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

2012

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012, or tax year beginning

, 2012, and ending

J. F Maddox Foundation
PO Box 2588
Hobbs, NM 88241-2588A Employer identification number
75-6023767B Telephone number (see the instructions)
(575) 393-6338C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)

\$ 245,058,304. (Part I, column (d) must be on cash basis.)

Part II 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)

1	Contributions, gifts, grants, etc. received (att sch)				
2	Ck ☒ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	10,821.	10,821.		
4	Dividends and interest from securities	1,617,870.	1,617,870.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	15,760,408.			
b	Gross sales price for all assets on line 6a	31,046,282.			
7	Capital gain net income (from Part IV, line 2)		14,623,883.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
	See Statement 2	3,734,771.	3,080,716.	6,932.	
12	Total. Add lines 1 through 11	21,123,870.	19,333,290.	6,932.	
13	Compensation of officers, directors, trustees, etc.	1,038,273.	274,510.		740,182.
14	Other employee salaries and wages	419,278.	70,486.		342,738.
15	Pension plans, employee benefits	336,070.	75,183.		254,429.
16a	Legal fees (attach schedule) See St 3	11,399.	1,336.		9,948.
b	Accounting fees (attach sch) See St 4	38,621.	20,468.		7,331.
c	Other professional fees (attach sch) See St 5	619,718.	412,564.		198,126.
17	Interest	552.			
18	Taxes (attach schedule) (see instrs) See St 6	1,104,079.	55,870.		
19	Depreciation (attach sch) and depletion	56,972.	14,243.		
20	Occupancy	98,046.	22,254.		73,880.
21	Travel, conferences, and meetings	108,382.	30,554.		71,580.
22	Printing and publications	8,708.	3,293.		5,133.
23	Other expenses (attach schedule)				
	See Statement 7	3,079,285.	2,646,695.	12,198.	230,373.
24	Total operating and administrative expenses. Add lines 13 through 23	6,919,383.	3,627,456.	12,198.	1,933,720.
25	Contributions, gifts, grants paid Part XV	8,662,696.			8,662,696.
26	Total expenses and disbursements. Add lines 24 and 25	15,582,079.	3,627,456.	12,198.	10,596,416.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	5,541,791.			
b	Net investment income (if negative, enter -0-)		15,705,834.		
c	Adjusted net income (if negative, enter -0-)			0.	

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ADMINISTRATIVE EXPENSES

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	10,910,878.	6,648,287.	6,648,287.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts	853.		
	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) Statement 8	67,031,076.	69,736,499.	77,681,397.
	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) Statement 9	137,717,865.	143,491,072.	150,505,153.	
14 Land, buildings, and equipment: basis	608,406.			
Less: accumulated depreciation (attach schedule) See Stmt. 10	379,165.	229,241.	229,241.	
15 Other assets (describe See Statement 11)	8,656,735.	10,036,086.	9,994,226.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	224,596,738.	230,141,185.	245,058,304.	
LIABILITIES	17 Accounts payable and accrued expenses	4,261.	6,917.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	4,261.	6,917.	
NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
	24 Unrestricted	224,592,477.	230,134,268.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	224,592,477.	230,134,268.	
	31 Total liabilities and net assets/fund balances (see instructions)	224,596,738.	230,141,185.	

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	224,592,477.
2 Enter amount from Part I, line 27a	2	5,541,791.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	230,134,268.
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	230,134,268.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 18		P	Various	Various
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 29,909,757.		15,285,874.	14,623,883.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			14,623,883.
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	14,623,883.
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	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	8,712,141.	224,996,871.	0.038721
2010	7,774,426.	202,004,684.	0.038486
2009	12,510,531.	183,322,170.	0.068243
2008	11,871,336.	222,745,897.	0.053295
2007	10,181,838.	223,427,750.	0.045571

2 Total of line 1, column (d)	2	0.244316
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	0.048863
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	227,209,748.
5 Multiply line 4 by line 3	5	11,102,150.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	157,058.
7 Add lines 5 and 6	7	11,259,208.
8 Enter qualifying distributions from Part XII, line 4	8	12,123,562.

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 VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here. ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	157,058.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	157,058.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	157,058.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012.	6 a	261,356.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	110,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d.	7	371,356.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	214,298.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 214,298. Refunded	11	0.	

Part VIII Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). See Statement 12		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.jfmaddox.org</u>	13	X	
14	The books are in care of <u>Kerri Frizzell</u> Telephone no. <u>(575) 393-6338</u> Located at <u>220 W Broadway, Suite 200 Hobbs NM</u> ZIP + 4 <u>88240-6004</u>			
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 <u>N/A</u>	15		N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country	16		X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 instructions)?	1 b	X
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No	
If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here. ☐**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) See Statement 13

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A**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
See Statement 14				
		1,038,274.	135,992.	2,999.

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
Dennis Holmberg PO Box 2588 Hobbs, NM 88241-2588	VP Special Pr 40	104,897.	27,005.	5,614.
Jennifer Grassham PO Box 2588 Hobbs, NM 88241-2588	VP Grants 40	75,012.	37,713.	7,766.
Kyle Shepard PO Box 2588 Hobbs, NM 88241-2588	Accounting Ma 40	68,400.	19,237.	0.

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
Cooke & Bieler LP 1700 Market Street Suite 3222 Philadelphia, PA 19103	Investment mgmt	129,257.
Vaughan Nelson Investment Mgmt LP 600 Travis Ste 6300 Houston, TX 77002-3071	Investment mgmt	126,657.
Fund Evaluation Group LLC 201 E Fifth St Ste 1600 Cincinnati, OH 45202	Invest consultant	110,464.
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 Management & administration of Jack Maddox Distinguished Scholarship Program. Refer to website at www.jfmaddox.org and Statement 22 for additional information.	224,777.
2 See Statement 15	92,306.
3 Hunger Initiative was conducted to assess, evaluate and develop specific strategies to alleviate hunger in Lea County communities.	27,439.
4 See Statement 16	21,650.

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 Investment in NM community development venture capital fund. See attached Statement 21	53,301.
2 Expand local residential treatment facility for adolescents to include a recreation/service center and girls transitional living home.	1,468,684.
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	1,521,985.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1 a	76,331,548.
b	Average of monthly cash balances	1 b	6,425,982.
c	Fair market value of all other assets (see instructions)	1 c	147,912,265.
d	Total (add lines 1a, b, and c)	1 d	230,669,795.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	230,669,795.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,460,047.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	227,209,748.
6	Minimum investment return. Enter 5% of line 5	6	11,360,487.

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	11,360,487.
2 a	Tax on investment income for 2012 from Part VI, line 5	2 a	157,058.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2 b	347,686.
c	Add lines 2a and 2b	2 c	504,744.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,855,743.
4	Recoveries of amounts treated as qualifying distributions	4	14,085.
5	Add lines 3 and 4	5	10,869,828.
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	10,869,828.

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	1 a	10,596,416.
b	Program-related investments — total from Part IX-B	1 b	1,521,985.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	5,161.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,123,562.
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	157,058.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	11,966,504.

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				10,869,828.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			3,236,488.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 12,123,562.				
a Applied to 2011, but not more than line 2a			3,236,488.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				8,887,074.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,982,754.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

BAA

Form 990-PF (2012)

N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

Form 990-PF (2012)

Part IV 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
<i>a Paid during the year</i> Charitable Organizations See Statement 23	N/A	Public	See Statement 23	8,465,690.
Scholarships See Statement 23	None	N/A	See Statement 23	197,006.
Total			3 a	8,662,696.
<i>b Approved for future payment</i> See Statement 24				1,936,967.
Total			3 b	1,936,967.

Enter gross amounts unless otherwise indicated

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

[illegible]

J. F Maddox Foundation

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Statement 7 (continued)
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
License & fees	\$ 1,184.	\$ 390.		\$ 760.
Maintenance agreements	26,560.	4,764.		21,387.
Meals/entertainment	44,923.	782.		43,225.
Miscellaneous	7,655.	1,249.		6,299.
Office expense	36,011.	6,967.		28,447.
	1,265.			
Postage	7,493.	735.		6,695.
Program related inv-other exp	-118.			
Program related inv-portfolio exp	12,198.	11,180.	\$ 12,198.	
Prtnrshp pass-thru interest exp.	92,447.	44,564.		10,176.
Prtnrshp pass-thru other exp.	1,112,180.	1,110,670.		
Prtnrshp pass-thru portfolio exp.	1,612,120.	1,455,116.		
Recruitment expense	240.	55.		180.
Repair & maintenance	14,165.	3,130.		10,766.
Training	18,131.	701.		17,370.
Total	<u>\$ 3,079,285.</u>	<u>\$ 2,646,695.</u>	<u>\$ 12,198.</u>	<u>\$ 230,373.</u>

Statement 8
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
See Statement 20	Cost	\$ 69,736,499.	\$ 77,681,397.
	Total	<u>\$ 69,736,499.</u>	<u>\$ 77,681,397.</u>

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

Other Investments	Valuation Method	Book Value	Fair Market Value
Baupost C-1 Partnership	Cost	\$ 114905547.	\$117,760,868.
FIA Timber Partners LP	Cost	1,608,365.	2,013,734.
FIA Timber Partners Special LP	Cost	1,994,340.	2,424,052.
Gotham Partners	Cost	0.	16,400.
Merit Energy Partners E-II	Cost	1,181,499.	1,091,057.
Merit Energy Partners F-II	Cost	862,721.	813,959.
Venture Capital Fund of America	Cost	2,555,710.	2,787,994.
MAP 2009 LP	Cost	2,329,665.	3,465,264.
Northgate Capital	Cost	3,216,996.	4,033,228.
Abrams Capital Partners II LP	Cost	8,209,574.	9,254,915.
Riva Capital Partners III LP	Cost	2,126,655.	2,361,509.
Fine Offshore Fund Ltd	Cost	1,500,000.	1,570,722.
Fir Tree Capital Opportunity Fund	Cost	1,500,000.	1,557,131.
Palo Alto Healthcare Offshore II Ltd	Cost	1,500,000.	1,354,320.

Part III Information Regarding Transfer of Property (see instructions)

Type of Property	(a) Date of Transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	10/01/2012		1,500,000.		
Stock and securities					
Installment obligations, account receivables or similar property					
Foreign currency or other property denominated in foreign currency					
Inventory					
Assets subject to depreciation recapture (see Temp Regs sec 1.367(a)-4T(b))					
Tangible property used in trade or business not listed under another category					
Intangible property					
Property to be leased (as described in final and Temp Regs sec 1.367(a)-4(c))					
Property to be sold (as described in Temp Regs sec 1.367(a)-4T(d))					
Transfers of oil and gas working interests (as described in Temp Regs sec 1.367(a)-4T(e))					
Other Property					

Supplemental Information Required To Be Reported (see instructions):

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No.	Description	Date Acquired	Date Sold	Cost/ Basis	Bus Pct	Cur 179/ SDA	Prior 179/ SDA/ Depr	Method	Life	Current Depr
Form 990/990-PF										
Auto / Transport Equipment										
1	Automobiles	Various		124,608			22,018	S/L	5	24,921
Total Auto / Transport Equipment				124,608		0	22,018			24,921
Furniture and Fixtures										
3	Office equipment & furnit	Various		260,216			226,930	S/L	10	15,692
4	Office equip & furn-addi	3/06/12		6,881				S/L	3	1,912
5	Office equip & furn-dispo	11/13/98		-1,230			-1,230	S/L		0
Total Furniture and Fixtures				265,867		0	225,700			17,604
Improvements										
2	Leasehold improvements	Various		217,931			74,475	S/L	15	14,447
Total Improvements				217,931		0	74,475			14,447
Total Depreciation				608,406		0	322,193			56,972
Grand Total Depreciation				608,406		0	322,193			56,972

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Statement 1

Form 990-PF, Part I, Line 6a

Net Gain (Loss) from Noninventory Sales Per Books

Assets Not Included in Part IV

Description:	UBI - See Statement 18		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
To Whom Sold:			
Gross Sales Price:	237,552.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	237,552.
Description:	UBI (1231 Gain) - See Statement 18		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
To Whom Sold:			
Gross Sales Price:	898,973.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	898,973.
		Total	<u>\$ 1,136,525.</u>

Statement 2

Form 990-PF, Part I, Line 11

Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
See Statement 19.	\$ 3,734,771.	\$ 3,080,716.	\$ 6,932.
Total	<u>\$ 3,734,771.</u>	<u>\$ 3,080,716.</u>	<u>\$ 6,932.</u>

Statement 3

Form 990-PF, Part I, Line 16a

Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
General legal services	\$ 11,399.	\$ 1,336.		\$ 9,948.
Total	<u>\$ 11,399.</u>	<u>\$ 1,336.</u>	<u>\$ 0.</u>	<u>\$ 9,948.</u>

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Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit and tax compliance	\$ 38,621.	\$ 20,468.		\$ 7,331.
Total	<u>\$ 38,621.</u>	<u>\$ 20,468.</u>	<u>\$ 0.</u>	<u>\$ 7,331.</u>

Statement 5
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
403(b) retirement plan consultant	\$ 1,850.	\$ 426.		\$ 1,388.
Grant related consulting	193,169.			193,169.
Investment advisor	3,204.	2,950.		
Investment consultant	110,464.	101,726.		
Investment custodian	48,365.	48,365.		
Investment management fees	259,097.	259,097.		
Scholarship recipients counselor	3,569.			3,569.
Total	<u>\$ 619,718.</u>	<u>\$ 412,564.</u>	<u>\$ 0.</u>	<u>\$ 198,126.</u>

Statement 6
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	\$ 231,000.			
Federal income tax	789,000.			
Prtnrshp pass-thru foreign taxes	84,079.	\$ 55,870.		
Total	<u>\$ 1,104,079.</u>	<u>\$ 55,870.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 7
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory fees	\$ 30,591.	\$ 2,912.		\$ 27,429.
Automobile expense	11,793.	594.		11,148.
Contract labor	2,766.	637.		2,074.
Dues	21,471.	297.		20,327.
Grant administration expense	10,492.			10,492.
Grantee workshops	7,240.			7,240.
Insurance	8,478.	1,952.		6,358.

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Statement 9 (continued)
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
Total		\$ 143491072.	\$150,505,153.

Statement 10
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Auto./Transportation Equip.	\$ 124,608.	\$ 46,939.	\$ 77,669.	\$ 77,669.
Furniture and Fixtures	265,867.	243,304.	22,563.	22,563.
Improvements	217,931.	88,922.	129,009.	129,009.
Total	\$ 608,406.	\$ 379,165.	\$ 229,241.	\$ 229,241.

Statement 11
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Program-related investment - NMCC	\$ 309,701.	\$ 267,841.
Program-related loans	9,726,385.	9,726,385.
Total	\$ 10,036,086.	\$ 9,994,226.

Statement 12
Form 990-PF, Part VII-A, Line 8a
States to which the Foundation Reports

NM AL AR CA CO CT FL GA IL IN IA KS LA ME MD MA MI MN MO NE NY NC OK OR SC VA WV
WI

Statement 13
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: New Mexico Community Capital Fund
Address: 801 University Ave SE Ste 102
Address: Albuquerque, NM 87106
Grant Date: Various
Grant Amount: \$ 53301
Grant Purpose: See Statement 21
Amt. Expended by Grantee: \$ 53301
Any Diversion by Grantee: No
Dates of Reports by Grantee: April 11, 2013

J. F Maddox Foundation

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Statement 13 (continued)
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Date of Verification:

Results of Verification: See Statement 21

Statement 14
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Don Maddox PO Box 2588 Hobbs, NM 88241-2588	President/Direc 40.00	\$ 177,200.	\$ 27,373.	\$ 0.
James M Maddox PO Box 2588 Hobbs, NM 88241-2588	Exec V Pres/Dir 25.00	120,000.	0.	0.
Harry H Lynch PO Box 2588 Hobbs, NM 88241-2588	Director 6.00	68,494.	0.	0.
Benjamin W Maddox PO Box 2588 Hobbs, NM 88241-2588	Director 6.00	47,532.	0.	0.
Catherine M Maddox PO Box 2588 Hobbs, NM 88241-2588	Director 5.00	37,108.	0.	0.
John L Maddox PO Box 2588 Hobbs, NM 88241-2588	Director 5.00	45,715.	0.	0.
Thomas M Maddox PO Box 2588 Hobbs, NM 88241-2588	Director 6.00	0.	0.	0.
Ann M Utterback PO Box 2588 Hobbs, NM 88241-2588	Director 7.00	47,004.	0.	0.
Robert J Reid PO Box 2588 Hobbs, NM 88241-2588	Executive Direc 40.00	326,481.	75,563.	2,999.
Kerri L Frizzell PO Box 2588 Hobbs, NM 88241-2588	Treasurer 40.00	102,917.	33,056.	0.

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Statement 14 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Elaine B Agather PO Box 2588 Hobbs, NM 88241-2588	Director 5.00	\$ 38,452.	\$ 0.	\$ 0.
Paul Campbell PO Box 2588 Hobbs, NM 88241-2588	Director 4.00	27,371.	0.	0.
		Total	<u>\$ 1,038,274.</u>	<u>\$ 135,992.</u>
				<u>\$ 2,999.</u>

Statement 15
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
J. F Maddox Foundation along with grantees, Hobbs Municipal Schools (HMS) and the Charles A. Dana Center at the University of Texas at Austin hosted an education symposium of top educational experts to address HMS's significant educational challenges related to rapidly changing demographics, assets and gaps in its tools and practices and how to build needed research capacity.	\$ 92,306.

Statement 16
Form 990-PF, Part IX-A, Line 4
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Funding Formula Study - commissioned comprehensive and in depth study of the disparate effects of the existing New Mexico Education funding formula specifically related to Hobbs schools. In order to develop strategies that allow Hobbs Schools to maximize funding from the formula.	\$ 21,650.

Statement 17
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name:	Robert J Reid
Care Of:	
Street Address:	PO Box 2588
City, State, Zip Code:	Hobbs, NM 88241-2588
Telephone:	(575) 393-6338
E-Mail Address:	
Form and Content:	Refer to Statement 22 and the website www.jfmaddox.org

Statement 17 (continued)
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Submission Deadlines: Refer to Statement 22 and the website www.jfmaddox.org
Restrictions on Awards: Refer to Statement 22 and the website www.jfmaddox.org
regarding restrictions or limitations

J. F Maddox Foundation

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Statement 18**Form 990-PF, Parts I and IV****Capital Gains and (Losses)**

<u>Description</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
<u>Amounts reported in Part IV</u>			
Capital Gains and Losses from Investment Managers:			
Cooke & Bieler	\$ 7,339,446	\$ 5,975,012	1,364,434
Vaughan Nelson	9,460,824	9,087,367	373,457
Capital Gain Distributions:			
Dimensional Fund Advisors	108,293		108,293
Other Investments	231,430	223,495	7,935
Tweedy Browne Global Value Fund	1,292,196		1,292,196
Other Gains:			
Miscellaneous Litigation Settlements	30		30
Pass-through Gains from Partnerships:			
Abrams Capital Partners II LP	758,017		758,017
Baupost Ltd Partnership 1983 C-1	9,110,303		9,110,303
FIA Timber Partners LP	20,486		20,486
Fia Timber Special Partners LP	8,839		8,839
Gotham Partners	569,867		569,867
Map 2009 LP	(12,408)		(12,408)
Merit Energy E-II	264		264
Merit Energy F-II	214		214
Northgate Capital IV	269,982		269,982
Riva Capital	85,955		85,955
VCFA Private Equity Partners IV LP	661,771		661,771
Pass-through Gains from Program Related Investment			
New Mexico Community Capital	4,248		4,248

Total reported on Form 990-PF, Page 3, Part IV

\$ 29,909,757	\$ 15,285,874	\$ 14,623,883
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Amounts reported on Part I, Line 6 and not in Part IV**Passthrough UBI Gains from Partnerships**

Baupost Ltd Partnership 1983 C-1	\$ 1,136,242	\$ 1,136,242
Northgate Capital IV	283	283
	\$ 1,136,525	\$ - \$ 1,136,525

Grand Total Total reported on Form 990-PF, Pg 1, Part 1, Ln 6

\$ 31,046,282	\$ 15,285,874	\$ 15,760,408
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Statement 19

Form 990-PF, Part I, Line 11

Part XVI-A, Line 11

Other Income

	Part I		
	Revenue	Net investment	Adjusted net
	per books	income	income
	Col. (a), line 11	Col. (b), line 11	Col. (c), line 11
Interest - other	\$ 275	\$ 275	
Interest - student loans	11	11	
Partnership other income	235,310	235,310	
Partnership other income-UBI	410,065		
Partnership exempt other income	131		
Partnership portfolio income	1,224,909	1,224,909	
Ptnshp portfolio income - UBI	6,307		
Partnership interest	890,280	890,280	
Partnership interest-UBI	112,428		
Partnership exempt interest	102,346		
Partnership dividends	722,964	722,964	
Partnership dividends-UBI	4,255		
Program related invst interest	6,932	6,932	6,932
Other income	35	35	
State tax refunds	18,523		
Totals to Form 990-PF, Part 1, Line 11	\$ 3,734,771	\$ 3,080,716	\$ 6,932

	Part XVI-A				
	Business	Unrelated	Exclusion	Excluded	Exempt function
	code	business income	code	income	income
	Col. (a)	Col. (b)	Col. (c)	Col. (d)	Col. (e)
Interest - other			14	\$ 275	
Interest - student loans					\$ 11
Partnership other income			14	235,310	
Partnership other income-UBI	900000	\$ 410,065			
Partnership exempt other income			14	131	
Partnership portfolio income			14	1,224,909	
Ptnshp portfolio income - UBI	900000	\$ 6,307			
Partnership interest			14	890,280	
Partnership interest-UBI	900000	\$ 112,428			
Partnership exempt interest			14	102,346	
Partnership dividends			14	722,964	
Partnership dividends-UBI	900000	\$ 4,255			
Program related invst interest			14	6,932	
Other income			14	35	
State tax refunds			1	18,523	
Totals to Form 990-PF, Part XVI-A, Line 11		\$ 533,055		\$ 3,201,705	\$ 11

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Statement 20

Form 990-PF, Part II, Line 10b

Corporate Stock

<u>Asset Description</u>	<u>Shares/Units</u>	<u>Book Value</u>	<u>Market Value</u>
AARON'S INC	8,425	197,075	238,259
ACI WORLDWIDE INC	1,050	45,695	45,875
ACTUANT CORP	9,300	222,634	259,563
ALBANY INTERNATIONAL CORP	15,730	448,200	356,756
AMERICAN EQUITY INVESTMENT LIF	8,100	97,593	98,901
AO SMITH CORP	2,125	86,427	134,024
ARES CAPITAL CORP	21,425	323,346	374,938
ASPEN INSURANCE HOLDINGS	1,525	49,197	48,922
ASSOCIATED BANC-CORP	18,375	241,767	241,080
ASSOCIATED ESTATES REALTY CORP	7,375	108,250	118,885
ATLAS AIR WORLDWIDE HOLDINGS I	4,950	228,506	219,384
ATMOS ENERGY CORP	7,850	262,461	275,692
AVON PRODUCTS INC	17,400	396,138	249,864
AXIS CAPITAL HLDGS LTD SHS	10,300	312,989	356,792
BALL CORP	10,900	454,827	487,775
BEMIS CO INC	11,630	317,999	389,140
BEST BUY CO INC	21,300	496,189	252,405
BRINK'S CO/THE	14,200	317,889	405,126
BROADRIDGE FINANCIAL SOLUTIONS	9,550	208,803	218,504
CARDINAL HEALTH INC	10,000	359,705	411,800
CHARLES SCHWAB	23,872	328,502	350,037
CHOICE HOTELS INTERNATIONAL IN	6,025	189,449	202,561
CINTAS CORP	9,700	261,389	396,730
CITY NATIONAL CORP/CA	7,900	321,702	391,208
CNO FINANCIAL GROUP INC	25,675	158,801	239,548
COCA-COLA ENTERPRISES INC	14,200	369,322	450,566
CORRECTIONS CORP OF AMERICA	8,425	183,734	298,835
DARDEN RESTAURANTS INC	8,500	300,612	383,095
DIEBOLD INC	12,700	349,912	388,747
DIMENSIONAL FUND ADVISORS	189,925	5,305,178	5,667,355
DODGE & COX FUNDS	239,837	7,348,993	8,307,953
DSW INC	2,350	113,490	154,372
ENTEGRIS INC	29,000	230,445	266,220
ENTERGY CORP	5,700	383,100	363,375
EXCEL TRUST INC	9,525	115,456	120,682
FIRST CASH FINANCIAL SERVICES	5,425	173,848	269,189
FIRSTMERIT CORP	19,075	315,504	270,674
FLEXTRONICS INTERNATIONAL LTD	63,430	616,852	393,900

Statement 20

Form 990-PF, Part II, Line 10b

Corporate Stock

<u>Asset Description</u>	<u>Shares/Units</u>	<u>Book Value</u>	<u>Market Value</u>
FULTON FINANCIAL CORP	5,000	51,895	48,050
G&K SERVICES INC	7,500	214,479	256,125
GILDAN ACTIVEWEAR INC	16,445	416,020	601,558
GLOBE SPECIALTY METALS INC	10,800	159,365	148,500
GRAFTECH INTERNATIONAL LTD	5,425	48,510	50,941
GROUP 1 AUTOMOTIVE INC	3,650	194,229	226,264
HANCOCK HOLDING CO	5,925	190,147	188,000
HANESBRANDS INC	10,100	251,110	361,782
HARMAN INTERNATIONAL INDUSTRIE I	4,800	203,624	214,272
HARSCO CORP	19,900	537,692	467,650
HASBRO INC	11,300	419,790	405,670
HCC INSURANCE HOLDINGS INC	7,175	190,607	266,982
HEALTH MANAGEMENT ASSOCIATES I	6,625	58,124	61,745
HERSHA HOSPITALITY TRUST	18,325	88,805	91,625
HIGHWOODS PROPERTIES INC	7,775	242,923	260,074
HITTITE MICROWAVE CORP	2,175	116,452	134,981
ICF INTERNATIONAL INC	3,350	64,144	78,524
INTERNATIONAL SPEEDWAY CORP	8,300	205,043	229,487
JACK IN THE BOX INC	2,400	68,695	68,640
KAR AUCTION SERVICES INC	13,250	216,085	268,180
KENNAMETAL INC	6,100	152,013	244,000
KRATON PERFORMANCE POLYMERS IN	6,025	128,731	144,781
LAM RESEARCH CORP	17,600	682,787	635,888
LASALLE HOTEL PROPERTIES	4,675	118,929	118,698
LENNOX INTERNATIONAL INC	4,025	179,639	211,393
LIFEPOINT HOSPITALS INC	2,975	116,837	112,306
LITHIA MOTORS INC	2,925	74,843	109,454
LITTELFUSE INC	3,050	178,762	188,216
LPL FINANCIAL HOLDINGS INC	7,700	211,419	216,832
MANHATTAN ASSOCIATES INC	3,300	152,168	199,122
MASTEC INC	9,775	188,553	243,691
MCGRATH RENTCORP	6,550	179,523	190,592
MEDNAX INC	4,600	221,551	365,792
MICROSEMI CORP	11,425	218,487	240,382
MKS INSTRUMENTS INC	5,850	157,219	150,813
MOLEX INC	13,740	242,346	375,514
NOBLE ENERGY INC	3,300	270,596	335,742
NVR INC	520	315,801	478,400

J. F Maddox Foundation

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Statement 20**Form 990-PF, Part II, Line 10b****Corporate Stock**

<u>Asset Description</u>	<u>Shares/Units</u>	<u>Book Value</u>	<u>Market Value</u>
OASIS PETROLEUM INC	9,525	239,151	302,895
OIL STATES INTERNATIONAL INC	3,475	195,579	248,602
OMNICOM GROUP INC	9,200	443,477	459,632
PACKAGING CORP OF AMERICA	12,925	318,794	497,225
POST HOLDINGS INC	6,425	199,785	220,056
PRECISION DRILLING CORP	14,775	125,670	122,337
PROSPERITY BANCSHARES INC	5,700	213,216	239,400
QUANEX BUILDING PRODUCTS CORP	26,900	506,360	549,029
QUEST DIAGNOSTICS INC/DE	8,220	425,786	478,979
RELIANCE STEEL & ALUMINUM CO	12,100	562,389	751,410
RENAISSANCE RE HOLDINGS LTD	4,500	265,622	365,670
ROCK-TENN CO	6,100	364,705	426,451
RYLAND GROUP INC	3,725	121,239	135,963
SCANSOURCE INC	1,775	54,952	56,392
SEMTECH CORP	6,400	168,733	185,280
SILGAN HOLDINGS INC	7,425	240,951	308,435
SIRONA DENTAL SYSTEMS INC	3,375	161,019	217,553
SKYWORKS SOLUTIONS INC	6,125	127,758	124,338
SS&C TECHNOLOGIES HOLDINGS INC	7,450	186,467	172,021
STANCORP FINANCIAL GROUP INC	9,400	317,011	344,698
STEELCASE INC	46,209	331,635	588,703
STEWART INFORMATION SERVICES C	16,200	286,036	421,200
TCF FINANCIAL CORP	39,500	438,738	479,925
TELEFLEX INC	4,225	245,873	301,285
TERADYNE INC	25,500	266,978	430,695
THIRD AVE INTERNATIONAL VALUE FUND	604	9,518	10,236
THIRD AVE SMALL CAP VALUE FUND	458	9,627	10,238
THIRD AVE VALUE FUND	208	9,650	10,389
TORCHMARK CORP	5,600	178,749	289,352
TOWER GROUP INC	10,000	219,644	177,900
TOWERS WATSON & CO	4,350	221,163	244,514
TWEEDY BROWNE GLOBAL VALUE	629,160	13,436,743	14,621,685
UMPQUA HOLDINGS CORP	27,300	305,735	321,867
UNITED RENTALS INC	7,025	219,706	319,778
VALMONT INDUSTRIES INC	1,825	154,009	249,204
VANGUARD INSTITUTIONAL INDEX FUND	135,230	16,140,688	17,650,264
VERINT SYSTEMS INC	7,075	221,700	207,722
WD-40 CO	3,175	141,904	149,574

J. F Maddox Foundation

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Statement 20

Form 990-PF, Part II, Line 10b

Corporate Stock

<u>Asset Description</u>	<u>Shares/Units</u>	<u>Book Value</u>	<u>Market Value</u>
WEBSTER FINANCIAL CORP	11,300	251,458	232,215
WESCO INTERNATIONAL INC	4,375	170,957	295,006
WEST PHARMACEUTICAL SERVICES I	8,775	306,282	480,431
WESTERN UNION CO/THE	34,900	587,540	474,989
WILLIS GROUP HOLDINGS PUBLIC	8,600	258,175	288,358
WOLVERINE WORLD WIDE INC	3,175	115,407	130,112

Totals to Form 990-PF, Statement 8

\$69,736,499

\$77,681,397

Statement 21
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility Statement

Pursuant to IRC Regulation § 53.4945-5(d)(2), the J. F Maddox Foundation (Foundation) provides the following information about 2012 grants:

- i. Grantee: New Mexico Community Capital Fund I, L.P. (NMCC), 801 University Blvd. SE Suite 102, Albuquerque, NM 87106
- ii. Grant Amounts:

January 31, 2012	\$ 7,174	(management fees & expenses)
May 25, 2012	\$ 4,555	(portfolio investment)
July 27, 2012	\$ 5,500	(management fees)
August 30, 2012	\$ 19,262	(portfolio investment)
October 4, 2012	\$ 5,442	(portfolio investment)
December 12, 2012	<u>\$ 11,368</u>	(portfolio investment)
	\$ 53,301	
- iii. Distributions:

August 8, 2012	\$ 6,616	(portfolio investment stock buyback)
October 19, 2012	<u>\$ 6,616</u>	(portfolio investment stock buyback)
	\$ 13,232	
- iv. Purpose of Grants: To provide operating support and funding for equity or debt investments in small and medium-sized businesses located in New Mexico in an effort to promote social welfare and alleviate poverty through job creation and enhancement of entrepreneurial capacity and wealth for low-moderate income communities.
- v. Reports: NMCC submitted full and complete 2012 audited financial reports on April 11, 2013. NMCC also submitted on April 11, 2013, a report on 2012 investment activity and accomplishments.
- vi. Diversions: To the knowledge of the Foundation, no funds have been diverted to any activity other than the activity for which the PRI was originally made.
- vii. Verification: The Foundation has no reason to doubt the accuracy or reliability of the reports from NMCC; therefore, no independent verification of the reports was made.

Statement 21 (Continued)
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility Statement

Pursuant to IRC Regulation § 53.4945-5(d)(2), the J. F Maddox Foundation (Foundation) provides the following information about 2011 grants:

- i. Grantee: New Mexico Community Capital Fund I, L.P. (NMCC), 801 University Blvd. SE Suite 102, Albuquerque, NM 87106
- ii. Grant Amounts:

January 26, 2011	\$ 7,115	(management fees & expenses)
April 25, 2011	\$ 13,652	(portfolio investment)
July 26, 2011	\$ 6,247	(management fees & expenses)
September 19, 2011	\$ 8,532	(portfolio investment)
October 26, 2011	<u>\$ 8,532</u>	(portfolio investment)
	\$ 44,078	
- iii. Purpose of Grants: To provide operating support and funding for equity or debt investments in small and medium-sized businesses located in New Mexico in an effort to promote social welfare and alleviate poverty through job creation and enhancement of entrepreneurial capacity and wealth for low-moderate income communities.
- iv. Reports: NMCC submitted full and complete 2011 audited financial reports on April 12, 2012. NMCC also submitted on April 3, 2012, a report on 2011 investment activity and accomplishments.
- v. Diversions: To the knowledge of the Foundation, no funds have been diverted to any activity other than the activity for which the PRI was originally made.
- vi. Verification: The Foundation has no reason to doubt the accuracy or reliability of the reports from NMCC; therefore, no independent verification of the reports was made.

J. F Maddox Foundation

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Statement 22
Form 990-PF, Part XV, Line 2
Grant Criteria and Other Information

(1) J. F Maddox Foundation Grant Criteria

Eligibility Requirements:

The Foundation makes grants to non-profit organizations and/or governmental entities for projects that are consistent with the Foundation's Mission Statement. In awarding grants, the Foundation gives preference to Southeastern New Mexico charitable organizations, but does not exclusively limit recipients to those areas.

The Foundation does not ordinarily make grants to individuals (or where the primary benefit is to be realized by an individual), for the ongoing operating support of an agency, for endowment funds, or to other private foundations. Refer to the website www.jfmaddox.org for Grant Application Guidelines and additional information on the application process.

(2) Jack Maddox Distinguished Scholarship Program

Eligibility Requirements:

Candidates must have been residents of Lea County, New Mexico, for at least two consecutive years prior to making application for the Scholarships, and must continue to be a Lea County resident through graduation from a Lea County high school or registered home school. Specifically, this includes high school campuses and home schools located in Hobbs, Lovington, Eunice, Tatum, or Jal, New Mexico.

Candidates must have completed their junior year at a Lea County high school and must have submitted a formal application in the required format by June 30.

Candidates must either be natural born or naturalized U.S. citizens. Applications are assessed without regard to race, gender, religion, physical condition, or national origin.

An independent Scholarship Selection Committee is used to screen and select candidates. From the pool of accepted applications, the Scholarship Selection Committee selects up to 15 semi-finalists to interview. The Selection Committee interviews each semi-finalist. The semi-finalists will be narrowed to five finalists, one of whom is selected to receive the Jack Maddox Distinguished Scholarship award (a scholarship for all tuition, lab and other required fees, required textbooks, and room and board). The remaining four finalists receive a \$16,000 scholarship (\$4,000 each year for four years of undergraduate study). All semi-finalists receive a notebook computer.

During their senior year of high school, the Foundation reimburses reasonable expenses for the five Maddox Scholars and one parent or other appropriate adult to attend the college fair held in Albuquerque each October and each Maddox Scholar may be reimbursed up to \$250 for their college application fees. These reimbursable expenses do not reduce the scholarship amount awarded to the scholars.

Application Process:

Applicants satisfying the eligibility requirements are required to submit a formal written application to

J. F Maddox Foundation

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Statement 22 (continued)
Form 990-PF, Part XV, Line 2
Grant Criteria and Other Information

the Foundation by June 30th of the year immediately preceding their senior year in high school. Application forms are available at the Foundation and online at www.jfmaddox.org.

Refer to www.jfmaddox.org for additional information regarding the Jack Maddox Distinguished Scholarship Program.

J. F Maddox Foundation

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Statement 23

Form 990-PF Part XV Line 3a

Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Access Fund PO Box 17010 Boulder, CO 80308-7010	N/A	509a(1)	General Operating Support	5,000
Advisory Board Booker T Washington High School for the Performing and Visual Arts PO Box 192648 Dallas, TX 75219-2648	N/A	509a(1)	General Operating Support	3,500
Albuquerque Academy 6400 Wyoming Blvd NE Albuquerque, NM 87109-3899	N/A	509a(1)	General Operating Support	7,500
Albuquerque Academy 6400 Wyoming Blvd NE Albuquerque, NM 87109-3899	N/A	509a(1)	Memory of Pat and Connor Porter	500
Albuquerque Academy 6400 Wyoming Blvd NE Albuquerque, NM 87109-3899	N/A	509a(1)	Participation Challenge - Class of 2017	5,000
Albuquerque Museum Foundation Inc PO Box 7006 Albuquerque, NM 87194	N/A	509a(2)	Memory of Louise Y St John	1,000
All Faiths Receiving Home Inc 1709 Moon St NE Albuquerque, NM 87112-9849	N/A	509a(2)	General Operating Support	5,000
All Faiths Receiving Home Inc 1709 Moon St NE Albuquerque, NM 87112-9849	N/A	509a(2)	Memory of Marie Kelly Gorham	700
American Cancer Society Inc 601 Montgomery St Ste 650 San Francisco, CA 94111	N/A	509a(1)	DetermiNation Big Sur International Marathon	2,000
American Cancer Society Inc 10501 Montgomery Blvd NE Ste 300 Albuquerque, NM 87111	N/A	509a(1)	Memory of Donna Jean Mimovich	250
American College of Probate Counsel Foundation 901 15th St NW Ste 525 Washington, DC 20005	N/A	509a(2)	General Operating Support	10,000
American Diabetes Association Inc 2480 W 26th Ave Ste 120-B Denver, CO 80211-5365	N/A	509a(1)	Colorado Tour de Cure	1,000
American Diabetes Association Inc 8610 N New Braunfels Ste 400 San Antonio, TX 78217	N/A	509a(1)	Tour de Cure	2,000
American Heart Association 222 S Church St Ste 303 Charlotte, NC 28202-3247	N/A	509a(1)	Memory of William Tener	2,000
American Red Cross Greater Houston Area Chapter 2700 SW Fwy Houston, TX 77098	N/A	509a(1)	Tour du Rouge	10,000

J. F Maddox Foundation

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Statement 23

Form 990-PF Part XV Line 3a

Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
American Society for the Prevention of Cruelty to Animals 424 E 92nd St New York, NY 10128-6804	N/A	509a(1)	Memory of Lou Smith	2,500
Anansi Charter School PO Box 1709 El Prado, NM 87529	N/A	509a(1)	General Operating Support	5,000
Anderson Abruzzo International Balloon Museum Foundation 9201 Balloon Museum Dr NE Albuquerque, NM 87113-3425	N/A	509a(1)	La Noche Blanca Event	1,500
Animal Humane Association of New Mexico Inc 615 Virginia St SE Albuquerque, NM 87108	N/A	509a(1)	Capital Campaign	5,000
ARC of Mecklenburg County Inc 4108 Park Rd Ste 200 Charlotte, NC 28209	N/A	509a(1)	Operation Santa Claus in Memory of Frankie Smith	500
Association of Retarded Citizens of Albuquerque 11300 Lomas Blvd NE Albuquerque, NM 87112	N/A	509a(1)	General Operating Support	5,000
Association of Retarded Citizens of Albuquerque 11300 Lomas Blvd NE Albuquerque, NM 87112	N/A	509a(1)	Young Professionals Outreach Program	500
Big Brothers & Big Sisters of Colorado Inc 1391 N Speer Blvd Ste 450 Denver, CO 80204	N/A	509a(1)	General Operating Support	23,000
Books for Africa Inc 253 E 4th St Ste 200 St Paul, MN 55101	N/A	509a(1)	General Operating Support	3,000
Boy Scouts of America Conquistador Council 2603 N Aspen Roswell, NM 88201	N/A	509a(1)	Friends of Scouting	5,000
Boys and Girls Clubs of America 1275 Peachtree St NE Atlanta, GA 30309	N/A	509a(2)	General Operating Support	7,500
Boys and Girls Clubs of Greater Charlotte PO Box 31128 Charlotte, NC 28231-1128	N/A	509a(1)	General Operating Support	5,000
Boys Club of Hobbs Inc DBA Boys and Girls Club of Hobbs Inc 212 E Dunnam St Hobbs, NM 88240-8433	N/A	509a(1)	General Operating Support	6,500
Boys Club of Hobbs Inc DBA Boys and Girls Club of Hobbs Inc 212 E Dunnam St Hobbs, NM 88240-8433	N/A	509a(1)	Memory of Ross Black	10,000

J. F Maddox Foundation

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Statement 23

Form 990-PF Part XV Line 3a

Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Boys Club of Hobbs Inc DBA Boys and Girls Club of Hobbs Inc 212 E Dunnam St Hobbs, NM 88240-8433	N/A	509a(1)	Transportation - Research Texas Facilities	5,050
Bridges Project for Education PO Box 308 Taos, NM 87571-0308	N/A	509a(1)	General Operating Support	25,000
The Carlsbad Association for Retarded Citizens Farm Inc PO Drawer 1808 Carlsbad, NM 88221-1808	N/A	509a(1)	Honor of Gary Forrest	10,000
CASA of Lea County 215 W Broadway Ste 9 Hobbs, NM 88240	N/A	509a(1)	General Operating Support	375
CASA of Lea County 215 W Broadway Ste 9 Hobbs, NM 88240	N/A	509a(1)	Property Purchase	62,500
Center for Civic Values 400 Gold SW Ste 680 PO Box 2184 Albuquerque, NM 87103-2184	N/A	509a(1)	General Operating Support	500
Central New Mexico Community College Foundation Inc 525 Buena Vista SE Albuquerque, NM 87106	N/A	509a(1)	General Operating Support	250
Chapin United Methodist Church 415 Lexington Ave Chapin, SC 29036	N/A	509a(1)	General Operating Support	1,500
Chapin United Methodist Church 415 Lexington Ave Chapin, SC 29036	N/A	509a(1)	Memory of Michael and Thelma King	250
Charlotte Symphony Orchestra Society Inc 301 S Tryon St Ste 1700 Charlotte, NC 28282	N/A	509a(2)	General Operating Support	3,000
Children's Defense Fund 25 E St NW Washington, DC 20001	N/A	509a(1)	General Operating Support	5,000
Church World Service 28606 Phillips St Elkhart, IN 46515	N/A	509a(1)	CROP Walk	5,000
City of Haverhill 4 Summer St PO Box 969 Haverhill, MA 01830	N/A	509a(1)	July 4th Fireworks	7,000

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Form 990-PF Part XV Line 3a

Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
City of Haverhill 4 Summer St PO Box 969 Haverhill, MA 01830	N/A	509a(1)	Memorial Veteran's Marker Fund	2,500
City of Hobbs 200 E Broadway Hobbs, NM 88240-8302	N/A	509a(1)	Beautification - Trail Portion	2,887,390
Clean River Project Inc 498 Lowell St Methuen, MA 01844	N/A	509a(1)	General Operating Support	2,500
Communities Foundation of Texas Inc 6601 Turtle Creek Blvd Dallas, TX 75205	N/A	509a(1)	Sweetheart Ball Fund	15,000
Community Drug Coalition of Lea County PO Box 5403 Hobbs, NM 88241	N/A	509a(1)	Annual Fund	63,729
Community Drug Coalition of Lea County PO Box 5403 Hobbs, NM 88241	N/A	509a(1)	General Operating Support	2,000
Community Foundation of Gaston County Inc PO Box 123 Gastonia, NC 28053-0123	N/A	509a(1)	General Operating Support	10,000
Community Players of Hobbs PO Box 2153 Hobbs, NM 88241-2153	N/A	509a(2)	Microphones	5,139
Contact Crisis Line PO Box 800742 Dallas, TX 75380	N/A	509a(1)	General Operating Support	5,000
Core Knowledge Foundation 801 E High St Charlottesville, VA 22902	N/A	509a(1)	General Operating Support	3,500
Core Knowledge Foundation 801 E High St Charlottesville, VA 22902	N/A	509a(1)	Holiday Programs	1,000
Covenant Village Inc 1351 Robinwood Rd Gastonia, NC 28054	N/A	509a(1)	General Operating Support	500
Covenant Village Inc 1351 Robinwood Rd Gastonia, NC 28054	N/A	509a(1)	Leigh Scholarship Fund	1,500
Cradles to Crayons Inc 155 N Beacon St Brighton, MA 02153	N/A	509a(1)	General Operating Support	3,000
Crisis Assistance Ministry 500 Spratt St Ste A Charlotte, NC 28206-3235	N/A	509a(1)	General Operating Support	4,000

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Grant Payments

<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Dallas Arboretum and Botanical Society Inc 8617 Garland Rd Dallas, TX 75218	N/A	509a(1)	Friends of the Arboretum	2,500
Dallas Baptist University 3000 Mountain Creek Pkwy Dallas, TX 75211-9299	N/A	509a(1)	Honor of Vester T Hughes Jr	10,000
Dallas Contemporary 161 Glass St Dallas, TX 75207	N/A	509a(1)	General Operating Support	10,000
Dallas Museum of Art 1717 N Harwood Dallas, TX 75201-2398	N/A	509a(1)	General Operating Support	5,000
Dallas Symphony Association Inc 2301 Flora Ste 300 Dallas, TX 75201-2413	N/A	509a(2)	General Operating Support	2,000
Darlington School 1014 Cave Spring Rd Rome, GA 30161-4700	N/A	509a(1)	General Operating Support	20,000
Denver Scholarship Foundation 303 E 17th Ave Ste 200 Denver, CO 80203	N/A	509a(1)	General Operating Support	7,000
Denver Scholarship Foundation 303 E 17th Ave Ste 200 Denver, CO 80203	N/A	509a(1)	South High School Future Center	25,000
Eagle Trust Foundation Inc 1515 E Sanger St Hobbs, NM 88240	N/A	509a(1)	HMS Training Center - Microphones	7,991
Eastern New Mexico University Foundation ENMU - 52 Broadcast Ctr Portales, NM 88130	N/A	509a(1)	KENW-KMTH Public Radio	2,000
Educational Opportunities Inc 8117 Preston Rd Ste 500 Dallas, TX 75225-6325	N/A	509a(1)	Memory of Martha H Lynch	1,000
Evergreen Presbyterian Ministries Inc 2101 Hwy 80 Haughton, LA 71037	N/A	509a(1)	General Operating Support	1,000
Family Place Inc PO Box 7999 Dallas, TX 75209	N/A	509a(1)	General Operating Support	5,000
First United Methodist Church 200 E Snyder Hobbs, NM 88240	N/A	509a(1)	Africa Missions - Honor of Rev Darren Skinner	4,000
First United Methodist Church 200 E Snyder Hobbs, NM 88240	N/A	509a(1)	Capital Campaign - Bride's Room	3,500

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Statement 23

Form 990-PF Part XV Line 3a

Grant Payments

<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
First United Methodist Church 200 E Snyder Hobbs, NM 88240	N/A	509a(1)	Capital Campaign - Youth Wing	1,500
First United Methodist Church 200 E Snyder Hobbs, NM 88240	N/A	509a(1)	Special Projects	1,500
The Foundation for AIDS Research 120 Wall St 13th Fl New York, NY 10005	N/A	509a(1)	General Operating Support	25,000
Friends of the Hobbs Public Library PO Box 5041 Hobbs, NM 88241	N/A	509a(1)	General Operating Support	800
Friendship Trays Inc 2401A Distribution St Charlotte, NC 28203-5025	N/A	509a(2)	General Operating Support	3,000
Gideons International Inc c/o Walt Case Chairperson 1900 N Fowler Hobbs, NM 88240	N/A	509a(1)	General Operating Support	1,000
Girl Scouts of the Desert Southwest Southern New Mexico and West Texas Inc 5217 N Dixie Blvd Odessa, TX 79762	N/A	509a(1)	Facility Renovations	44,104
Greater Haverhill Chamber of Commerce Community Arts & Education Foundation 87 Winter St Haverhill, MA 01830	N/A	509a(1)	Clean Rivers Project	2,500
Greater Haverhill Chamber of Commerce Community Arts & Education Foundation 87 Winter St Haverhill, MA 01830	N/A	509a(1)	Essex Gateway Mural	500
Greater Haverhill Chamber of Commerce Community Arts & Education Foundation 87 Winter St Haverhill, MA 01830	N/A	509a(1)	Golf Tournament	500
Greater Haverhill Chamber of Commerce Community Arts & Education Foundation 87 Winter St Haverhill, MA 01830	N/A	509a(1)	Nissan Leaf Project	7,500
Greensboro College 815 W Market St Greensboro, NC 27401-1875	N/A	509a(1)	College Fund	10,000
Greensboro College 815 W Market St Greensboro, NC 27401-1875	N/A	509a(1)	Swim Team	2,500

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Grant Payments

<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Guidance Center of Lea County Inc 920 W Broadway Hobbs, NM 88240	N/A	509a(1)	Architect Fees - Humphrey House Recreation Center and Girls Transition Living Home	50,000
Guidance Center of Lea County Inc 920 W Broadway Hobbs, NM 88240	N/A	509a(1)	Humphrey House Holiday Programs	1,500
Habitat for Humanity International Inc PO Box 5833 Hobbs, NM 88241-5833	N/A	509a(1)	Executive Director Training	1,350
Habitat for Humanity International Inc PO Box 5833 Hobbs, NM 88241-5833	N/A	509a(1)	General Operating Support	32,794
Habitat for Humanity International Inc PO Box 5833 Hobbs, NM 88241-5833	N/A	509a(1)	House Construction	30,000
Habitat for Humanity International Inc Greater Albuquerque PO Box 8353 Albuquerque, NM 87198-8353	N/A	509a(1)	YUGA Music 4 Humanity Concert	250
Haverhill Public Schools 4 Summer St Haverhill, MA 01830-5877	N/A	509a(1)	Nettle School - Reading 180 Program	19,000
Haverhill Public Schools 4 Summer St Haverhill, MA 01830-5877	N/A	509a(1)	Nurse Offices - Equipment	16,000
HealthReach Community Clinic PO Box 1265 Mooreville, NC 28115	N/A	509a(1)	General Operating Support	5,000
Hearts Desire Inc PO Box 121 Lovington, NM 88260	N/A	509a(2)	Facility Renovations	109,700
Hobbs High School 800 N Jefferson Hobbs, NM 88240	N/A	509a(1)	Senior Bash	1,000
Hobbs Hispano Chamber of Commerce Foundation 113 N Shipp Hobbs, NM 88240	N/A	509a(1)	Fiestas de Septiembre	29,680
Hobbs Hispano Chamber of Commerce Foundation 113 N Shipp Hobbs, NM 88240	N/A	509a(1)	Mariachi Christmas 2011-2012	13,250
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Core Knowledge Teacher Training	46,182

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Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Dana Center Common Core State Standards	86,564
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	High School Diving Program	1,800
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Math Program	1,761
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Short-Term Initiatives - Immediate Needs	195,364
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	SpringBoard / AP Program	198,918
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Teacher Mini-Grants	23,208
Hoi An Foundation PO Box 181182 Denver, CO 80218-8824	N/A	509a(1)	General Operating Support	10,000
Hollins University PO Box 9629 Roanoke, VA 24020-1629	N/A	509a(1)	French Department	5,000
Hollins University PO Box 9629 Roanoke, VA 24020-1629	N/A	509a(1)	Hollins Fund	15,000
Isaiah's Soup Kitchen 304 W Harden Blvd Hobbs, NM 88240	N/A	509a(1)	General Operating Support	2,500
Isaiah's Soup Kitchen 304 W Harden Blvd Hobbs, NM 88240	N/A	509a(1)	Holiday Programs	1,000
Jewel Charity Ball Inc PO Box 472149 Fort Worth, TX 76147	N/A	509a(1)	General Operating Support	25,000
Junior League of Charlotte Inc 1332 Maryland Ave Charlotte, NC 28209-1598	N/A	509a(2)	Annual Fund	3,000

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Grant Payments

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Junior Service League of Hobbs, Inc PO Box 723 Hobbs, NM 88241-0723	N/A	509a(2)	Superstar Shoe Program	6,000
Just Say Yes - Youth Equipped to Succeed PO Box 6770863 Dallas, TX 75367-0863	N/A	509a(2)	General Operating Support	1,000
Juvenile Diabetes Research Foundation Int's 2501 San Pedro Ste 204 Albuquerque, NM 87110	N/A	509a(1)	Eternal Hope - Honor of Doug and Michelle Clark and Family	1,000
Juvenile Diabetes Research Foundation Int's 2501 San Pedro Ste 204 Albuquerque, NM 87110	N/A	509a(1)	Walking for Will	300
Kids Across America Foundation PO Box 930 Branson, MO 65615-0930	N/A	509a(1)	General Operating Support	5,000
Kit Carson Home and Museum Inc 113 Kit Carson Rd Taos, NM 87571	N/A	509a(1)	General Operating Support	5,000
Lance Armstrong Foundation 2201 E 6th Austin, TX 78702	N/A	509a(1)	General Operating Support	250
Landsun Homes Inc 2002 Westridge Rd Carlsbad, NM 88220	N/A	509a(1)	Honor of Dick and Betty Forrest	10,000
Lea County 100 N Main Ste 4 Lovington, NM 88260	N/A	509a(1)	Air Service	100,000
Lea County 100 N Main Ste 4 Lovington, NM 88260	N/A	509a(1)	Elmo Performance	7,000
Lea County 100 N Main Ste 4 Lovington, NM 88260	N/A	509a(1)	High Energy Live	40,000
Lea County 100 N Main Ste 4 Lovington, NM 88260	N/A	509a(1)	Ice Skating Rink	13,478
Lea County Commission for the Arts Inc PO Box 1974 Hobbs, NM 88241-1974	N/A	509a(2)	Downtown Sounds Fall Festival	11,865
Lea County Commission for the Arts Inc PO Box 1974 Hobbs, NM 88241-1974	N/A	509a(2)	Executive Director	35,000
Lea County Commission for the Arts Inc PO Box 1974 Hobbs, NM 88241-1974	N/A	509a(2)	General Operating Support	500

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<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Lea County Commission for the Arts Inc PO Box 1974 Hobbs, NM 88241-1974	N/A	509a(2)	Summer Arts Camps	14,350
Lea County Humane Society PO Box 1192 Hobbs, NM 88241-1192	N/A	509a(1)	Memory of Rod Coffman	250
Lea County Museum Inc 103 S Love St Lovington, NM 88260-4218	N/A	509a(1)	Concert Series	64,953
Lea County Museum Inc 103 S Love St Lovington, NM 88260-4218	N/A	509a(1)	General Operating Support	1,000
Lea County Women's Network PO Box 2242 Hobbs, NM 88241-2242	N/A	509a(2)	General Operating Support	500
Leadership New Mexico PO Box 35696 Albuquerque, NM 87176-5696	N/A	509a(1)	Statewide Leadership Development Activities	15,000
Leukemia & Lymphoma Society 1311 Mamaroneck Ave Ste 310 White Plains, NY 10605	N/A	509a(1)	Team in Training	1,000
Louisiana Annual Conference of the United Methodist Church 527 N Blvd Baton Rouge, LA 70802-5720	N/A	509a(1)	Bishop and Kay Hutchinson Scholarship Fund	2,500
Lovington Good Samaritan 1600 W Ave I Lovington, NM 88260-1058	N/A	509a(2)	Guardian Angel Account	13,107
Lovington MainStreet Corporation PO Box 1418 Lovington, NM 88260	N/A	509a(2)	Centennial Performance	15,909
MAKE-A-WISH Foundation of New Mexico 144 Louisiana Blvd NE Albuquerque, NM 87108	N/A	509a(1)	General Operating Support	5,000
Manna Outreach Inc 909 S Selman St Hobbs, NM 88240	N/A	509a(1)	General Operating Support	4,800
Manna Outreach Inc 909 S Selman St Hobbs, NM 88240	N/A	509a(1)	Holiday Programs	1,000
Manna Outreach Inc 909 S Selman St Hobbs, NM 88240	N/A	509a(1)	Honor of Thelma Johnson's Retirement	2,500
McCallie School Inc 500 Dodds Ave Chattanooga, TN 37404	N/A	509a(1)	Class of 1962 Reunion	5,000

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<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
McCallie School Inc 500 Dodds Ave Chattanooga, TN 37404	N/A	509a(1)	General Operating Support	7,500
McMurry University McMurry Station Box 98 Abilene, TX 79697-0098	N/A	509a(1)	Bible in One Semester	2,500
The Medical Foundation of North Carolina Inc 880 Martin Luther King Jr Blvd Chapel Hill, NC 27514	N/A	509a(1)	Eric Montross Father's Day Basketball Camp	10,000
Midland College Foundation Inc 3600 N Garfield St Midland, TX 79705	N/A	509a(1)	Friends of the Davidson Distinguished Lecture Series	1,000
Mountain States Legal Foundation 2596 S Lewis Way Lakewood, CO 8227-3408	N/A	509a(1)	General Operating Support	3,000
Museum of Contemporary Art Denver 1485 Delgany Denver, CO 80202	N/A	509a(1)	General Operating Support	9,000
MyPower Inc PO Box 1756 Hobbs, NM 88241	N/A	509a(1)	Executive Director & Quantum Learning Camp	95,679
Nasher Sculpture Center 2001 Flora St Dallas, TX 75201	N/A	509a(2)	General Operating Support	5,000
National Hispanic Cultural Center Foundation 1701 4th St SW Albuquerque, NM 87102	N/A	509a(1)	General Operating Support	200
National Judicial College Judicial College Bldg MS 358 University of Nevada Reno, NV 89557	N/A	509a(1)	New Mexico Judges - Children of the Law Course	12,600
National Multiple Sclerosis Society - Lone Star Chapter 8111 N Stadium Dr Ste 100 Houston, TX 77054	N/A	509a(1)	Cactus and Crude MS 150	100
National Multiple Sclerosis Society - Panhandle Division All American Chapter 6222 Canyon Dr Amarillo, TX 79109-6730	N/A	509a(1)	Amarillo MS 150	250
Nepal Orphans Home Inc PO Box 1254 Davidson, NC 28036	N/A	509a(1)	General Operating Support	5,000

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<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
New England Medical Center Hospital Inc Tufts Medical Center PO Box 334 800 Washington St Boston, MA 02111	N/A	509a(1)	Floating Hospital for Children - Primary Care Research	10,000
New Mexico Biopark Society Inc 903 Tenth St SW Albuquerque, NM 87102	N/A	509a(2)	General Operating Support	1,000
New Mexico Business Roundtable for Educational Excellence 5600 Eagle Rock Ave NE Albuquerque, NM 87113	N/A	509a(1)	General Operating Support	5,000
New Mexico Conference Methodist Foundation Inc 11816 Lomas Blvd NE Albuquerque, NM 87112-5614	N/A	509a(1)	Congo Fund	4,000
New Mexico Conference Methodist Foundation Inc 11816 Lomas Blvd NE Albuquerque, NM 87112-5614	N/A	509a(1)	Imagine No Malaria	2,250
New Mexico Conference Methodist Foundation Inc 11816 Lomas Blvd NE Albuquerque, NM 87112-5614	N/A	509a(1)	McGregor-Kajoba Professorship Endowment	15,000
New Mexico Conference Methodist Foundation Inc 11816 Lomas Blvd NE Albuquerque, NM 87112-5614	N/A	509a(1)	Molly and George Emkes Seminary Scholarship Endowment	1,000
New Mexico Conference Methodist Foundation Inc 11816 Lomas Blvd NE Albuquerque, NM 87112-5614	N/A	509a(1)	Mulingwishi Seminary	500
New Mexico Junior College 5317 N Lovington Hwy Hobbs, NM 88240-9121	N/A	509a(1)	Western Heritage Museum Landscape Design	25,000
New Mexico Junior College 5317 N Lovington Hwy Hobbs, NM 88240-9121	N/A	509a(1)	Western Heritage Museum Traveling Exhibits	46,301
New Mexico State University Foundation Inc PO Box 3590 Las Cruces, NM 88003-3590	N/A	509a(1)	Farm Safety Day	1,500
North Carolina Performing Arts Center Development Department 130 N Tryon St Charlotte, NC 28202	N/A	509a(1)	Blumenthal Performing Arts Center	3,000
The NRA Foundation Inc 11250 Waples Mill Rd Fairfax, VA 22030	N/A	509a(1)	NRA Whittington Center - Adventure Camp Scholarships	5,000

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<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
One Love Worldwide 1223 El Caminito Hobbs, NM 88240	N/A	509a(1)	General Operating Support	5,500
One Love Worldwide 1223 El Caminito Hobbs, NM 88240	N/A	509a(1)	Honor of Becky McMurray	2,500
OneSight 4000 Luxottica Pl Mason, OH 45050-8114	N/A	509a(1)	General Operating Support	5,000
Opportunity House Inc PO Box 1924 Hobbs, NM 88241-1924	N/A	509a(1)	General Operating Support	5,000
Option Inc PO Box 2213 Hobbs, NM 88241-2213	N/A	509a(1)	Facility Maintenance Fund	6,300
Option Inc PO Box 2213 Hobbs, NM 88241-2213	N/A	509a(1)	General Operating Support	800
Option Inc PO Box 2213 Hobbs, NM 88241-2213	N/A	509a(1)	Holiday Programs	1,000
Outward Bound International Inc 1974 E 9400 S Ste 104 Salt Lake City, UT 84093-3002	N/A	509a(1)	Outward Bound Mexico	5,000
Palmer Drug Abuse Program of Lea County Inc PO Box 5185 Hobbs, NM 88241-5185	N/A	509a(1)	General Operating Support	11,000
Palmer Drug Abuse Program of Lea County Inc PO Box 5185 Hobbs, NM 88241-5185	N/A	509a(1)	Puppet Ministry	3,000
Parkridge Pregnancy Center 5203 79th St Ste B Lubbock, TX 79424	N/A	509a(1)	Honor of Kelli Claussen	5,000
Pegasus Foundation Dallas Institute of Humanities and Culture 2719 Routh St Dallas, TX 75201	N/A	509a(1)	General Operating Support	1,000
Pegasus Music Society PO Box 600227 Dallas, TX 75360-0227	N/A	509a(1)	Orchestra of New Spain	1,000
Pfeiffer University PO Box 960 Misenheimer, NC 28109	N/A	509a(1)	General Operating Support	10,000
Piatigorsky Foundation 225 W 34th St Ste 1513 New York, NY 10122	N/A	509a(1)	Community Concerts	12,262

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The Pozos Art Project Inc 3705 Ella Lee Ln Houston, TX 77027	N/A	509a(1)	General Operating Support	5,000
Pre-GED School at the Cathedral 5100 Ross Ave Dallas, TX 75206	N/A	509a(1)	General Operating Support	5,000
President and Fellows of Harvard College Soldiers Field Boston, MA 02163	N/A	509a(1)	Harvard Business School - Cristina Lynch Fellowship Fund	1,000,000
President and Fellows of Harvard College Soldiers Field Boston, MA 02163	N/A	509a(1)	Harvard Business School - Graduate School of Business	2,500
Protestant Episcopal Diocese of Massachusetts 138 Tremont St Boston, MA 02111	N/A	509a(1)	Haverhill Trinity Episcopal Church - Together Now	10,000
Public Broadcasting of Colorado Inc 7409 S Alton Ct Centennial, CO 80112	N/A	509a(1)	General Operating Support	5,000
Roadrunner Food Bank Inc 5840 Office Blvd NE Albuquerque, NM 87109-5819	N/A	509a(1)	Holiday Food Supply	42,500
Ronald McDonald House Charities of the Southwest Inc 3413 10th St Lubbock, TX 79415	N/A	509a(1)	Ronald McDonald Family Room Operations	10,000
Sacramento Methodist Assembly PO Box 8 Sacramento, NM 88347-0008	N/A	509a(1)	General Operating Support	7,500
Sacramento Methodist Assembly PO Box 8 Sacramento, NM 88347-0008	N/A	509a(1)	Playground Equipment	10,000
Salem Academy and College 601 S Church St Winston-Salem, NC 27101	N/A	509a(1)	Annual Fund	10,000
Salem Academy and College 601 S Church St Winston-Salem, NC 27101	N/A	509a(1)	Graduate Education Program	5,000
Salem Academy and College 601 S Church St Winston-Salem, NC 27101	N/A	509a(1)	Internship Program	1,500
Salem Academy and College 601 S Church St Winston-Salem, NC 27101	N/A	509a(1)	Math and Science Equipment	3,500
Salem Academy and College 601 S Church St Winston-Salem, NC 27101	N/A	509a(1)	Susan Leigh Maddox Science and Math Excellence Fund	10,000

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<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Sandia Presbyterian Church 10704 Paseo Del Norte NE Albuquerque, NM 87122	N/A	509a(1)	General Operating Support	5,000
Sandia Presbyterian Church 10704 Paseo Del Norte NE Albuquerque, NM 87122	N/A	509a(1)	Sanctuary Video/Sound Equipment and Parking Lot Resurface	3,750
Save the Children Federation Inc 54 Wilton Rd Westport, CT 06880-3131	N/A	509a(1)	Hunger Relief Fund for African Children	5,000
Second Harvest 500 B Spratt St Charlotte, NC 28206-3235	N/A	509a(1)	General Operating Support	3,500
Shuter Library of Angel Fire PO Box 298 Angel Fire, NM 87710	N/A	509a(1)	General Operating Support	500
Sonlight Adventures Inc PO Box 536 Pagosa Springs, CO 81147	N/A	509a(2)	Sonlight Christian Camp - Sustain Sonlight	500
Southeast New Mexico Cycling 414 E Sanger Hobbs, NM 88240	N/A	509a(1)	General Operating Support	15,350
Southeast New Mexico Cycling 414 E Sanger Hobbs, NM 88240	N/A	509a(1)	Ted McVay Roll for the Cure	4,000
Southeast New Mexico Wildlife Inc 1103 N Cochran St Hobbs, NM 88240	N/A	509a(1)	General Operating Support	2,000
Southern Methodist University P O Box 750357 Dallas, TX 75275-0357	N/A	509a(1)	Meadows Museum - Meadows School of the Arts	1,000
Southwest Symphony PO Box 101 Hobbs, NM 88241-0101	N/A	509a(2)	Downtown Sounds	32,000
Southwest Symphony PO Box 101 Hobbs, NM 88241-0101	N/A	509a(2)	General Operating Support	138,774
Southwestern Medical Foundation 2305 Cedar Springs Rd Ste 150 Dallas, TX 75201	N/A	509a(1)	Friends of University Hospital - Zale Lipshy	2,500
St Jude Children's Research Hospital 501 St Jude Pl Memphis, TN 38105-1905	N/A	509a(1)	General Operating Support	5,000
Stanford University PO Box 20466 Stanford, CA 94309-0466	N/A	509a(1)	Graduate School of Business - Business School Fund	2,500

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<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Summer Search Boston 500 Amory St Jamaica Plain, MA 02130	N/A	509a(1)	General Operating Support	5,000
Susan G Komen Breast Cancer Foundation 505 E Blvd Ste 101 Charlotte, NC 28203	N/A	509a(1)	Honor of Katherine Fuller	5,000
The Taos Community Foundation Inc 229A Camino de la Placita PO Box 1925 Taos, NM 87571	N/A	509a(1)	General Operating Support	55,000
Texas Health Harris Methodist Foundation 612 E Lamar Blvd Ste 600 Arlington, TX 76011	N/A	509a(1)	General Operating Support	10,000
Texas Tech University PO Box 4009 Lubbock, TX 79409-4009	N/A	509a(1)	General Operating Support	10,000
Texas Tech University PO Box 4009 Lubbock, TX 79409-4009	N/A	509a(1)	Summer Institute Program	50,000
Texas Youth Trapshooters Association 800 Baltimore Hereford, TX 79045	N/A	509a(1)	TTA Scholarship Fund	1,000
Thornwell Home for Children PO Box 526 Clinton, SC 29325	N/A	509a(1)	Memory of Michael and Thelma King	250
Town of Tatum PO Box 156 Tatum, NM 88267-0156	N/A	509a(1)	Park Improvements	121,972
Trinity Episcopal Church 26 White St Haverhill, MA 01830	N/A	509a(1)	General Operating Support	2,000
United Way of Central New Mexico 302 Eighth St NW Albuquerque, NM 87102	N/A	509a(1)	Alexis de Tocqueville	17,000
United Way of Central New Mexico 302 Eighth St NW Albuquerque, NM 87102	N/A	509a(1)	Women In Philanthropy - Women's Self Sufficiency Initiative	3,000
United Way of Lea County Inc - Hobbs NM PO Box 1834 Hobbs, NM 88241-1834	N/A	509a(1)	Campaigns 2011 - 2013	175,340
United Way of Lea County Inc - Hobbs NM PO Box 1834 Hobbs, NM 88241-1834	N/A	509a(1)	General Operating Support	7,500
United Way of Lea County Inc - Hobbs NM PO Box 1834 Hobbs, NM 88241-1834	N/A	509a(1)	Roll for the Cure	1,000

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University of Evansville 1800 Lincoln Ave Evansville, IN 47722	N/A	509a(1)	Swimming and Diving Program	15,000
University of New Mexico Foundation Inc Two Woodward Ctr 700 Lomas Blvd NE Ste 108 Albuquerque, NM 87131	N/A	509a(1)	General Operating Support	5,000
University of Tennessee-College of Law Clinical Programs Ste 83 1505 W Cumberland Ave Knoxville, TN 37996-1810	N/A	509a(1)	Homer A Jones Jr Wills Clinic	10,000
University of Texas at Austin Charles A Dana Center 1616 Guadalupe St Ste 3206 Austin, TX 78701	N/A	509a(1)	CCSS Implementation	211,021
University of Texas at Dallas 1966 Inwood Rd Dallas, TX 75235-7298	N/A	509a(1)	Think Ahead Group	2,500
University of the Southwest 6610 N Lovington Hwy Hobbs, NM 88240-9120	N/A	509a(1)	Capacity Building	500,000
University of the Southwest 6610 N Lovington Hwy Hobbs, NM 88240-9120	N/A	509a(1)	Community Prayer Breakfast	500
University of the Southwest 6610 N Lovington Hwy Hobbs, NM 88240-9120	N/A	509a(1)	Distinguished Lecture Series	291,082
University of the Southwest 6610 N Lovington Hwy Hobbs, NM 88240-9120	N/A	509a(1)	Juneteenth Celebration	5,000
University of the Southwest 6610 N Lovington Hwy Hobbs, NM 88240-9120	N/A	509a(1)	Marketing	383,496
University Radio Foundation Inc 8801 J M Keynes Blvd Ste 91 Charlotte, NC 28262-5474	N/A	509a(1)	WFAE Public Radio - Charlotte	3,500
Uplift Education 606 E Royal Ln Irving, TX 75039	N/A	509a(1)	General Operating Support	1,000
UT Southwestern Medical Center 5323 Harry Hines Blvd Dallas, TX 75390-9009	N/A	509a(1)	Memory of Martha H Lynch	1,000
Wake Forest University PO Box 7227 Winston-Salem, NC 27109-7227	N/A	509a(1)	Law Fund	2,000

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Wake Forest University PO Box 7227 Winston-Salem, NC 27109-7227	N/A	509a(1)	Maddox Law Scholarship	5,000
Wake Forest University PO Box 7227 Winston-Salem, NC 27109-7227	N/A	509a(1)	School of Law Scholarship Fund	10,000
Westminster Presbyterian Church 3321 33rd St Lubbock, TX 79410	N/A	509a(1)	Memory of Anne Robison Huffman	1,000
Wholly Rags Ranchos de Taos PO Box 1051 Taos, NM 87557-1051	N/A	509a(1)	General Operating Support	5,000
William Marsh Rice University PO Box 2593 Houston, TX 74659-2593	N/A	509a(1)	Cristina Lynch Latin America Study Abroad Scholarship	25,000
William Marsh Rice University PO Box 2593 Houston, TX 74659-2593	N/A	509a(1)	Latin American Initiative	15,000
Winchester Healthcare Management Inc 41 Highland Ave Winchester, MA 01890	N/A	509a(1)	Primary Care Provider Blog	10,000
Women's Economic Self-Sufficiency Team 414 Silver SW Albuquerque, NM 87102	N/A	509a(2)	General Operating Support	11,300
Womens Housing Coalition Inc 115 2nd St SW Albuquerque, NM 87102	N/A	509a(1)	Honor of Betty Campbell	10,000
Young Men's Christian Association - Metropolitan Dallas 4621 Ross Ave Dallas, TX 75204	N/A	509a(1)	Community Services	1,500
Total Grants				8,465,690

Scholarship Program

Austin Brake 1406 W Caprock Hobbs, NM 88240	None	2008 Maddox Scholar	3,500
Christy Cole PO Box 1933 Eunice, NM 88231-1933	None	2012 Notebook Computer Recipient	2,103
Danielle Davis 701 S 13th St Lovington, NM 88260	None	2009 Maddox Scholar	6,000

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<u>Recipient</u>	<u>Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount Paid</u>
Dannica Marquez 1313 W Dogwood Lovington, NM 88260	None		2011 Maddox Scholar	4,103
D'nae Robinett 5428 JaRob Ln Hobbs, NM 88240	None		2011 Maddox Scholar	4,603
Hunter Jecius 1220 College Ln Hobbs, NM 88242	None		2012 Notebook Computer Recipient	2,103
Jennie Pearson PO Box 1414 Eunice, NM 88231-1414	None		2008 Maddox Scholar	4,908
Josh Bailey 1017 W Harrison Lovington, NM 88260	None		2009 Maddox Scholar	6,000
Katie Lingafelter 30 Fairmont Ct Hobbs, NM 88240	None		2011 Maddox Scholar	4,103
Kerry Todd Manis 1224 E Linda Ln Hobbs, NM 88242-5002	None		2010 Maddox Scholar	10,000
Lauren Bridgforth 1405 W Clayton Lovington, NM 88260	None		2007 Maddox Scholar	1,500
Lauryn Hess 320 N 8th St Lovington, NM 88260	None		2009 Maddox Scholar	4,000
Lyndsey Smith 203 W Gum Lovington, NM 88260	None		2012 Notebook Computer Recipient	2,103
Marcos Aranda PO Box 37 Monument, NM 88265	None		2008 Jack Maddox Distinguished Scholar	28,609
Marissa Davis 2100 N McKinley St Hobbs, NM 88240	None		2011 Distinguished Scholar	30,652
Mark Grano 724 E Luna Hobbs, NM 88240	None		2012 Notebook Computer Recipient	2,103
Morgan Homer 1022 Fifty-Four Dr Lovington, NM 88260	None		2010 Maddox Scholar	4,000
Robert Doss 909 E Bell Pl Hobbs, NM 88240	None		2007 Maddox Scholar	1,826

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Ryan Glenn PO Box 202 Tatum, NM 88267-0202	None		2009 Jack Maddox Distinguished Scholar	13,576
Ryan Roberts 1106 W Ave H Lovington, NM 88260-5008	None		2010 Jack Maddox Distinguished Scholar	46,833
Schylar Hill 1104 W Ave M Lovington, NM 88260-5315	None		2012 Notebook Computer Recipient	2,103
Sergio Molinar 116 W Llano Hobbs, NM 88240	None		2011 Maddox Scholar	4,103
Shay Reimers 1103 Nambe St Hobbs, NM 88240-0973	None		2010 Maddox Scholar	4,000
Shelby Acosta 2109 Main St #5 Lubbock, TX 79401	None		2010 Maddox Scholar	2,000
Siera Witherspoon 2900 N Selman Hobbs, NM 88240-0920	None		2012 Notebook Computer Recipient	2,103
Timothy Pearce 26 Collier Rd Tatum, NM 88267	None		College Application Fees	75
<i>Total Scholarship Program</i>				<u>197,006</u>

Grand Totals

Total included on Form 990-PF, Page 11, Part XV, Line 3a

\$ 8,662,696

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Grants and Contributions Approved for Future Payment

<u>Recipient</u>	<u>Recipient Relationship</u>	<u>Tax Status</u>	<u>Purpose</u>	<u>Amount</u>
Boy Scouts of America Conquistador Council 2603 N Aspen Roswell, NM 88201	N/A	509a(1)	2013 Jamboree	\$ 32,000
Guidance Center of Lea County Inc 920 W Broadway Hobbs, NM 88240	N/A	509a(1)	Humphrey House Equipment	250,000
Habitat for Humanity International Inc PO Box 5833 Hobbs, NM 88241-5833	N/A	509a(1)	General Operating Support	305,081
Habitat for Humanity International Inc PO Box 5833 Hobbs, NM 88241-5833	N/A	509a(1)	House Construction	420,000
Hobbs Hispano Chamber of Commerce Foundation 113 N Shipp Hobbs, NM 88240	N/A	509a(1)	Mariachi Christmas	16,000
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	National Dance Institute	75,000
Hobbs Municipal Schools 1515 E Sanger PO Box 1030 Hobbs, NM 88241-1030	N/A	509a(1)	Teacher Mini-Grants	26,792
Lea County Commission for the Arts Inc PO Box 1974 Hobbs, NM 88241-1974	N/A	509a(2)	Executive Director	115,000
Lea County Museum Inc 103 S Love St Lovington, NM 88260-4218	N/A	509a(1)	Concert Series	60,000
MyPower Inc PO Box 1756 Hobbs, NM 88241	N/A	509a(1)	Executive Director & Quantum Learning Camp	230,179
New Mexico Junior College 5317 N Lovington Hwy Hobbs, NM 88240-9121	N/A	509a(1)	Western Heritage Museum Sign	75,000
Southwest Symphony PO Box 101 Hobbs, NM 88241-0101	N/A	509a(2)	General Operating Support	6,916
Texas Tech University PO Box 4009 Lubbock, TX 79409-4009	N/A	509a(1)	Summer Institute Program	325,000

Grand Total

\$ 1,936,967

Total included on Form 990-PF, Page 11, Part XV, Line 3b

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	J. F Maddox Foundation	75-6023767
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	PO Box 2588	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Hobbs NM 88241-2588	

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

0 4

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

- The books are in the care of ► **Kerri Frizzell**

Telephone No. ► **(575) 393-6338**FAX No. ► **(575) 397-7266**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15**, 20 **13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 **12** or

► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	305,648
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	371,356
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

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

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

Cat No 27916D

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	J. F Maddox Foundation	75-6023767
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
PO Box 2588		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Hobbs NM 88241-2588	

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

0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **Kerri Frizzell**
Telephone No. **(575) 393-6338** FAX No. **(575) 397-7266**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **November 15**, 20 **13**.
- 5 For calendar year **2012**, or other tax year beginning, 20, and ending, 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **Schedule K-1's from investment partnerships have not been received yet. As a result additional time is needed to prepare a complete and accurate return.**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	305,648
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	371,356
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Title **Vice President Finance/Treasurer/CFO**Date **8/2/13**