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

OMB No 1545-0052

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.

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation Kenneth Kendal King Foundation		A Employer identification number 84-1148157
Number and street (or P O box number if mail is not delivered to street address) 100 Fillmore Street, 5th Floor	Room/suite	B Telephone number 303-832-3200
City or town, state, and ZIP code Denver, CO 80206		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 36,955,780	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,770.	1,770.		
	4 Dividends and interest from securities	1,000,688.	1,000,688.		
	5a Gross rents	142,000.	142,000.		
	b Net rental income or (loss) <45,951.>				
	6a Net gain or (loss) from sale of assets not on line 10	<47,217.>			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	90,506.	90,506.		Statement 1	
12 Total. Add lines 1 through 11	1,187,747.	1,234,964.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	613,664.	130,062.		483,602.
	14 Other employee salaries and wages	166,650.	58,726.		107,924.
	15 Pension plans, employee benefits	129,339.	60,268.		69,071.
	16a Legal fees				
	b Accounting fees Stmt 2	27,500.	8,250.		19,250.
	c Other professional fees Stmt 3	4,468.	0.		4,468.
	17 Interest	12,377.	12,377.		0.
	18 Taxes Stmt 4	81,875.	24,207.		7,668.
	19 Depreciation and depletion	65,378.	32,465.		
	20 Occupancy	38,431.	0.		38,431.
	21 Travel, conferences, and meetings	36,220.	0.		36,220.
	22 Printing and publications				
	23 Other expenses Stmt 5	371,830.	104,721.		267,109.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,547,732.	431,076.		1,033,743.
	25 Contributions, gifts, grants paid	1,030,044.			1,030,044.
26 Total expenses and disbursements. Add lines 24 and 25	2,577,776.	431,076.		2,063,787.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<1,390,029.>				
b Net investment income (if negative, enter -0-)		803,888.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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		233,854.	96,655.	96,655.
	3	Accounts receivable ▶ 8,000.				
		Less: allowance for doubtful accounts ▶ 7,500.		7,145.	500.	500.
	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 ▶ 6,433.	Statement 6			
		Less: allowance for doubtful accounts ▶ 0.		9,130.	6,433.	6,433.
	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 7		29,553,571.	28,359,843.	30,815,930.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶ 1,880,620.					
	Less: accumulated depreciation Stmt 8 ▶ 679,199.		1,233,748.	1,201,421.	3,952,822.	
12	Investments - mortgage loans					
13	Investments - other Stmt 9		149,529.	151,029.	244,750.	
14	Land, buildings, and equipment basis ▶ 1,461,774.					
	Less: accumulated depreciation Stmt 10 ▶ 581,814.		913,013.	879,960.	1,461,774.	
15	Other assets (describe ▶ Statement 11)		360,296.	376,916.	376,916.	
16	Total assets (to be completed by all filers)		32,460,286.	31,072,757.	36,955,780.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ Security deposits)		5,000.	7,500.	
23	Total liabilities (add lines 17 through 22)		5,000.	7,500.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	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		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		32,455,286.	31,065,257.		
30	Total net assets or fund balances		32,455,286.	31,065,257.		
31	Total liabilities and net assets/fund balances		32,460,286.	31,072,757.		

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	32,455,286.
2	Enter amount from Part I, line 27a	2	<1,390,029.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	31,065,257.
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	31,065,257.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly traded securities		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			<47, 217.>	
b				
c				
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			<47, 217.>	
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	<47, 217.>	
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	2,256,487.	36,583,370.	.061681
2010	1,665,765.	32,130,253.	.051844
2009	2,042,682.	25,847,812.	.079027
2008	2,829,999.	35,263,789.	.080252
2007	2,360,547.	52,324,664.	.045113
2 Total of line 1, column (d)			2 .317917
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 .063583
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 37,606,335.
5 Multiply line 4 by line 3			5 2,391,124.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,039.
7 Add lines 5 and 6			7 2,399,163.
8 Enter qualifying distributions from Part XII, line 4			8 2,063,787.

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	16,078.
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	16,078.
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	16,078.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	90,992.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	90,992.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	74,914.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	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
1b 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
1c 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? 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?	N/A	
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) ☐ <u>CO</u>		
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

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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 kennethkingfoundation.org	13	X	
14	The books are in care of Kenneth Kendal King Foundation Telephone no. 303-832-3200 Located at 100 Fillmore Street, 5th Floor, Denver, CO ZIP+4 80206			
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?	X	No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	X	No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X	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)?	X	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.)		X
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	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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? If "Yes," list the years		X
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	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.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		X
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	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?	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)?

5b

x

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

6b

x

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

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

7b

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.

(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 12		613,664.	71,058.	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
Brad Sweeney - 100 Fillmore St., 5th Floor, Denver, CO 80206	Office Manager	56,760.	11,428.	0.

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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.

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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	1a	37,843,971.
b	Average of monthly cash balances	1b	335,049.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	38,179,020.
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	38,179,020.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	572,685.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,606,335.
6	Minimum investment return. Enter 5% of line 5	6	1,880,317.

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	1,880,317.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	16,078.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,078.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,864,239.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,864,239.
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	1,864,239.

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	2,063,787.
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	2,063,787.
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	2,063,787.

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				1,864,239.
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				
b From 2008				
c From 2009				
d From 2010				
e From 2011	261,945.			
f Total of lines 3a through e	261,945.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 2,063,787.				
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				1,864,239.
e Remaining amount distributed out of corpus	199,548.			
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	461,493.			
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	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	461,493.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	261,945.			
e Excess from 2012	199,548.			

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)

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

Tax year

(a) 2012

(b) 2011

Prior 3 years

(c) 2010

(d) 2009

(e) Total

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**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
Denver Museum of Nature and Science 2001 Colorado Blvd. Denver, CO 80205		501(c)(3)	Education Center	50,000.
Rocky Mountain Multiple Sclerosis Center 8845 Wagner St. Westminster, CO 80031		501(c)(3)	Matching grant to help purchase building	52,500.
Sigma Chi Foundation 1714 Hinman Ave. Evanston, IL 60201		501(c)(3)	General operating grant	55,000.
University of Colorado Hospital Foundation P.O. Box 6510 Msc F485 %Joseph P Thurston Aurora, CO 80045		501(c)(3)	Behind the Curtain Event for prostate cancer awareness	10,000.
Total from continuation sheets				167,500.

Form 990-PF

Other Income

Statement 1

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Securities litigation proceeds	73,749.	73,749.	
Miscellaneous	1,847.	1,847.	
Oil and gas royalties	14,107.	14,107.	
Note receivable interest	803.	803.	
Total to Form 990-PF, Part I, line 11	90,506.	90,506.	

Form 990-PF

Accounting Fees

Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Avocet Accounting	27,500.	8,250.		19,250.
To Form 990-PF, Pg 1, ln 16b	27,500.	8,250.		19,250.

Form 990-PF

Other Professional Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Unified Trust	4,468.	0.		4,468.
To Form 990-PF, Pg 1, ln 16c	4,468.	0.		4,468.

Form 990-PF	Taxes		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Property taxes (Erie & Estes Park)	13,148.	5,480.		7,668.
Excise taxes	50,000.	0.		0.
Oil & gas taxes	1,936.	1,936.		0.
Property taxes (900 Penn)	9,364.	9,364.		0.
Property taxes (901 Penn)	7,427.	7,427.		0.
To Form 990-PF, Pg 1, ln 18	81,875.	24,207.		7,668.

Form 990-PF	Other Expenses		Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Auto	4,401.	0.		4,401.
Dues and subscriptions	9,690.	0.		9,690.
Life insurance premiums	176,350.	0.		176,350.
Other insurance	24,723.	0.		24,723.
Information technology	3,340.	0.		3,340.
Office expenses	22,957.	0.		22,957.
Repairs and maintenance	1,212.	0.		1,212.
Auto - Estes Park Conference Center	1,800.	0.		1,800.
Dues and subscriptions - Estes Park Conference Center	410.	0.		410.
Other insurance - Estes Park Conference Center	13,800.	0.		13,800.
Other expenses - Estes Park Conference Center	735.	0.		735.
Repairs and maintenance - Estes Park Conference Center	7,691.	0.		7,691.
Real estate expenses - Erie	541.	541.		0.
Real estate expenses - Grass Valley	72.	72.		0.
Other rental expenses	86,903.	86,903.		0.
Other rental expenses	17,205.	17,205.		0.
To Form 990-PF, Pg 1, ln 23	371,830.	104,721.		267,109.

Form 990-PF	Other Notes and Loans Receivable	Statement	6
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Description	Balance Due	Doubtful Acct Allowance	FMV of Loan
Brad Sweeney	6,433.	0.	6,433.
Total to Fm 990-PF, Part II, ln 7	6,433.	0.	6,433.

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
Chevron Corp	3,544,722.	4,325,600.
Coca Cola Co	5,919,640.	7,250,000.
Conoco Phillips Corp	3,285,031.	3,740,355.
Kraft Foods Group	1,253,301.	1,667,204.
McDonalds Corp	4,028,253.	4,410,500.
Mondelez Intl Corp	2,334,998.	2,799,852.
Philip Morris Intl	2,583,310.	3,178,320.
Abbott Labs	488.	655.
Altria Group Inc	254.	314.
American Express Co	459.	575.
Ameristar Casinos Inc	168.	262.
Anglogold Ashanti Limited	467.	314.
Apple Inc	343.	532.
Arcos Dorados	2,119,289.	932,880.
AT&T Inc	397.	337.
Bank of America Corp	100.	116.
Bristol-Myers Squibb	267.	326.
Chesapeake Energy	1,482,668.	1,163,400.
Chevron Corp	1,009.	1,081.
Cisco Systems	218.	196.
Citigroup Inc	61.	40.
Coca Cola Co	758.	725.
Coffee Holding Co, Inc	80.	70.
Conoco Phillips Corp	569.	580.
Corning Inc	123.	126.
Crocs Incorporated	169.	144.
Darling Intl Inc	190.	160.
Diamond Foods Inc	1,136,941.	820,200.
Eli Lilly & Co	355.	493.
Exxon Mobil Corporation	853.	866.
Facebook Inc	296.	266.
Ford Motor	198.	130.
Forest Labs Inc	325.	353.
General Electric Co	213.	210.
General Motors Company	395.	288.

Kenneth Kendal King Foundation

84-1148157

Glaxo Smith Kline PLC	276.	304.
Hewlett Packard Co	432.	143.
Intl Business Machines	1,960.	1,916.
Johnson & Johnson	614.	701.
Kraft Foods Group	99.	136.
Las Vegas Sands Corp	1,530.	462.
Lee Enterprises Inc	646,617.	501,600.
Marathon Pete Corp	141.	252.
McDonalds Corp	752.	882.
Merck & Co Inc	382.	409.
MGM Resorts International	123.	116.
Mondelez Intl Corp	205.	255.
Morgan Stanley	150.	191.
Novartis AG	577.	633.
Pepsico Inc	655.	684.
Petroleo Brasileiro	389.	195.
Pfizer Inc	192.	251.
Philip Morris Intl	603.	836.
Phillips 66	337.	531.
Salesforce.com Inc	1,480.	1,681.
Sanofi	329.	474.
Sirius XM Radio Inc	36.	29.
Starbucks Corp	337.	536.
Sunrise Senior Living Inc	114.	144.
Teck Resources Ltd	647.	364.
Union Pac Corp	982.	1,257.
Wal-Mart Stores	561.	682.
Walgreen Co	422.	370.
Wells Fargo Company	250.	342.
Wendy's Company	51.	47.
Whole Foods Mkt Inc	495.	912.
Wynn Resorts Ltd	1,197.	1,125.
Total to Form 990-PF, Part II, line 10b	28,359,843.	30,815,930.

Form 990-PF Depreciation of Assets Held for Investment Statement 8

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Land	752,789.	0.	752,789.
Buildings	833,518.	506,446.	327,072.
Furniture & fixtures	111,677.	86,326.	25,351.
Building improvements	182,636.	86,427.	96,209.
Total to Fm 990-PF, Part II, ln 11	1,880,620.	679,199.	1,201,421.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
Wetar III Partnership	COST	79,396.	173,117.
Mineral interests	COST	1,260.	1,260.
Oil interests	COST	720.	720.
Artwork/collectibles	COST	69,653.	69,653.
Total to Form 990-PF, Part II, line 13		151,029.	244,750.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	10
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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Land	383,246.	0.	383,246.
Buildings	873,567.	413,491.	460,076.
Building improvements	69,351.	50,682.	18,669.
Furniture & fixtures	69,924.	63,317.	6,607.
Machinery & equipment	37,358.	25,996.	11,362.
Vehicles	28,328.	28,328.	0.
Total To Fm 990-PF, Part II, ln 14	1,461,774.	581,814.	879,960.

Form 990-PF	Other Assets	Statement	11
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Cash surrender value of life insurance policy	360,296.	376,916.	376,916.
To Form 990-PF, Part II, line 15	360,296.	376,916.	376,916.

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 12

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Robert F. Sweeney 100 Fillmore St., 5th Floor Denver, CO 80206	President & Chairman 40.00	330,264.	30,976.	0.
Janice Fritsch 100 Fillmore St., 5th Floor Denver, CO 80206	Vice President & Secretary 40.00	133,500.	17,242.	0.
Minnie P. Lundberg 100 Fillmore St., 5th Floor Denver, CO 80206	Treasurer 2.00	88,780.	22,840.	0.
Joe Kelly (deceased 8/13/12) 100 Fillmore St., 5th Floor Denver, CO 80206	Vice President 2.00	15,280.	0.	0.
Jay Davidson 100 Fillmore St., 5th Floor Denver, CO 80206	Director 2.00	15,280.	0.	0.
Matthew R. Banner, III 100 Fillmore St., 5th Floor Denver, CO 80206	Director 2.00	15,280.	0.	0.
Timothy Welker 100 Fillmore St., 5th Floor Denver, CO 80206	Director 2.00	15,280.	0.	0.
John Love 100 Fillmore St., 5th Floor Denver, CO 80206	Director 2.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		613,664.	71,058.	0.

Agency Name	Payee Address	Program Name	Amount of Funding
1311 York Street Club, Inc.	1311 York Street Denver, CO 80206	For flooring	\$2,500.00
32nd Avenue Jubilee Center	222 West 32nd Street Denver, CO 80211	General operating expenses.	\$1,500.00
Ability Consultants	426 S. Madison Street Cortez, CO 81321	General operating expenses.	\$1,500.00
ACE Scholarships, Alliance for Choice in Education	1201 E. Colfax Avenue, Suite 302 Denver, CO 80218	General operating expenses.	\$2,500.00
Agape Evangelical Church	PO Box 461262 Aurora, CO 80046	For ESL classes, computer training and cultural training.	\$2,500.00
Alice Lloyd College	100 Purpose Road Pippa Passes, KY 41844	General operating expenses.	\$1,500.00
AMC Cancer Fund	3401 Quebec Street, Suite 3200 Denver, CO 80207	Matching Funds	\$1,500.00
American Council of Young Political Leaders	2131 K Street NW Washington, DC 20037	General operating expenses	\$500.00
American Diabetes Association - Colorado Chapter	2480 West 26th Avenue, Suite 120B Denver, CO 80211	For the Tour de Cure, sponsoring Janice Fntsch and Becky Wiggins.	\$300.00
Anchor Center for Blind Children	2550 Roslyn Street Denver, CO 80238	General operating expenses.	\$5,000.00
ARCS Foundation, Inc.	PO Box 460874 Denver, CO 80246	For an academic scholarship for the 2012 academic year.	\$5,000.00
Assistance League of Colorado Springs	211 East Castilla Street Colorado Springs, CO 80903	For Operation School Bell	\$1,500.00
Audio Information Network of Colorado	2200 Central Avenue, Suite A Boulder, CO 80301	General operating expenses.	\$2,500.00
Augusta Wallihan Chapter of Daughters for the American Revolution	1212 Rose Street Craig, CO 81625	For the Lay school restoration.	\$1,500.00
Auraria Library	1100 Lawrence Street Denver, CO 80204	To advance programmatic mission of Center for Colorado and the West. History, media, education student stipends to advance 4th grade Colorado history initiative, ensuring statewide impact.	\$100,000.00
Awaken Africa	PO Box 18328 Denver, CO 80218	General operating expenses.	\$500.00
Betty Ford Alpine Gardens	183 Gore Creek Drive Vail, CO 81657	General operating expenses.	\$1,500.00
Book Trust	201 Linden Street Fort Collins, CO 80524	General operating expenses.	\$500.00
Boulder Competitive Girls Softball	2805 Wilderness Place Boulder, CO 80301	to support the Colorado Stars-Lindstrom 16A girls competitive softball team.	\$500.00
Boulder Shelter for the Homeless	4869 North Broadway Boulder, CO 80304	General operating expenses.	\$1,500.00
Boys and Girls Club of Larimer County	103 Smokey Street Fort Collins, CO 80525	General operating expenses.	\$1,500.00
Boys and Girls Club of Northwest Colorado	PO Box 1251 Craig, CO 81626	General operating expenses.	\$2,500.00
Boys and Girls Club of South Park	PO Box 2167 815 Castello Avenue Fairplay, CO 80440	For the Totes of Hope backpack food program serving 6-18 year olds in South Park.	\$1,000.00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Boys and Girls Clubs of San Luis Valley	1115 Tenth Street PO Box 1032 Alamosa, CO 81101	General operating expenses.	\$2,500.00
Broadway Assistance Center	1212 Mariposa Street Denver, CO 80204	General operating expenses.	\$1,500.00
Broomfield Choral Festival	10445 Jellison Way Westminster, CO 80021	For their community-wide concert	\$500.00
Broomfield Council on the Arts & Humanities	PO Box 681 Broomfield, CO 80038-0681	General operating expenses.	\$2,500.00
Cancer League of Colorado	PO Box 5373 Englewood, CO 80155-5373	Research grant awards, \$5,000; Fundraising dinner: \$5,000	\$9,000.00
Canon City Golden Age Council, Inc.	728 Main Street Canon City, CO 81212	for the senior nutrition program	\$1,500.00
Capital Research Center	1513 16th Street N.W Washington, D C. 20036-1480	General operating expenses.	\$250.00
Capitol Hill Community Services	4000 E. Quincy Avenue Englewood, CO 80113	For the feeding program for low income and homeless individuals.	\$20,000.00
Capitol Hill United Neighborhoods	1290 Williams Street, Suite 101 Denver, CO 80218-2657	For the Cathedral High School Restoration Fund.	\$1,000.00
Care And Share Food Bank for Southern Colorado	2605 Preamble Point Colorado Springs, CO 80915	General operating expenses.	\$2,500.00
Carin Clinic	5150 Allison Street Arvada, CO 80002	General operating expenses.	\$1,000.00
Catholic Charities and Community Services of the Archdiocese of Denver, dba Catholic	2525 West Alameda PO Box 190202 Denver, CO 80219	Matching grant as part of Archbishop's breakfast	\$2,500.00
Catholic Worker Soup Kitchen	c/o Charles T. Alderman 6127 Coors Way Arvada, CO 80004	General operating expenses.	\$2,500.00
Center for American Values, Inc.	101 S Main Street, Suite 100 Pueblo, CO 81003	General operating expenses.	\$5,000.00
Challenge Denver	1115 Grant Street Denver, CO 80203	Program and general operating expenses	\$1,500.00
Cherry Creek High School Meistersingers	9300 E. Union Avenue Englewood, CO 80111	For 2012 performances.	\$500.00
Child & Migrant Services (CMS)	721 Peach Avenue P.O. Box 1038 Pallade, CO 81526	For matching grant from Anschutz Family Foundation.	\$2,500.00
Children's Hospital Colorado Foundation	1245 East Colfax Avenue, Suite 400 Denver, CO 80218	Amanda's Angel's program	\$2,500.00
Children's Kiva Montessori Preschool	PO Box 1417 1204 E. Empire Street Cortez, CO 81321	General operating expenses.	\$1,500.00
Christ's Body Ministries	850 Lincoln Street PO Box 18834 Denver, CO 80218-0834	General operating expenses.	\$1,000.00
Church of the Holy Ghost	1900 California Street Denver, CO 80202	Social Ministry Office	\$2,000.00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Clinica Colorado	8406 Clay Street Westminster, CO 80031	General operating expenses	\$1,500.00
Cocktails for a Cause	1690 S. Garfield Street Denver, CO 80210	Administrative costs of putting on 3 events a year, including computer software, data-processing, training and printed materials.	\$1,500 00
Colorado Ballet	1278 Lincoln Street Denver, CO 80203	General operating expenses.	\$2,500.00
Colorado Farm to Table	PO Box 826 Salida, CO 81201	General operating expenses	\$1,500 00
Colorado Homeless Families, Inc.	7447 West 61st Avenue Arvada, CO 80003	General operating expenses.	\$5,000 00
Colorado KidSight	CO	General operating expenses.	\$10,000 00
Colorado Lions Foundation	PO Box 574 Florence, CO 81226	For the High Park Fire Fund (Fort Collins).	\$2,500 00
Colorado Nonprofit Association	455 Sherman Street, Suite 207 Denver, CO 80203	For the 2012 Nonprofit Collaboration Prize.	\$2,500 00
Colorado Oral Deaf Preschool	8081 E. Orchard Road, Suite 280 Greenwood Village, CO 80111	General operating expenses.	\$1,500.00
Colorado State Fair	800 18th Street, Suite 800 Denver, CO 80202	For Bob's participation in the Denver Rustlers Junior Livestock Sale program.	\$410 00
Colorado State Fair	800 18th Street, Suite 800 Denver, CO 80202	Purchasing a goat for the youth.	\$250.00
Colorado State University Foundation	102 Administration Bldg. Fort Collins, CO 80523	To support the Colorado State University marching band.	\$2,500 00
Colorado Symphony Association	Boettcher Concert Hall Denver Performing Arts Complex 1000 14th Street, #15 Denver, CO 80202-2333	General operating expenses.	\$25,000.00
Colorado United Irish Societies	C/o Pat McCullough 2240 S. Clarkson Street Denver, CO 80210	For the Irish Movie Expo	\$1,500.00
Come Lets Dance	PO Box 770172 Steamboat Springs, CO 80477-0172	For scholarships within the Global Livingston Institute.	\$2,500 00
Community College of Aurora Foundation	16000 East CentreTech Parkway, A200D Aurora, CO 80011-9036	General operating expenses.	\$1,000 00
Community First Foundation	6870 W. 52nd Avenue, Suite 103 Arvada, CO 80002	Matching funds for the Colorado Gives Day Campaign	\$2,500.00
Community Resource Center	655 Broadway Suite 300 Denver, CO 80203-3426	For the King Foundation's 2012 Rural Philanthropy Days.	\$10,000.00
Cottonwood Institute	PO Box 7067 Denver, CO 80207	General operating expenses.	\$2,500 00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Creative Growth, Inc.	9745 W. 77th Drive Arvada, CO 80005	General operating expenses.	\$500.00
Cross D Bar Recreation Foundation	2299 County Road 328 Westcliffe, CO 81252	General operating expenses.	\$1,500.00
Crossroads of the Rockies	2707 West Mississippi Avenue Denver, CO 80219	General operating expenses to match Cherry Hills Community Church grant challenge	\$1,500.00
Denver Health Foundation	655 Broadway, Suite 750 Denver, CO 80203	For the Patient Assistance Fund or Strear Family Garden.	\$10,000.00
Denver Homeless VOICE	999 18th Street, Suite 1440 Denver, CO 80202	General operating expenses.	\$1,500.00
Denver Hospice	501 South Cherry Street, Suite 700 Denver, CO 80246-1328	General operating expenses.	\$10,000.00
Denver Kids, Inc.	1330 Fox Street, 2nd Floor South Denver, CO 80204	General operating expenses.	\$2,500.00
Denver Lync Opera Guild	PO Box 339 Englewood, CO 80151	To support the 2012 Competition.	\$10,000.00
Denver Santa Claus Shop	PO Box 102104 Denver, CO 80250-2104	For toys for 2012 Christmas for underpriveleged children	\$1,000.00
Denver Scholarship Foundation	303 E. 17th Avenue, Suite 200 Denver, CO 80203	General operating expenses.	\$1,500.00
Denver Urban Ministries	1717 East Colfax Avenue Denver, CO 80218-2508	General operating expenses.	\$2,500.00
Desert Edge Therapy	538 36 5/8 Road Palisade, CO 81526	General operating expenses.	\$1,500.00
Developmental Disabilities Center Imagine	1400 Dixon Street Lafayette, CO 80026-2790	for the Bob and Judy Charles SmartHome, the first residential facility in the nation to use technology in a comprehensive way to enhance the independence and self-sufficiency of individuals with developmental disabilities	\$5,000.00
Doctors Care	609 W. Littleton Blvd., Suite 100 Littleton, CO 80120	General operating expenses	\$2,500.00
Dolls for Daughters	PO Box 202095 Denver, CO 80220	For the annual holiday toy drive.	\$500.00
Doors 2 Success	1011 North 10th Street Grand Junction, CO 81501	To support the Next Step program, serving 40 homeless families	\$1,500.00
Dress for Success Denver	1510 High Street, 2nd Floor Denver, CO 80218	Encouragement grant.	\$1,500.00
East High School	1600 City Park Esplanade Denver, CO 80206	For Ipads for disabled students and shoulder pads for the East football team, Mr. Kings alma mater	\$2,500.00

Agency Name	Payee Address	Program Name	Amount of Funding
East High School - State Constitutional Scholars Team	1600 City Park Esplanade Denver, CO 80206	To support the State Constitutional Scholars Team 'We the People.. the Citizen and Constitution' National Competition in Washington D.C. in 2012.	\$2,500 00
Ecumenical Social Ministries	201 North Weber Street Colorado Springs, CO 80903	General operating expenses	\$500.00
Education and Life Training Center	401 Linden Street Ft. Collins, CO 80524	General operating expenses.	\$1,500.00
Empowerment International	PO Box 1215 Lyons, CO 80540-1215	Encouragement grant.	\$1,500 00
Ensign Skills Center	3307 South College Avenue Suite 108 Fort Collins, CO 80525	For nursing home visitation screening program.	\$2,500.00
Excelsior! Youth Centers	15001 East Oxford Avenue Aurora, CO 80014	For the Aftercare Mentor Fund.	\$2,500.00
Fairmont Heritage Foundation	CO	General operating expenses, including helping the Riverside cemetery	\$2,500 00
Families First	2163 S Yosemite Street Denver, CO 80231-3322	General operating expenses	\$3,000.00
FASB Fitness Festival Inc.	8390 East Crescent Parkway Greenwood Village, CO 80111	to support the 2012 Fitness Festival benefitting the Community Asset Project for Cherry Creek Public Schools.	\$10,000 00
Father Woody's Haven of Hope	1101 W. 7th Avenue Denver, CO 80204	Encouragement grant	\$1,500 00
Florence Crittenton Services of Colorado	55 S. Zuni Street Denver, CO 80223-1208	General operating expenses	\$5,000 00
Food Bank of the Rockies	10700 East 45th Avenue Denver, CO 80239	Thanksgiving Share Project, 2012	\$1,000.00
Fostering Hope	c/o Colarelli Family Foundation 3055 Sunnybrook Lane Colorado Springs, CO 80904	General operating expenses.	\$2,500.00
Freedom to Cowboy Therapeutic Riding Center	42510 County Road V Akron, CO 80720	General operating expenses.	\$500.00
Friends of Arrow Root	PO Box 24 Arrowrock, MO 65320	50th Anniversary Capital Campaign	\$200 00
Friends of Colorado Libraries	2207 Bluebell Avenue Boulder, CO 80302	Encouragement grant.	\$2,500.00
Friends of Moffat County Education	PO Box 985 Craig, CO 81626	To support education efforts in Moffat county.	\$1,000 00
Friends of Nursing	3412 South Race Street Englewood, CO 80113	To support the 2012 fundraiser to fund scholarships for eight Colorado schools	\$1,000 00
Friends of Slavens School	3000 S Clayton Street Denver, CO 80210	to support music and music theater program	\$1,500.00
George Washington's Mount Vernon Estate and Gardens	PO Box 1594 Merrifield, Virginia 22116-1594	General operating support - matching grant	\$500 00

Agency Name	Payee Address	Program Name	Amount of Funding
Global Livingston Institute	2649 Champa Street Denver, CO 80205	Hosting the Bishop of Rwanda at a dinner with community leaders from Denver on 10/18/2012.	\$978.80
Global Livingston Institute	2649 Champa Street Denver, CO 80205	to support projects such as Sonrise Academy in Rwanda.	\$1,500.00
Goodwill Industries of Denver	6850 North Federal Boulevard Denver, CO 80221	For the August 27, 2012 Golf Tournament	\$900.00
Goodwill Industries of Denver	6850 North Federal Boulevard Denver, CO 80221	Matching funds from luncheon on April 25, 2012.	\$2,500.00
Goodwill Industries of Denver	6850 North Federal Boulevard Denver, CO 80221	To support Youth Career Development Programs that help at-risk students graduate from high school and prepare for work or college. The program supports 28 area high schools.	\$35,000.00
Grand Junction Symphony Orchestra	225 North 5th Street, Suite 120 Grand Junction, CO 81501	To help cover expenses not covered by ticket sales, general operating and program expenses	\$2,500.00
Grand Valley Catholic Outreach	245 S. First Street Grand Junction, CO 81501	General operating expenses.	\$2,500.00
Hands of the Carpenter	1455 Ammons Street, Suite 201 Lakewood, CO 80214	General operating expenses.	\$1,000.00
Haven House	4806 North River Road Olathe, CO 81425	General operating expenses.	\$2,500.00
Help the Needy	PO Box 644 Woodland Park, CO 80866	General operating expenses.	\$1,500.00
High Desert Opera	360 Ouray Avenue Grand Junction, CO 81501	For the summer production, G. Denezetti's 'The Elixir of Love.'	\$1,500.00
Highlands Presbyterian Camp	PO Box 68 Allenspark, CO 80510	General operating expenses.	\$1,000.00
Hospice of St. John Foundation	1320 Everett Court Lakewood, CO 80215	General operating expenses.	\$2,500.00
Iliff School of Theology	2201 South University Blvd. Denver, CO 80210	To renovate their elevator in the main building	\$10,000.00
Inner City Health Center	3405 Downing Street Denver, CO 80205	General operating expenses.	\$2,500.00
Inner-City Christian School Partnership	3560 Josephine Street Denver, CO 80205-2224	General operating expenses	\$2,500.00
Intercambio de Comunidades	4735 Walnut Street, Suite B Boulder, CO 80301	General operating expenses	\$1,500.00
Interfaith Hospitality Network of Colorado Springs	519 N Tejon Colorado Springs, CO 80903	General operating expenses.	\$1,500.00
Koshare Indian Museum	115 West 18th Street P O Box 580 La Junta, CO 81050	For museum display cases, \$1,000 each.	\$1,000.00
La Puente Home	PO Box 1235 Alamosa, CO 81101	General operating expenses	\$2,500.00
Liberty Day Colorado	1530 S. Zang Street Lakewood, CO 80228	For attendance at the Lions Founders Day meeting in Florida.	\$1,000.00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Liberty Day Colorado	1530 S. Zang Street Lakewood, CO 80228	General operating expenses	\$25,000.00
Lost and Found, Inc.	6700 West 44th Avenue Wheat Ridge, CO 80033	General operating expenses.	\$1,500.00
Marine Corps Scholarship Foundation	PO Box 3008 Princeton, NJ 08543	General operating expenses.	\$500.00
Meals on Wheels of Boulder, Inc.	909 Arapahoe Suite 121 Boulder, CO 80302-5752	General operating expenses.	\$1,500.00
Melanoma Advocacy Partners	2597 Music Lane Grand Junction, CO 81505	General operating expenses.	\$500.00
Mi Casa	360 Acoma Street Denver, CO 80223	General operating expenses	\$2,500.00
Mizel Museum of Judaica	400 South Kearney Street Denver, CO 80224	For the May 23, 2012 Glenn R Jones Dinner	\$1,500.00
Mizel Museum of Judaica	400 South Kearney Street Denver, CO 80224	For the May 23, 2012 Glenn R. Jones Dinner.	\$1,000.00
National Day of Prayer Task Force	PO Box 64225 3710 Sinton road, Suite 220 Colorado Springs, CO 80962	General operating expenses.	\$2,500.00
National Repertory Orchestra	P.O. Box 6336 Breckenridge, CO 80424	Encouragement grant.	\$2,500.00
Needlerock Mobile Family Health Clinic	4455 Clark Road Crawford, CO 81415	Matching grant for major renovations of health care clinic	\$2,500.00
Northerners Senior Citizens, Association	413 Main Street PO Box 308 La Jara, CO 81140	General operating expenses.	\$500.00
Open Door Ministries	PO Box 18018 Denver, CO 80218-8018	General operating expenses.	\$2,500.00
Outdoor Buddies	555 Highlands Road Westcliffe, CO 81252	General operating expenses.	\$1,500.00
Paradise Place	404 Maroon Avenue PO Box 787 Crested Butte, CO 81224	Playground project	\$500.00
Paradox Valley School	PO Box 420 Paradox, CO 81429	Capital campaign	\$2,500.00
Parents Challenge	2 N. Cascade Avenue, Suite 1280 Colorado Springs, CO 80903	General operating expenses.	\$1,500.00
Pedal the Plains	600 Denver Post Community Foundation Office of Economic Development and International Trade 1625 Broadway, Suite 2700, CO 80202	To support the inaugural 2012 Pedal the Plains event.	\$3,000.00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Personal Shelter Project, Inc.	8561 West Cannes Drive Littleton, CO 80127-8514	For the Military Family Voices project.	\$2,500 00
Personal Shelter Project, Inc.	8561 West Cannes Drive Littleton, CO 80127-8514	Sheets and towels for veterans.	\$500.00
Phillips County Family Education Services, Inc	PO Box 365 Holyoke, CO 80734	ESL program	\$1,500 00
Phillips Foundation	One Massachusetts Avenue NW, Suite 620 Washington, DC 20001	For the Phillips Foundation's Novak Journalist Fellowship	\$500.00
Pikes Peak Community Action Agency, Inc.	722 South Wahsatch Avenue Colorado Springs, CO 80903	General operating expenses.	\$2,500 00
Project Angel Heart	4190 Garfield Street Unit 5 Denver, CO 80216-6506	General operating expenses.	\$2,000 00
Pueblo Cooperative Care Center	325 W. 10th Street Pueblo, CO 81003	For their annual toilet paper needs	\$2,500.00
Pueblo Zoological Society	3455 Nuckolls Avenue Pueblo, CO 81005	For the capital campaign	\$500 00
Rainbow Bridge, aka Bessie's Hope	PO Box 12675 Denver, CO 80212	For their annual fundraiser	\$1,500 00
Rainbow Bridge, aka Bessie's Hope	PO Box 12675 Denver, CO 80212	to complete sponsorship package for \$2000 for fundraiser.	\$500.00
Rainbow Bridge, aka Bessie's Hope	PO Box 12675 Denver, CO 80212	To support the Oct. 27, 2012 Bowl-A-Thon.	\$500.00
Regis University	3333 Regis Blvd., Mail Code B-4 Denver, CO 80221-1099	Laptops for students	\$2,860 43
Regis University	3333 Regis Blvd., Mail Code B-4 Denver, CO 80221-1099	To help Arrupe Jesuit High School students attend Regis University.	\$12,000 00
Respite Care Inc.	6203 S. Lemay Fort Collins, CO 80525	Summer camp	\$2,500 00
Ridgeview Elementary	600 Westridge Road Craig, CO 81625	To visit the John McConnell Math and Science Center in Grand Junction.	\$895.00
Rio Blanco Colorado Historical Society	PO Box 413 Meeker, CO 81641	Computer system at the White River Museum	\$2,500.00
Rocky Mountain Children's Law Center	1325 S Colorado Boulevard, Suite 308 Denver, CO 80222	General operating expenses.	\$2,500 00
Rocky Mountain Lions Eye Institute Foundation Inc	PO Box 6358 Aurora, CO 80045-0358	For the Paul Barbour Fund, in memory of Paul Barbour	\$1,000 00
Rocky Mountain Multiple Sclerosis Center	8845 Wagner Street Westminster, CO 80013	to help with their mortgage payback	\$200,000 00
Rocky Mountain Multiple Sclerosis Center	8845 Wagner Street Westminster, CO 80013	to support the King Adult Day Enrichment Program.	\$25,000.00
Ronald McDonald House Charities of Denver	1300 E. 21st Avenue Denver, CO 80205	General operating expenses.	\$10,000 00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Ronald Reagan Presidential Foundation	PO Box 5020 Simi Valley, CA 93062-5020	General operating expenses.	\$1,000.00
Sacred Heart Jesuit Retreat House	PO Box 185 Sedalia, CO 80135	General operating expenses.	\$500.00
Salvation Army	1370 Pennsylvania Street Denver, CO 80203	For the Salvation Army Aurora Expansion project.	\$50,000.00
San Marcos Baptist Academy	2801 Ranch Road Twelve San Marcos, TX 78666-9406	General operating expenses.	\$2,500.00
Senior Services Solutions Plus, dba Fremont County Friendly Visitors	321 North Cottonwood Avenue Canon City, CO 81212	General operating, including transportation services.	\$1,500.00
Senior Support Services	846 E 18th Avenue Denver, CO 80218	General operating expenses.	\$5,000.00
Sigma Chi Foundation	Sigma Chi International Headquarters 1714 Hinman Avenue Omega Chapter House Evanston, IL 60201	Annual gift including \$50,000 programs \$5,000 board fee \$3,000 White Cross memberships	\$58,000.00
Sobriety House, Inc.	107 Acoma Street Denver, CO 80223	For their anniversary fundraiser	\$2,500.00
South Broadway Christian Church	23 Lincoln Street Denver, CO 80203	in Rev. Amanda Hendersen's honor	\$1,500.00
Spring Institute for International Studies	1610 Emerson Street Denver, CO 80218	For the WorkStyles Pre-employability program in Fort Morgan (train the trainers) and WorkStyles in Denver.	\$25,000.00
St. Dominic Parish	3053 West 29th Ave Denver, CO 80211	Start up costs associated with starting a Fair Trade Store in conjunction with Regis University.	\$1,500.00
St. Francis Center	2323 Curtis Street Denver, CO 80205	General operating expenses.	\$10,000.00
St Vincent de Paul School	1164 S. Josephine Street Denver, CO 80210	To support their annual Fundraiser.	\$1,500.00
Stanley Museum of Colorado	333 Wonderview Avenue PO Box 788 Estes Park, CO 80517	In honor of its 30th birthday.	\$1,000.00
Step 13	2029 Larimer Street Denver, CO 80205	General operating expenses.	\$10,000.00
T. McNicholas Education Fund	CO	For Education Fund	\$1,000.00
TBD Colorado	C/o Denver Foundation 55 Madison Street, #800 Denver, CO 80206	support of the TBD Colorado project.	\$2,500.00
The Delores Project	PO Box 1406 Denver, CO 80201-1406	To support their Steps to Stability program, providing homeless women access to long-term shelter and supportive services.	\$5,000.00
The Inn Between of Longmont	250 Kimbark Street Longmont, CO 80501	General operating expenses	\$2,500.00
Tragedy Assistance Program for Survivors (TAPS)	910 - 17th Street, NW Suite 800 Washington, DC 20006	For the 2012 fundraiser	\$2,500.00

<u>Agency Name</u>	<u>Payee Address</u>	<u>Program Name</u>	<u>Amount of Funding</u>
Tree House	1014 N. 5th Street Grand Junction, CO 81501	to help launch a new coffee shop safe haven for teens located on North Avenue near Grand Junction High School	\$1,500.00
University of Colorado Foundation, Inc	Anschutz Medical Campus Mail Stop A065 13001 East 17th Place Aurora, CO 80045	For September 2011 US Constitution and US Civil War event at Auraria Campus	\$1,000.00
University of Colorado Foundation, Inc	Anschutz Medical Campus Mail Stop A065 13001 East 17th Place Aurora, CO 80045	For the 2012 Colorado History Day.	\$2,500 00
University of Colorado Foundation, Inc	Anschutz Medical Campus Mail Stop A065 13001 East 17th Place Aurora, CO 80045	For the 2013 National History Day Program.	\$2,500 00
University of Colorado Foundation, Inc	Anschutz Medical Campus Mail Stop A065 13001 East 17th Place Aurora, CO 80045	For the Trip the Light Fundraiser for Auraria Library	\$1,250 00
University of Colorado Foundation, Inc	Anschutz Medical Campus Mail Stop A065 13001 East 17th Place Aurora, CO 80045	The Depression Center's ongoing community programs, education and research.	\$2,500.00
University of Colorado Hospital Authority	Mail Stop F485 PO Box 6508 Aurora, CO 80045-0508	For the Greg Fisk Scholarship Fund.	\$2,500.00
University of Colorado Hospital Foundation	12401 E. 17th Avenue Mail Stop F-485 Aurora, CO 80045	2013 Behind the Curtain Event sponsorship	\$10,000 00
University of Denver	c/o the University College 2197 S. University Blvd Denver, CO 80208	For the 2012-2013 program	\$2,500.00
Valley to Valley Senior Care	348 G Street Salida, CO 81201	General operating expenses.	\$1,500.00
Volunteers of America National Services	11407 Highway 65 Eckert, CO 81418	General operating expenses.	\$2,500.00
Warren United Methodist Church	1630 East Fourteenth Avenue Denver, CO 80218	For kitchen equipment for feeding program.	\$1,500.00
Warren Village	1323 Gilpin Street Denver, CO 80218-2552	To provide safe and affordable temporary housing for low income, single parent families, helping adults gain life skills and providing quality care for early childhood education center.	\$5,000.00
We Don't Waste	3560 Walnut Street, Unit A Denver, CO 80205	General operating expenses.	\$5,000.00
West End Family Link Center	PO Box 602 Nucla, CO 81424	General operating expenses.	\$500 00

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Westside Cares	1930 West Colorado Avenue Colorado Springs, CO 80904	General operating expenses.	\$1,500.00
Windwalkers	PO Box 504 Carbondale, CO 81623	General operating expenses.	\$1,500.00
Work Options for Women	1200 Federal Boulevard Denver, CO 80204	General operating expenses.	\$2,500.00
Wyoming Community Foundation	313 S. 2nd Street Laramie, WY 80270	For the Ames Monument Fund.	\$1,500.00
Yampa Valley Crisis Pregnancy Center	PO Box 761 Craig, CO 81626	Encouragement grant as a result of an article in Craig Daily Press.	\$500.00
Young America's Foundation	PO Box 2518 Santa Barbara, CA 93120-2518	For general operating expenses associated with the National Journalism Center.	\$500.00
Young America's Foundation	PO Box 2518 Santa Barbara, CA 93120-2518	To support the National Journalism Center.	\$1,500.00
Young Musicians Foundation of Colorado	PO Box 78 Littleton, CO 80160-0078	For the 2012-2013 Young Musicians program.	\$1,500.00
Youth Empowerment Support Services (YESS Institute)	1029 Santa Fe Drive Denver, CO 80204	General operating expenses.	\$1,500.00
Zonta Club of Denver Foundation	PO Box 2665 Denver, CO 80201	For the Fifth Annual Day of Film on March 9, 2013.	\$1,000.00
Zonta Club of Denver Foundation	PO Box 2665 Denver, CO 80201	To support the March 10 Fourt Annual Day of Film festival.	\$2,500.00
			\$1,030,294.23