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

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

2012

Open to public inspection

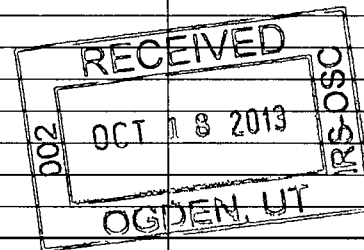
For calendar year 2012 or tax year beginning

, and ending

Name of foundation HIGGINS FOUNDATION		A Employer identification number 83-0321699
Number and street (or P O box number if mail is not delivered to street address) PO BOX 6769	Room/suite	B Telephone number 307-674-0848
City or town, state, and ZIP code SHERIDAN, WY 82801		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,519,074.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,000.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	42,275.	42,275.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	23,664.			
	b Gross sales price for all assets on line 6a	810,659.			
	7 Capital gain net income (from Part IV, line 2)		23,664.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	67,939.	65,939.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	2,000.	1,000.	1,000.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 3	1,709.	385.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 4	160.	160.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		3,869.	1,545.	1,000.
	25 Contributions, gifts, grants paid		116,250.		116,250.
26 Total expenses and disbursements Add lines 24 and 25		120,119.	1,545.	117,250.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<52,180.>			
b Net investment income (if negative, enter -0-)			64,394.		
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	134,944.	135,161.	135,161.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	1,410,362.	1,357,965.	1,383,913.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,545,306.	1,493,126.	1,519,074.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,545,306.	1,493,126.	
	30 Total net assets or fund balances	1,545,306.	1,493,126.	
31 Total liabilities and net assets/fund balances	1,545,306.	1,493,126.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,545,306.
2 Enter amount from Part I, line 27a	2	<52,180.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,493,126.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,493,126.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STCG-SCHEDULE ATTACHED		P	VARIOUS	VARIOUS
b LTCG-SCHEDULE ATTACHED		P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS				
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 22,659.		22,053.	606.
b 775,750.		764,942.	10,808.
c 12,250.			12,250.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			606.
b			10,808.
c			12,250.
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	23,664.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 (col. (b) divided by col. (c))
2011	105,450.	1,656,325.	.063665
2010	262,278.	1,691,293.	.155075
2009	159,591.	1,671,576.	.095473
2008	209,672.	2,411,575.	.086944
2007	211,281.	2,710,715.	.077943

2 Total of line 1, column (d)	2	.479100
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	.095820
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,535,631.
5 Multiply line 4 by line 3	5	147,144.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	644.
7 Add lines 5 and 6	7	147,788.
8 Enter qualifying distributions from Part XII, line 4	8	117,250.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,288.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,288.
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	1,288.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	918.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	600.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,518.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		230.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 230. Refunded <input type="checkbox"/>	11		0.

Part VII-A Statements Regarding Activities

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

N/A

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>N/A</u>	13	X	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>307-674-0848</u> Located at ► <u>PO BOX 6769, SHERIDAN, WY</u> ZIP+4 ► <u>82801</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	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	Yes	No 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
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
JOSEPH C. WIDENER	TRUSTEE			
105 SAPODILLA DRIVE				
ISLAMORADA, FL 33036	0.00	0.	0.	0.
TRACY WIDENER	TRUSTEE			
105 SAPODILLA DRIVE				
ISLAMORADA, FL 33036	0.00	0.	0.	0.

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

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

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

0

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

[illegible]

C

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	N/A	
2		
3		
4		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

Form **990-PF** (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,457,346.
b	Average of monthly cash balances	1b	101,670.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,559,016.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,559,016.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,385.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,535,631.
6	Minimum investment return . Enter 5% of line 5	6	76,782.

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	76,782.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,288.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,288.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,494.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,494.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	75,494.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	117,250.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions . Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	117,250.
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	5	0.
6	Adjusted qualifying distributions . Subtract line 5 from line 4	6	117,250.

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				75,494.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	20,697.			
b From 2008	89,749.			
c From 2009	76,344.			
d From 2010	178,177.			
e From 2011	23,523.			
f Total of lines 3a through e	388,490.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 117,250.				
a Applied to 2011, but not more than line 2a			0.	
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				75,494.
e Remaining amount distributed out of corpus	41,756.			
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:	430,246.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	20,697.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	409,549.			
10 Analysis of line 9:				
a Excess from 2008	89,749.			
b Excess from 2009	76,344.			
c Excess from 2010	178,177.			
d Excess from 2011	23,523.			
e Excess from 2012	41,756.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

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

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

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FLORIDA KEYS WILD BIRD REHAB CENTER 93600 OVERSEAS HWY TAVERNIER, FL 33070	NONE	501(C)(3)	NATIVE AND MIGRATORY WILD BIRD RESCUE, REHABILITATION AND RELEASE	16,250.
ISLAMORADA COMMUNITY ENTERTAINMENT, INC. PO BOX 1576 TAVERNIER, FL 33070	NONE	501(C)(3)	PERFORMING ARTS CENTER	70,000.
ISLAND DOLPHIN CARE 150 LORELAND PLACE KEY LARGO, FL 33037	NONE	501(C)(3)	DOLPHIN ASSISTED THERAPY TO CHILDREN	30,000.
Total				▶ 3a 116,250.
b Approved for future payment				
NONE				
Total				▶ 3b 0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
MORGAN KEEGAN DIVIDENDS	50,935.	12,250.	38,685.	
MORGAN KEEGAN INTEREST	3,590.	0.	3,590.	
TOTAL TO FM 990-PF, PART I, LN 4	54,525.	12,250.	42,275.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,000.	1,000.		1,000.
TO FORM 990-PF, PG 1, LN 16B	2,000.	1,000.		1,000.

FORM 990-PF	TAXES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	385.	385.		0.
EXCISE TAX	1,324.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,709.	385.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	160.	160.		0.
TO FORM 990-PF, PG 1, LN 23	160.	160.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,357,965.	1,383,913.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,357,965.	1,383,913.

Morgan Keegan & Company, Inc.

Proceeds from Broker and Barter Exchange Transactions

Account 31450471

2012 1099-B*

OMB No 1545-0715

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
FEDERATED TOTAL RETURN BOND FUND CLASS A / CUSIP: 31428Q820 / Symbol TLRX							
11 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
22 614	22 614	261 87	01/31/12	258 03	3 84	Sale	
22 050	22 050	255 34	02/29/12	252 25	3 09	Sale	
22 113	22 113	256 07	03/30/12	251 65	4 42	Sale	
21 195	21 195	245 44	04/30/12	242 89	2 55	Sale	
22 903	22 903	265 22	05/31/12	262 01	3 21	Sale	
24 354	24 354	282 02	06/29/12	278 85	3 17	Sale	
21 490	21 490	248 85	07/31/12	248 85	0 00	Sale	
20 503	20 503	237 42	08/31/12	237 63	-0 21	Sale	
19 549	19 549	226 38	09/28/12	227 35	-0 97	Sale	
22 831	22 831	264 38	10/31/12	265 75	-1 37	Sale	
22 953	22 953	265 80	11/30/12	266 94	-1 14	Sale	
242 555	242 555	2,808 79	VARIOUS	2,792 20	16 59	Total of 11 lots	

These columns are not reported to the IRS

NATIXIS LOOMIS SAYLES STRATEGIC INCOME A / CUSIP 543487284 / Symbol NEFZX

11 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
23 367	23 367	361 95	01/25/12	344 66	17 29	Sale	
30 883	30 883	478 38	02/24/12	465 72	12 66	Sale	
23 419	23 419	362 76	03/26/12	354 33	8 43	Sale	
27 473	27 473	425 56	04/24/12	412 10	13 46	Sale	
39 085	39 085	605 43	05/24/12	568 69	36 74	Sale	
28 033	28 033	434 23	06/25/12	413 21	21 02	Sale	
25 056	25 056	388 12	07/24/12	368 83	19 29	Sale	
27 375	27 375	424 04	08/23/12	410 63	13 41	Sale	
22 740	22 740	352 24	09/24/12	350 88	1 36	Sale	
23 957	23 957	371 09	10/23/12	369 17	1 92	Sale	
30 582	30 582	473 72	11/23/12	463 01	10 71	Sale	
301 970	301 970	4,677 52	VARIOUS	4,521 23	156 29	Total of 11 lots	

PIMCO TOTAL RETURN FUND CL-A / CUSIP 693390445 / Symbol PTTAX

13 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
21 728	21 728	246 18	01/31/12	241 61	4 57	Sale	
20 115	20 115	227 90	02/29/12	223 68	4 22	Sale	
25 298	25 298	286 63	03/30/12	280 55	6 08	Sale	

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** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS.

Less commissions

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No 1545-0715

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**

Report on Form 8949 Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale
or exchange

1e - Quantity

2a - Proceeds of
stocks, bonds, etc.1b - Date of
acquisition3 - Cost or
other basis

PTTAX (cont'd)

Gain or loss

Additional Information

Notes

These columns are not reported to the IRS

PIMCO TOTAL RETURN FUND CL-A / CUSIP 693390445 / Symbol, PTTAX (cont'd)

23 235	263.25	04/30/12	260.70	2.55	Sale
25 795	292.26	05/31/12	290.97	1.29	Sale
22 701	257.20	06/29/12	256.52	0.68	Sale
17 673	200.24	07/31/12	202.71	-2.47	Sale
18 862	213.71	08/31/12	216.91	-3.20	Sale
15 195	172.16	09/28/12	175.96	-3.80	Sale
15 840	179.47	10/31/12	183.59	-4.12	Sale
12 693	143.81	11/30/12	147.49	-3.68	Sale
49 841	564.70	12/12/12	566.19	-1.49	Sale
67 904	769.35	12/12/12	771.39	-2.04	Sale
336.880	3,816.86	VARIOUS	3,818.27	-1.41	Total of 13 lots

PIMCO UNCONSTRAINED BOND A / CUSIP 72201M479 / Symbol PUBAX

13 tax lots for 12/20/12. Total proceeds (and cost when required) reported to the IRS

1 481	17.24	01/31/12	16.31	0.93	Sale
4 646	54.08	02/29/12	51.25	2.83	Sale
8 303	96.65	03/30/12	91.66	4.99	Sale
7.511	87.43	04/30/12	83.82	3.61	Sale
7 908	92.05	05/31/12	89.44	2.61	Sale
6 010	69.96	06/29/12	68.33	1.63	Sale
2 976	34.64	07/31/12	34.14	0.50	Sale
2 370	27.59	08/31/12	27.30	0.29	Sale
2 153	25.06	09/28/12	25.06	0.00	Sale
3 038	35.36	10/31/12	35.48	-0.12	Sale
3 440	40.04	11/30/12	40.18	-0.14	Sale
5 277	61.42	12/12/12	61.48	-0.06	Sale
0 003	0.03	12/14/12	0.04	-0.01	Sale
55 116	641.55	VARIOUS	624.49	17.06	Total of 13 lots

TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP: 880208103 / Symbol TPINX

11 tax lots for 11/26/12. Total proceeds (and cost when required) reported to the IRS

15 264	206.98	01/19/12	192.94	14.04	Sale
14 719	199.59	02/17/12	193.70	5.89	Sale
14 719	199.59	03/19/12	194.44	5.15	Sale
15 049	204.06	04/18/12	195.18	8.88	Sale

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Less commissions

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No. 1545-0715

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS**

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP 880208103 / Symbol TPINX (cont'd)							
15 513	15 513	210 36	05/17/12	195 93	14 43	Sale	
15 648	15 648	212 19	06/19/12	196 70	15 49	Sale	
15 297	15 297	207 43	07/18/12	197 49	9 94	Sale	
15 019	15 019	203 66	08/17/12	198 25	5 41	Sale	
11 907	11 907	161 46	09/19/12	159 20	2 26	Sale	
11 872	11 872	160 98	10/17/12	159 68	1 30	Sale	
11 925	11 925	161 70	11/19/12	160 15	1 55	Sale	
156 932	156 932	2,128 00	VARIOUS	2,043 66	84.34	Total of 11 lots	

These columns are not reported to the IRS

SNOW CAPITAL ALL CAP VALUE FUND CLASS A / CUSIP 89833W386 / Symbol SNVAX

2 tax lots for 05/14/12 Total proceeds (and cost when required) reported to the IRS

05/14/12	37 361	697 94	05/08/12	698 27	-0 33	Sale	
	118 988	2,222 80	05/08/12	2,223 88	-1 08	Sale	
	156 349	2,920 74	VARIOUS	2,922 15	-1 41	Total of 2 lots	

Totals: 16,993.46 16,722.00 271.46

SHORT-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949, Part I, with Box B checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
FEDERATED TOTAL RETURN BOND FUND CLASS A / CUSIP 31428Q820 / Symbol TLRA							
4 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
12/20/12	5 310	61 49	12/30/11	59 84	1 65	Sale	
	22 568	261 34	12/30/11	254 57	6 77	Sale	
	29 103	337 01	12/30/11	327 99	9 02	Sale	
	40 130	464 71	12/30/11	452 27	12 44	Sale	
12/20/12	97 111	1,124 55	VARIOUS	1,094 67	29 88	Total of 4 lots	

These columns are not reported to the IRS

NATIXIS LOOMIS SAYLES STRATEGIC INCOME A / CUSIP 543487284 / Symbol NEFZX

12/20/12	82 385	1,276 14	12/20/11	1,173 16	102.98	Sale	
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** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS

Less commissions

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No 1545-0715

SHORT-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949, Part I, with Box B checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
PIMCO TOTAL RETURN FUND CL-A / CUSIP 693390445 / Symbol PTTAX							
2 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS.							
12/20/12	54 019	612 04	12/28/11	585 03	27 01	Sale	
	23 205	262 91	12/30/11	252 24	10 67	Sale	
	77 224	874 95	VARIOUS	837 27	37 68	Total of 2 lots	

PIMCO UNCONSTRAINED BOND A / CUSIP 72201M479 / Symbol PUBAX

2 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS

12/20/12	33 019	384 34	12/28/11	359 25	25 09	Sale	
	2 774	32 29	12/30/11	30 21	2 08	Sale	
	35 793	416 63	VARIOUS	389 46	27 17	Total of 2 lots	

PIONEER FUNDAMENTAL VALUE A / CUSIP 72387X109 / Symbol CVFCX

05/24/12	33 747	588 89	12/27/11	575 73	13 16	Sale	
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TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP 880208103 / Symbol TPINX

2 tax lots for 11/26/12 Total proceeds (and cost when required) reported to the IRS

11/26/12	24 144	327 39	12/19/11	296 97	30 42	Sale	
	75 549	1 024 44	12/19/11	929 25	95 19	Sale	
	99 693	1,351.83	VARIOUS	1,226 22	125 61	Total of 2 lots	

SNOW CAPITAL ALL CAP VALUE FUND CLASS A / CUSIP 89833W386 / Symbol SNVAX

05/14/12	1 733	32 37	12/28/11	34 15	-1 78	Sale	
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Totals:

5,330.66

334 70

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** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS.

Less commissions

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No 1545-0715

LONG-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949, Part II, with Box B checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
09/21/12	9,940 000	104,050 93	12/23/10	95,591.98	8,458 95	Sale	
FEDERATED TOTAL RETURN BOND FUND CLASS A / CUSIP 314280820 / Symbol TLRX							
8 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
4,240 882	49,109 41	50,000 00	06/27/11		-890 59	Sale	
0 455	5 27	5 10	06/30/11		0 17	Sale	
13 172	152 53	149 24	07/29/11		3 29	Sale	
12 171	140 94	137 78	08/31/11		3 16	Sale	
4,226 543	48,943 37	50,000 00	09/26/11		-1,056 63	Sale	
11 824	136 92	134 56	09/30/11		2 36	Sale	
22 131	256 28	251 85	10/31/11		4 43	Sale	
20 817	241 06	234 82	11/30/11		6 24	Sale	
8,547 995	98,985.78	100,913 35	VARIOUS		-1,927 57	Total of 8 lots	

HATTERAS LONG SHORT DEBT A / CUSIP 41902V500 / Symbol HFIAX

08/24/12 7,303.250 73,397 66 06/22/11 75,000 00 Sale

HATTERAS LONG/SHORT EQUITY A / CUSIP 41902V708 / Symbol: HLSAX

08/24/12 7,266 597 72,738 64 06/22/11 75,000 00 Sale

NATIXIS LOOMIS SAYLES STRATEGIC INCOME A / CUSIP 543487284 / Symbol NEFZX

13 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS

3,267 974	50,620 92	50,000 00	12/21/10		620 92	Sale	
15 017	232.61	224.51	01/25/11		8.10	Sale	
15 179	235.12	227 84	02/22/11		7.28	Sale	
14 571	225.70	219 00	03/22/11		6 70	Sale	
14 185	219.73	219 30	04/26/11		0 43	Sale	
14 406	223 15	222 57	05/24/11		0 58	Sale	
14 389	222 89	219 86	06/21/11		3 03	Sale	
14,305	221 58	222 15	07/26/11		-0 57	Sale	
15 248	236 19	226 13	08/23/11		10 06	Sale	
14 933	231 31	219 37	09/20/11		11 94	Sale	
3,355 705	51,979 87	50,000.00	09/26/11		1,979 87	Sale	
28 607	443 12	422 24	10/25/11		20 88	Sale	

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** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS.

Less commission

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No. 1545-0715

LONG-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949 Part II, with Box B checked

8 - Description / CUSIP / 1d - Symbol

These columns are not reported to the IRS

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
NATIXIS LOOMIS SAYLES STRATEGIC INCOME A / CUSIP 543487284 / Symbol NEFXZ (cont'd)							
12/20/12	40 155	622 00	11/22/11	572 61	49 39	Sale	
	6,824 674	105,714 19	VARIOUS	102,995.58	2,718.61	Total of 13 lots	
PIMCO TOTAL RETURN FUND CL-A / CUSIP 6933390445 / Symbol PTTAX							
10/08/12	4,306 632	50,000.00	09/27/11	48,148.15	1,851 85	Sale	
4 tax lots for 12/20/12. Total proceeds (and cost when required) reported to the IRS							
	4,637.912	52,547 54	09/27/11	51,851 86	695 68	Sale	
	2 032	23 02	09/30/11	21 92	1 10	Sale	
	21,643	245 22	10/31/11	236.13	9 09	Sale	
	23 901	270 80	11/30/11	257.65	13 15	Sale	
12/20/12	4,685 488	53,086 58	VARIOUS	52,367 56	719.02	Total of 4 lots	
	Security total:	103,086 58		100,515 71	2,570 87		
PIMCO UNCONSTRAINED BOND A / CUSIP 72201M479 / Symbol PUBAX							
13 tax lots for 12/20/12 Total proceeds (and cost when required) reported to the IRS							
	4,347 826	50,608 70	12/20/10	50,000 00	608 70	Sale	
	1.822	21 21	12/31/10	20 22	0 99	Sale	
	6 115	71 18	01/31/11	68.00	3 18	Sale	
	5 121	59 61	02/28/11	57.15	2 46	Sale	
	6 534	76 06	03/31/11	72 99	3 07	Sale	
	6 261	72 88	04/29/11	69.94	2 94	Sale	
	7 445	86 66	05/31/11	82.79	3 87	Sale	
	6 480	75 43	06/30/11	71.93	3 50	Sale	
	4 742	55.20	07/29/11	52.59	2 61	Sale	
	3 605	41 96	08/31/11	39.66	2 30	Sale	
	4 002	46 58	09/30/11	43.78	2 80	Sale	
	3 812	44 37	10/31/11	41 78	2 59	Sale	
	4,716	54 89	11/30/11	51 45	3 44	Sale	
12/20/12	4,408 481	51,314 73	VARIOUS	50,672 28	642 45	Total of 13 lots	
PIONEER FUNDAMENTAL VALUE A / CUSIP: 72387X109 / Symbol CVFCX							
2 tax lots for 05/24/12 Total proceeds (and cost when required) reported to the IRS.							
	1,998 332	34,870 89	05/25/10	32,313 03	2,557 86	Sale	

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax returns.

** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS

Less commissions.

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

(continued)

LONG-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949, Part II, with Box B checked

8 - Description / CUSIP / 1d - Symbol		2a - Proceeds of* 1e - Quantity - stocks, bonds, etc. 72387X109 / Symbol CVFCX (cont'd)		Date of acquisition		Cost or other basis		Gain or loss		Additional Information		Notes	
1a - Date of Sale or exchange													
PIONEER FUNDAMENTAL VALUE A / CUSIP 41 807	2,040 139	729 53	35,600 42	12/22/10	VARIOUS	757 54	33,070 57	-28 01	2,529 85	Sale	Total of 2 lots		
05/24/12													
RS VALUE FUND / CUSIP 74972H309 / Symbol: RSVAX	937 186	23,748 29		03/23/10		22,642 42		1,105 87	Sale				
03/27/12													
TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP: 880208103 / Symbol: TPINX													
21 tax lots for 11/26/12 Total proceeds (and cost when required) reported to the IRS													
1,753.156		23,772 79		04/26/10		25,000 00		-1,227 21	Sale				
6,611		89.65		05/19/10		87 66		1 99	Sale				
6,753		91.57		06/17/10		87 99		3 58	Sale				
6,769		91 79		07/19/10		88 33		3 46	Sale				
6,626		89 85		08/20/10		88 66		1 19	Sale				
6,573		89.13		09/17/10		89 00		0 13	Sale				
6,463		87 64		10/19/10		89 32		-1 68	Sale				
6,597		89 46		11/17/10		89.65		-0 19	Sale				
24,392		330 76		12/17/10		327 34		3 42	Sale				
6,736		91 34		01/20/11		91 20		0 14	Sale				
1,792.115		24,301 08		01/25/11		25 000 00		-698 92	Sale				
13 378		181.41		02/17/11		181 14		0 27	Sale				
13 568		183 98		03/17/11		181 81		2 17	Sale				
13 138		178 15		04/19/11		182 49		-4 34	Sale				
13 281		180 09		05/18/11		183 14		-3 05	Sale				
13 291		180 23		06/17/11		183 81		-3 58	Sale				
13 290		180 21		07/19/11		184 47		-4 26	Sale				
13 484		182 84		08/17/11		185 14		-2 30	Sale				
13 960		189 30		09/19/11		185.81		3 49	Sale				
14 369		194 84		10/19/11		186 51		8 33	Sale				
14 570		197 57		11/17/11		187 23		10 34	Sale				
3,759 120		50,973.68		VARIOUS		52,880 70		-1,907 02	Total of 21 lots				
11/26/12													
THORNBURG CORE GROWTH FUND CL A / CUSIP: 885215582 / Symbol: THCGX													
02/06/12		2,149 246		03/25/10		32,367 64		5,373 12	Sale				

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax returns.

**For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS.

Less commissions

Morgan Keegan & Company, Inc.

Account 31450471

Proceeds from Broker and Barter Exchange Transactions

2012 1099-B*

(continued)

OMB No 1545-0715

LONG-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS**

Report on Form 8949, Part II, with Box B checked

8 - Description / CUSIP / 1d - Symbol

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS		Notes
				Cost or other basis	Gain or loss	
05/14/12	984 860	18,398 07	01/26/11	23,291 94	-4,893 87	Sale
Totals:		775,749 73		764,942 17	10,807 56	

* This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. Remember, taxpayers are ultimately responsible for the accuracy of their tax returns.

** For NONCOVERED lots, values for Date of acquisition, Cost or other basis and Wash sale loss disallowed are provided for your reference and are NOT reported to the IRS.

Less commissions

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. HIGGINS FOUNDATION	Employer identification number (EIN) or 83-0321699
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 6769	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SHERIDAN, WY 82801	

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

04

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

THE FOUNDATION

- The books are in the care of ► **PO BOX 6769 - SHERIDAN, WY 82801**
Telephone No ► **307-674-0848** FAX No ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning , and ending

- 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	\$	1,518.
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	\$	918.
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	\$	600.

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.

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

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 ☒ **X**

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).

		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
	HIGGINS FOUNDATION		83-0321699
	Number, street, and room or suite no. If a P.O. box, see instructions		Social security number (SSN)
	PO BOX 6769		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	SHERIDAN, WY 82801		

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-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 FOUNDATION

- The books are in the care of **PO BOX 6769 - SHERIDAN, WY 82801**

Telephone No **307-674-0848**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2013.**

5 For calendar year **2012**, or other tax year beginning , and ending .

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

ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY 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	\$	1,518.
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	\$	1,518.
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 **Aaron C. Carter** Title **CPA**

Date **7/15/13**