	2012-07-03
044 SH PERMANENT PORTFOLIO FUND	P	2012-03-23	2012-08-22
073 SH L SAYLES STRT INC CL Y	P	2012-07-24	2012-08-22
121 SH UAM FPA CRESCENT PORT	P	2012-07-03	2012-08-22

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)
147 SH VIRTUS MULTI SECTOR	P	2012-07-31	2012-08-22
1,056 65 SH EV GLB MCR ABS RTN FD I	P	2012-03-23	2012-08-22
279 SH VIRTUS PRM ALPHASECTOR I	P	2012-06-28	2012-08-22
282 SH DELAWARE LTD TM DVS INST	P	2012-08-22	2012-08-22
434 SH FIRST EAG GLOBAL CL I	P	2012-03-23	2012-08-22

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)
			34,369
12,047		12,016	31
12,077		11,469	608
23,429		25,190	-1,761
9,621		9,003	618
11,403		10,833	570
9,021		8,612	409
27,569		39,478	-11,909
24,642		24,135	507
12		11	1
1		1	
5		5	
10		10	
13		13	
973		990	-17
10,191		14,208	-4,017
29		29	
1		1	
10,684		10,116	568
7		7	
4		4	
4		4	
12		12	
2		2	
6,400		6,107	293
3		3	
60,217		59,187	1,030
64,764		59,642	5,122
56,458		54,763	1,695

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)
72,110		68,142	3,968
50,268		49,655	613
85,259		83,028	2,231
85,037		85,415	-378
27,495		27,608	-113
86,789		84,072	2,717
171		171	
1		1	
19		19	
20		19	1
350		349	1
7,187		7,271	-84
14		14	
5		5	
10,934		10,942	-8
5		5	
9		9	
10		10	
5		5	
3		3	
9		9	
78,972		79,402	-430
30,368		28,263	2,105
33,019		31,231	1,788
53,595		57,868	-4,273
23,429		22,217	1,212
21,776		21,119	657
23,889		22,696	1,193
56,170		81,313	-25,143
22,473		21,224	1,249

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)
21,395		24,211	-2,816
11		11	
5,239		5,128	111
1		1	
14		14	
10		10	
13		13	
3		3	
9		9	
21,483		20,510	973
12		12	
57		58	-1
407		405	2
65		64	1
6,957		7,409	-452
501		475	26
752		657	95
6,419		7,038	-619
624		614	10
136		138	-2
4,711		4,813	-102
145		141	4
6,616		6,759	-143
93		89	4
8,214		6,795	1,419
793		728	65
427		414	13
247		242	5
4,758		4,317	441
650		616	34

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)
646		582	64
432		419	13
560		491	69
160		156	4
6,675		6,879	-204
7,391		6,776	615
10,225		9,267	958
319		306	13
9,110		9,530	-420
456		429	27
453		419	34
149		144	5
36		35	1
849		775	74
69,890		70,515	-625
9,365		8,716	649
10,628		10,422	206
10,637		10,061	576
23,864		25,063	-1,199
8,567		8,583	-16
87,310		87,755	-445
10,783		10,245	538
10,658		10,605	53
10,512		9,927	585
5		4	1
7,720		7,627	93
3		3	
2		2	
1		1	
3		3	

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)
1		1	
10,408		10,526	-118
4		4	
3		3	
21		20	1

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

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	
			31
			608
			-1,761
			618
			570
			409
			-11,909
			507
			1
			-17
			-4,017
			568
			293
			1,030
			5,122
			1,695

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

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	
			3,968
			613
			2,231
			-378
			-113
			2,717
			1
			1
			-84
			-8
			-430
			2,105
			1,788
			-4,273
			1,212
			657
			1,193
			-25,143
			1,249

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

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	
			-2,816
			111
			973
			-1
			2
			1
			-452
			26
			95
			-619
			10
			-2
			-102
			4
			-143
			4
			1,419
			65
			13
			5
			441
			34

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

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	
			64
			13
			69
			4
			-204
			615
			958
			13
			-420
			27
			34
			5
			1
			74
			-625
			649
			206
			576
			-1,199
			-16
			-445
			538
			53
			585
			1
			93

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

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	
			-118
			1

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TY 2012 Accounting Fees Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	18,000	18,000	18,000	0

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TY 2012 Investments Corporate Stock Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
241 SH-XCEL ENERGY INC.	6,949	6,437
200 SH-VERIZON COMMUNICATIONS	8,988	8,654
140 SH-VENTAS INC REIT	8,949	9,061
81 SH-TORONTO DOMINION BANK	6,409	6,831
100 SH-TIME WARNER INC.	3,865	4,783
305 SH-SPECTRA ENERGY CORP	8,911	8,351
100 SH-SEMPRA ENERGY	6,919	7,094
128 SH-ROYAL DUTCH SHELL PLC SPON ADR	9,069	9,074
50 SH-PHILIP MORRIS INTL INC.	4,443	4,182
221 SH-PACCAR INC.	8,587	9,991
95 SH-NEXTERA ENERGY INC.	6,549	6,573
316 SH-MICROSOFT CORP.	9,554	8,440
101 SH-MCDONALDS CORP	8,906	8,909
95 SH-MERCK & CO. INC.	3,952	3,889
105 SH-KIMBERLY CLARK	8,811	8,865
147 SH-KRAFT FOODS GROUP INC.	6,565	6,684
156 SH-J P MORGAN CHASE & CO.	6,633	6,859
419 SH-INTEL CORP	10,886	8,640
403 SH-GENERAL ELECTRIC	9,186	8,459
197 SH-EATON CORP PLC	10,225	10,673
90 SH-DU PONT E I DE NEMOURS	4,455	4,048
136 SH-DIGITAL REALTY TRUST INC.	10,252	9,233
289 SH-CONAGRA FOODS INC.	8,752	8,525
80 SH-CHEVRON CORP.	8,579	8,651
257 SH-CMS ENERGY CORP.	6,042	6,266
196 SH-BRISTOL-MYERS SQUIBB CO.	6,545	6,388
153 SH-BCE INC	6,412	6,570
193 SH-AT&T INC	6,875	6,439
136 SH-ALTRIA GROUP	4,742	4,276
135 SH-ABBOTT LABS	8,744	8,843

Name of Stock	End of Year Book Value	End of Year Fair Market Value
22,171.027 SH-VIRTUS PREM ALPHA SECTOR F	278,355	293,101
25,139.784 SH-VIRTUS MULTI SECTOR S/T BD	122,337	124,693
14,041.205 SH-UAM FPA CRESCENT PORTFOLIO	379,817	411,267
5,950.089 SH-PIMCO TOTAL RETURN FD CL P	64,497	66,879
6,593.476 SH-PERMANENT PORTFOLIO FD	301,448	320,707
4,894.358 SH-NATIXIS GATEWAY FUND CL Y	127,776	132,686
9,870.681 SH-LOOMIS SAYLES STRATEGIC INC	145,761	152,601
5,357.275 SH-J P MORGAN CORE BOND FD	61,894	64,609
7,250.488 SH-IVY ASSET STRATEGY	178,926	189,020
12,502.74 SH-IVA WORLDWIDE FD CL I	207,698	198,794
3,344.321 SH-GOLDMAN SACHS SM/MID CAP GR	51,219	53,308
8,957.72 SH-FIRST EAGLE US VALUE FD CL I	158,569	161,956
5,661.899 SH-FIRST EAGLE GLOBAL CL I	264,823	276,074
14,558.269 SH-EATON VANCE GLOBAL MACRO	145,107	143,108
14,009.139 SH-DELAWARE LTD TERM DIV INC	124,816	123,981
20,036.122 SH-BLACKROCK GLOBAL ALLOC FD	387,361	397,316
4,432.233 SH-BLACKROCK EQUITY DIV FD	84,720	88,334

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TY 2012 Land, Etc. Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	981	981		

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TY 2012 Other Assets Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL, GAS PROPERTIES	1	1	273,660

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TY 2012 Other Expenses Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	29	29	29	
MISCELLANEOUS	107	107	107	

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TY 2012 Other Income Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	1,313	1,313	1,313
OIL, GAS REVENUES-NET	235,347	235,347	235,347
OIL, GAS LEASE RENTS	4,200	4,200	4,200

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TY 2012 Other Professional Fees Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MERRILL LYNCH MGT FEE	35,377	35,377	35,377	0

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TY 2012 Taxes Schedule

Name: ROSA MAY GRIFFIN FOUNDATION
EIN: 75-6011866
Software ID: 12000229
Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRIOR YEAR EXCISE TAX	2,846			
FOREIGN TAX WITHHELD	458	458	458	
AD VALOREM TAXES	884	884	884	