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

2012

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

SCANNED MAY 2 0 2013

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

	endar year 2012, or tax year beginning	, 2012	and ending		,	
Name of t	oundation BABBITT FOUNDATION	-		Α	Employer identification num 86-0397278	nber
12 E	and street (or P O box number if mail is not delivered to str . $ASPEN$		Room/suite	В	Telephone number (see the (928) 774-622	•
City or to	wn STAFF		ZIP code 86001	С	If exemption application is	pending, check here
	eck all that apply: Initial return	Initial Return of a form		ł		· •
	Final return	Amended return			1 Foreign organizations, chec	Ш
	Address change	Name change	dation	'	2 Foreign organizations meet here and attach computation	
H C	heck type of organization X Section 50 Section 4947(a)(1) nonexempt charitable t	1(c)(3) exempt private for rust Other taxable of	oundation private foundation	E	If private foundation status	was terminated
	air market value of all assets at end of year J Acc	counting method. X C			under section 507(b)(1)(A)	
(f ► ≎	from Part II, column (c), line 16)	Other (specify)		F	If the foundation is in a 60	
Part		, column (d) must be on			under section 507(b)(1)(B)	
	Expenses (The total of amounts in	(a) Revenue and expenses per books	(b) Net investmer income	nt	(c) Adjusted net income	(d) Disbursements for charitable
	columns (b), (c), and (d) may not neces- sarily equal the amounts in column (a)					purposes (cash basis only)
	(see instructions)) 1 Contributions, gifts, grants, etc, received (att sch)					\
	2 Ck X If the foundn is not req to att Sch B					
	3 Interest on savings and temporary					
R E V E N U E	cash investments 4 Dividends and interest from securities					
	5 a Gross rents	3,173.				
	b Net rental income or (loss) 1,606.					
	6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all					
	assets on line 6a 7 Capital gain net income (from Part IV, line 2)	-				
	8 Net short-term capital gain					
	9 Income modifications 10 a Gross sales less					
	allowances					1
	b Less Cost of goods sold					
	c Gross profit/(loss) (att sch) 11 Other income (attach schedule)					
	RENT ON HISTORICAL BLDG	138,352.	138,35	52.		
	12 Total. Add lines 1 through 11	141,525.	138,35	52.		
	13 Compensation of officers, directors, trustees, etc					
	14 Other employee salaries and wages 15 Pension plans, employee benefits	_			PE	CEIVEN
А	16a Legal fees (attach schedule) L-16a Stmt			44.	19	
OPERAL	b Accounting fees (attach sch) L-16b Stmt		5,2	73.	S MAY	1 3 3040 100
	c Other prof fees (attach sch) 17 Interest	A 40C	4 30	D E	 	3 2013 6
	17 Interest 18 Taxes (attach schedule)(see instrs) See Line 18 Stm	4,486. 16,976.	16,59		LOGI	EN 15
	19 Depreciation (attach				17 10 10 10 10 10 10 10 10 10 10 10 10 10	=14, 01
NV	sch) and depletion 20 Occupancy	23,450.	22,92	∠4.		
GÉ	21 Travel, conferences, and meetings					
A E N X D P	22 Printing and publications 23 Other expenses (attach schedule)			-		
D P E N	See Line 23 Stmt	19,572.	19,13	33.		
N S E	24 Total operating and administrative					
š	expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid	69,923. 28,500.	68,3	<u>. c</u>		28,500.
	26 Total expenses and disbursements.					
	Add lines 24 and 25 27 Subtract line 26 from line 12:	98,423.	68,3	55.		28,500.
	a Excess of revenue over expenses					
	and disbursements	43,102.	60.0	0.7		
	b Net investment income (if negative, enter -0-) C Adjusted net income (if negative, enter 0-)	-	69,99	91.		
BAA I	For Paperwork Reduction Act Notice, see ins	tructions.		TEE	A0301 12/06/12	Form 990-PF (2012)

Page 2

Part	Π	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	Elia oi	
		(See instructions)	(a) Book Value		(c) Fair Market Value
	1	Cash – non-interest-bearing	15,503.	43,730.	43,730.
ļ		Savings and temporary cash investments			
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable		ŀ	
	_	Less allowance for doubtful accounts		-	
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
ŝ		Less: allowance for doubtful accounts			
A S E T	8	Inventories for sale or use			
Ť	9	Prepaid expenses and deferred charges			
S		a Investments – U.S. and state government obligations (attach schedule)			
		nivestments — corporate stock (attach schedule)			
		c Investments — corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	12	Investments mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis965,862.	- 49.90 - 40		
		Less accumulated depreciation (attach schedule) L-14 Stmt - 435,032.	553,454.	530,830.	1,275,000.
İ	16	Other assets (describe Total assets (to be completed by all filers —			
		see the instructions Also, see page 1, item I)	568,957.	574,560.	1,318,730.
·	17	Accounts payable and accrued expenses	22,499.	0.	
Å	18	Grants payable			
В	19	Deferred revenue			
Ĺ	20	Loans from officers, directors, trustees, & other disqualified persons			
I T	21	Mortgages and other notes payable (attach schedule)	15,000.	0.	
<u>i</u>	22	Other habilities (describe SECURITY DEPOSITS)	400.	400.	
E S	23	Total liabilities (add lines 17 through 22)	37,899.	400.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
NF	24	Unrestricted			
E U	25	Temporarily restricted			
ח	26	Permanently restricted			
A B S A L T A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
ΕL	27	Capital stock, trust principal, or current funds			
SN	28	Paid-in or capital surplus, or land, building, and equipment fund			
O E	29	Retained earnings, accumulated income, endowment, or other funds	531,058.	574,160.	
RS	30	Total net assets or fund balances (see instructions)	531,058.	574,160.	
	31	(see instructions)	568,957.	574,560.	
Par	t III	Analysis of Changes in Net Assets or Fund Balanc	es		
1	Tota end	al net assets or fund balances at beginning of year — Part II, colun- of-year figure reported on prior year's return)	nn (a), line 30 (must agr	ee with	531,058.
2		er amount from Part I, line 27a		2	43,102.
3	Other	r increases not included in line 2 (itemize)		3	
4	Add	lines 1, 2, and 3		4	574,160.
5		eases not included in line 2 (itemize)	- -	5	
6	Tota	al net assets or fund balances at end of year (line 4 minus line 5)	 Part II, column (b), Iin 	e 30 6	574,160.
BAA		TEEA0302	12/06/12		Form 990-PF (2012)

1 b	(a) List and describe 2-story brick warehouse	(b) How acquired P — Purchase D — Donation	chase (month, day, year) (month, d			
b (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (e) Grain (g) Grain (g) Cost or other basis (g) plus (f) minus (g) a (g) Fair Market (value (g) Plus (g) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (g) plus (f) minus (g) c (d) Cost or other basis (h) Gans (faith, g) (f) Gans (faith, g) (f) Gans (faith, g) c	1 a	5 501121011				
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In Part I, line 8 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? 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 periody tax year Calendary years (column (b) divided by column (c)) 2011 2010 2009 2008 2007 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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		•	_			
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(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? If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. I Enter the appropriate amount in each column for each year, see the instructions before making any entries. (a) Base period years Calendar year (of tax year beginning in) Adjusted qualifying distributions (b) Adjusted qualifying distributions (c) Net value of noncharitable-use assets. (column (b) divided by column (c)) 2011 2010 2009 2008 2008 2007 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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.		- Castian 4040/a) for Badues				
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?		· · · · · · · · · · · · · · · · · · ·				
Calendar year (or lax year beginning in) Adjusted qualifying distributions Calendar year (or lax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets Column (b) divided by column (c)) 2011 2010 2009 2008 2007 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 Multiply line 4 by line 3 5 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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	Was the foundation liable for the sec If 'Yes,' the foundation does not qua	tion 4942 tax on the distributable am	mplete this part.		Yes	No
Base period years Calendar year (or tax year beginning in) 2011 2010 2009 2008 2007 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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			T	any entries		
2010 2009 2008 2007 2 Total of line 1, column (d) 2 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 5 Enter 1% of net investment income (1% of Part I, line 27b) 6 7 Add lines 5 and 6 7 8 Enter qualifying distributions from Part XII, line 4 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	Base period years Adjusted qualifying distributions Net value of Calendar year or tax year noncharitable use assets					
2008 2007 2 Total of line 1, column (d) 2 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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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	2011					
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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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 Enter qualifying distributions from Part XII, line 4 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	2007	· · · · ·				
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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 Enter qualifying distributions from Part XII, line 4 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		1			T-	
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 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 Enter qualifying distributions from Part XII, line 4 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	2 Total of line 1, column (d)			2		
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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	3 Average distribution ratio for the					
5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 Enter qualifying distributions from Part XII, line 4 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	·					
6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 7 Enter qualifying distributions from Part XII, line 4 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	4 Enter the net value of nonchar	4	<u> </u>			
7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 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	5 Multiply line 4 by line 3			5	<u> </u>	
8 Enter qualifying distributions from Part XII, line 4 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	6 Enter 1% of net investment inc	come (1% of Part I, line 27b)		6		
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	7 Add lines 5 and 6			7		
	8 Enter qualifying distributions fi	rom Part XII, line 4		8		
		than line 7, check the box in Part VI,	line 1b, and complete that p	part using a 1%	tax rate See th	e

POHI	330-PF (2012) THE BABBITT FOUNDATION 86-	039/2/8			age 4
Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see	instruction	s)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here		•	<u>. </u>	
	Date of ruling or determination letter (attach copy of letter if necessary – see instrs)] [
b	Domestic foundations that meet the section 4940(e) requirements in Part V,	1		1,4	400.
	check here ► and enter 1% of Part I, line 27b				
С	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable				_
_	foundations only Others enter -0-)	2			0.
3	Add lines 1 and 2	3		1,4	<u> 100.</u>
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		1,4	<u> 100.</u>
6	Credits/Payments				
	2012 estimated tax pmts and 2011 overpayment credited to 2012	4			
	Exempt foreign organizations – tax withheld at source	-			
	Tax paid with application for extension of time to file (Form 8868)	-			
_	Backup withholding erroneously withheld 6 d	┤ 			
7	Total credits and payments Add lines 6a through 6d	7			
8	Enter any penalty for underpayment of estimated tax. Check here	8			23.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,4	<u>423.</u>
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			0.
11	Enter the amount of line 10 to be Credited to 2013 estimated tax	11			
Par	t VII-A Statements Regarding Activities			V	
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1 a	Yes	No X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		1 ь		x
	If the answer is 'Yes' to 1a or 1b , attach a detailed description of the activities and copies of any materials public or distributed by the foundation in connection with the activities	lished			
c	: Did the foundation file Form 1120-POL for this year?		1 c		х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ (2) On foundation managers ► \$				
€	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed or foundation managers	1			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X
	If 'Yes,' attach a detailed description of the activities				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		3		Х
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4 a	X	
	olf 'Yes,' has it filed a tax return on Form 990-T for this year?		4 b	Х	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		Х
	If 'Yes,' attach the statement required by General Instruction T				
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 cor with the state law remain in the governing instrument? 	ıflıct	6	Х	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV		7	X	\vdash
-	Enter the states to which the foundation reports or with which it is registered (see instructions)				\vdash
	AZ - Arizona				
	o If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General				ļ,
	or designate) of each state as required by General Instruction G ² If 'No,' attach explanation		8 b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4 for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete	1942(j)(5)	9	, ,	ij
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their na				X
	and addresses		10		ΙX

Form **990-PF** (2012)

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Pai	rt VII-A	Statements Regarding Activities (continued)			,,		
11	At any tir within the	me during the year, did the foundation, directly or indirectly, own a controlled entity emeaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			11		_x_
12		oundation make a distribution to a donor advised fund over which the foundation or a disqualified privileges? If 'Yes,' attach statement (see instructions)	d person	had	12		x
13	Did the fo	pundation comply with the public inspection requirements for its annual returns and exemption a	pplicatio	n?	13	Х	
	Website						_
14		s are in care of THE BABBITT FOUNDATION Telephone		(928)	774	<u>-622</u>	23
	Located		<u>860</u>	01			
15		1947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	-1	a.e.			\sqcup
		r the amount of tax-exempt interest received or accrued during the year		15		Yes	No
16		me during calendar year 2012, did the foundation have an interest in or a signature or other autl curities, or other financial account in a foreign country?	nority ove	er a	16	163	X
	foreign c	•	e of the				
Pa		Statements Regarding Activities for Which Form 4720 May Be Required					
		n 4720 if any item is checked in the 'Yes' column, unless an exception applies.				Yes	No
1 :	•	e year did the foundation (either directly or indirectly)	—	П.,			
	(1) Enga	ige in the sale or exchange, or leasing of property with a disqualified person?	X Yes	∐No			
		ow money from, lend money to, or otherwise extend credit to (or accept it from) a ualified person?	Yes	X No			
	(3) Furn	ish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			
	(4) Pay	compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No			
	(5) Tran for th	sfer any income or assets to a disqualified person (or make any of either available ne benefit or use of a disqualified person)?	Yes	No			
	foun	e to pay money or property to a government official? (Exception. Check 'No' if the dation agreed to make a grant to or to employ the official for a period after termination overnment service, if terminating within 90 days)	Yes	⊠No			
1	b If any an Regulation	swer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in one section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		_	1 b		x
	Organiza	itions relying on a current notice regarding disaster assistance check here	•				
	c Did the f	oundation engage in a prior year in any of the acts described in 1a, other than excepted acts, e not corrected before the first day of the tax year beginning in 2012?			1 c		<u>x</u>
2	Taxes or private o	n failure to distribute income (section 4942) (does not apply for years the foundation was a perating foundation defined in section 4942(j)(3) or 4942(j)(5))					
	a At the er and 6e, l	nd of tax year 2012, did the foundation have any undistributed income (lines 6d Part XIII) for tax year(s) beginning before 2012?	Yes	⊠No			
		ıst the years 20 , 20 , 20 , 20				١ .	
	(relating	e any years listed in 2a for which the foundation is not applying the provisions of section 4942(a to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a) listed, answer 'No' and attach statement — see instructions.)			2 b		
	-	ovisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years he	re				
	▶ 20	, 20 , 20 , 20					
3	a Did the f	oundation hold more than a 2% direct or indirect interest in any business e at any time during the year?	Yes	X No			
	b If 'Yes,' or disquaby the C (3) the Is	did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation alified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved ommissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or ipse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to be if the foundation had excess business holdings in 2012)		<u></u>	3 b	· · · · · · · · · · · · · · · · · · ·	
4		oundation invest during the year any amount in a manner that would jeopardize its e purposes?			4 a		x
	jeopardiz	oundation make any investment in a prior year (but after December 31, 1969) that could ge its charitable purpose that had not been removed from jeopardy before the first day of ear beginning in 2012?			4 b	,	х
RA/		· · · · · · · · · · · · · · · · · · ·		F-	rm 990	NDE /	2012

Form 990-PF (2012) THE BABBITT FOUNDARY Part VII-B Statements Regarding Activities		4720 May Be Req	86-039 uired (continued)	97278 Page 6
5 a During the year did the foundation pay or incur (1) Carry on propaganda, or otherwise attempt	•	(section 4945(e))?	Yes	No
(2) Influence the outcome of any specific public on, directly or indirectly, any voter registrat(3) Provide a grant to an individual for travel, s	ion drive?		Yes X	No No
(4) Provide a grant to an organization other that in section 509(a)(1), (2), or (3), or section	an a charitable, etc, orga	anization described		No
(5) Provide for any purpose other than religiou educational purposes, or for the prevention	s, charitable, scientific, of cruelty to children or	literary, or animals?	Yes X	No
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53 4945 or in (see instructions)? Organizations relying on a current notice regar	a current notice regardi	ng disaster assistance	ons ► □	5 b
c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure respons If 'Yes,' attach the statement required by Regulation	ibility for the grant?	•	Yes	No
 6 a Did the foundation, during the year, receive any on a personal benefit contract? b Did the foundation, during the year, pay premium 				No 6b X
If 'Yes' to 6b, file Form 8870 7 a At any time during the tax year, was the foundable b if 'Yes,' did the foundation receive any proceed	ls or have any net incon	ne attributable to the tra	nsaction?	No 7 b
Part VIII Information About Officers, D and Contractors 1 List all officers, directors, trustees, foundation	·			.mpioyees,
(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
JAMES E BABBITT 12 E ASPEN FLAGSTAFF AZ 86001	SEC/TREAS/DIR	0.	0.	0.
WILLIAM C CORDASCO 12 E ASPEN FLAGSTAFF AZ 86001	VP/DIR	0.	0.	0.
MICHAEL E MONGINI 12 E ASPEN	DIRECTOR	<u> </u>	<u> </u>	0.
FLAGSTAFF AZ 86001 See Information about Officers, Directors, Trustees, Etc.	1.00	0.	0.	0.
2 Compensation of five highest-paid employee	s (other than those incl	0. uded on line 1 – see in	0. structions). If none, ent	0. der '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			•	None
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Total. Add lines 1 through 3

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Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued) Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.' (a) Name and address of each person paid more than \$50,000 (b) Type of service (c) Compensation NONE Total number of others receiving over \$50,000 for professional services None 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 2 Part IX-B Summary of Program-Related Investments (see instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 **Amount** All other program-related investments See instructions

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Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes a Average monthly fair market value of securities 1 a 1 b b Average of monthly cash balances 30,638. c Fair market value of all other assets (see instructions) 1 c 1 d d Total (add lines 1a, b, and c) 30,638. e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1 e 2 2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1d 30,638. Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) Δ 460. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 5 30,178. Minimum investment return. Enter 5% of line 5 6 1,509. 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.) Minimum investment return from Part X, line 6 1 509. 2 a Tax on investment income for 2012 from Part VI, line 5 1,400. 2b b Income tax for 2012 (This does not include the tax from Part VI) 67. 2 c 1,467. c Add lines 2a and 2b 3 42. Distributable amount before adjustments. Subtract line 2c from line 1 4 Δ Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 42. Deduction from distributable amount (see instructions) 6 7 42. Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 7 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 1 a 28,500. **b** Program-related investments — total from Part IX-B 1 b 2 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required) 3 a 3 b **b** Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 28,500. Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income 5 Enter 1% of Part I, line 27b (see instructions) 0. Adjusted qualifying distributions. Subtract line 5 from line 4 6 28,500.

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

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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				42
2 Undistributed income, if any, as of the end of 2012.		:	•	42.
a Enter amount for 2011 only			0.	
b Total for prior years 20, 20, 20				
3 Excess distributions carryover, if any, to 2012				
a From 2007 0.				
b From 2008 11, 468.				
c From 2009 91, 330.				
d From 2010 91, 657.				
e From 2011 23, 500.	017 055			
f Total of lines 3a through e 4 Qualifying distributions for 2012 from Part	217,955.			
XII, line 4. \$ 28,500. a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				42.
e Remaining amount distributed out of corpus	28,458.			
5 Excess distributions carryover applied to 2012				
(If an amount appears in column (d), the same amount must be shown in column (a))				
same amount must be shown in column (a) y				
6 Enter the net total of each column as				
indicated below:	-			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	246,413.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-				
ed income for which a notice of deficiency has been issued, or on which the section				
4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable				
amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from				
line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2012 Subtract lines				
4d and 5 from line 1. This amount must be				
distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3)				
(see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013.	0.4.64.1.2			:
Subtract lines 7 and 8 from line 6a 10 Analysis of line 9	246,413.			•
a Excess from 2008 11, 468.	}			
b Excess from 2009 91, 330.				
c Excess from 2010 91, 657.	-			
d Excess from 2011 23, 500.				
e Excess from 2012 28, 458.	1			
20/430:	<u> </u>	<u> </u>		

Form 990-PF (2012) THE BABBITT FOUN		_		86-0397278	Page 10
Part XIV ; Private Operating Foundat					N/A
1 a If the foundation has received a ruling or do is effective for 2012, enter the date of the r	uling			•[:
b Check box to indicate whether the foundation		ating foundation de		4942(j)(3) or	4942(j)(5)
2 a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years	1	–
investment return from Part X for each year listed	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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					
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 assets at any time during the			foundation had	d \$5,000 or more	in
1 Information Regarding Foundation Manag a List any managers of the foundation who h close of any tax year (but only if they have NONE	ave contributed mo	re than 2% of the to han \$5,000) (See s	otal contributions rec section 507(d)(2))	ceived by the foundat	ion before the
b List any managers of the foundation who o	wn 10% or more of	the stock of a corp	oration (or an equal	ly large portion of the	ownership of
a partnership or other entity) of which the	foundation has a 10	% or greater interes	st	, , ,	,
NONE					
2 Information Regarding Contribution, Gran	t, Gift, Loan, Schol	arship, etc, Prograi	ms:		
Check here If the foundation only n requests for funds. If the foundation makes complete items 2a, b, c, and d	nakes contributions gifts, grants, etc (to preselected char see instructions) to	itable organizations individuals or organ	and does not accept izations under other	unsolicited conditions,
a The name, address, and telephone numbe	r or e-mail of the pe	erson to whom appl	ications should be a	ddressed [.]	
JAMES BABBITT, THE BABBIT					
12 E ASPEN					
FLAGSTAFF	AZ 8600	1 (92	28) 774-6223		
b The form in which applications should be s NO SPECIAL FORMAT	ubmitted and inforr	nation and material	s they should includ	e	
c Any submission deadlines					
NONE					
d Any restrictions or limitations on awards, s	uch as by geograph	nical areas charitat	ole fields kinds of in	estitutions or other fa	ectors
NONE	acii as by geograpi	neur areas, criaritat	ne neius, kinus Ul II	istitutions, or other is	

86-0397278

Form 990-PF (2012) THE BABBITT FOUNDATION

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Interpret Inte
Name and address (frome or business) a Paid during the year KNAU AZ PUBLIC RADIO PO BOX 5764 FLAGSTAFF AZ 86011 HERITAGE SQUARE TRUST PO BOX 23801 FLAGSTAFF AZ 86002 FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN PO BOX 296 FLAGSTAFF AZ 86002 ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 860001 FLA
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PO BOX 5764 FLAGSTAFF AZ 86011 HERITAGE SQUARE TRUST PO BOX 23801 FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN FLAGSTAFF AZ 86002 FLAGSTAFF CULTURAL PARTNERS PO BOX 296 FLAGSTAFF AZ 86002 AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 AZ 86002 FLAGSTAFF AZ 86001 FLAGSTA
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HERITAGE SQUARE TRUST PO BOX 23801 FLAGSTAFF AZ 86002 FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF CULTURAL PARTNERS PO BOX 296 FLAGSTAFF AZ 86002 ARTS POGRAMMING SUPPORT OF PUBLIC MUSIC PROGRAMS FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 ARTS POGRAMS FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86000 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86001 FLAGSTAFF AZ 86002 FLAGSTAFF AZ 86000 FLAGS
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FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN FLAGSTAFF AZ 86001 FLAGSTAFF CULTURAL PARTNERS PO BOX 296 FLAGSTAFF AZ 86002 ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 TLAGSTAFF AZ 86002 TOTAL TOTAL TOTAL SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF AZ 86001 SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF AZ 86001 SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF AZ 86001 SUPPORT FOR VIOLA AWARDS- RECORNIZE ART SECHENCES IN FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS ORGS FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT FOR VIOLA AWARDS- RECORNIZE ARTISTS, EDUCATORS, ORGS FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPP
FLAGSTAFF MUSIC FESTIVAL 6 W ASPEN FLAGSTAFF AZ 86001 FLAGSTAFF CULTURAL PARTNERS PO BOX 296 FLAGSTAFF AZ 86002 ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total Total
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PO BOX 296 FLAGSTAFF AZ 86002 ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total RECOGNIZE ARTISTS, EDUCATORS, ORGS 1N ARTS 4 SCIENCES IN FLAGSTAFF SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT OF CHILDREN'S ARTS EDUCATION 501C3 RECOGNIZE ARTISTS, EDUCATORS, ORGS 15,000. SUPPORT FOR PIONEER MUSEUM 1,000. \$UPPORT OF CHILDREN'S ARTS EDUCATION 500.
FLAGSTAFF AZ 86002 ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT OF CHILDREN'S ARTS EDUCATION 500.
ARIZONA HISTORICAL SOCIETY 2340 N FT VALLEY RD FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total SUPPORT FOR PIONEER MUSEUM 1,000. SUPPORT OF CHILDREN'S ARTS EDUCATION 500.
PIONEER MUSEUM FLAGSTAFF AZ 86001 MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total PIONEER MUSEUM 1,000. SUPPORT OF CHILDREN'S ARTS EDUCATION 501C3 PIONEER MUSEUM 1,000. SUPPORT OF CHILDREN'S ARTS EDUCATION 500.
Total ### Total ### 3a 28,500.
MASTERPIECE ART PO SOX 854 FLAGSTAFF AZ 86002 Total SUPPORT OF CHILDREN'S ARTS 501C3 SUPPORT OF CHILDREN'S ARTS 501C3 FLAGSTAFF AZ 86002 SUPPORT OF CHILDREN'S ARTS 500.
PO SOX 854 FLAGSTAFF AZ 86002 Total CHILDREN'S ARTS EDUCATION 500.
FLAGSTAFF AZ 86002 501C3 EDUCATION 500.
B Approved for fallare payment
Total ► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated	d business income	Excluded by	section 512, 513, or 514	(e)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions)
a	 				
b	1				
<u> </u>	 				
d					
e	 				
a Foot and contracts from account and a	┼──┤				
g Fees and contracts from government agencies					
2 Membership dues and assessments	 				
Interest on savings and temporary cash investments	 				
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate	52222	2 172			·
a Debt-financed property	532000	3,173.			
b Not debt-financed property					
Net rental income or (loss) from personal property					
7 Other investment income				· · · · · · · · · · · · · · · · · · ·	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory11 Other revenue					
	533333			122.250	
a HISTORICAL BLDG NET RENT	532000	0.	16	138,352.	 _
b	 				
cd	+			<u>.</u>	
e	+		 		
12 Subtotal Add columns (b), (d), and (e)	 	3,173.	 	138,352.	<u></u>
13 Total. Add line 12, columns (b), (d), and (e)	L	3,173.		130,332.	141,525.
(See worksheet in line 13 instructions to verify calculation	one)				141,525.
					
Part XVI-B Relationship of Activities to the	e Accompli	ishment of Exemp	t Purpos	es	
Line No. Explain below how each activity for which in	ncome is renoi	rted in column (e) of Pa	rt XVI-A co	ontributed importantly	to the
accomplishment of the foundation's exempt	purposes (oth	ner than by providing fu	nds for suc	h purposes) (See ins	structions)
				·	
	·-··	······································			
					
	·····				-
					· ···
	·				

		DD111 10011D11111		
Part XVII	Information Rec	garding Transfers	To and Transactions and R	elationships With Noncharitable
	Exempt Organia	zations		

the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and (d) Description of transfers, transactions, and (e) Description of transfers, transactions, and the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? b) If 'Yes,' complete the following schedule (a) Name of organization (b) Type of organization (c) Description of responsible organization (c) Description of responsible organization (d) Type of organization (d) Description of responsible organization (e) Description organization (e) Description organization (e) Description or						1	1	- NI -			
de	scribed	l in section 501(c)	of the Code (oth	igage in any of t ner than section	he following wi 501(c)(3) orga	th any otl nizations)	her organization) or in section 52	7,		Yes	No
a Tra	ansfers	from the reportin	g foundation to a	a noncharitable e	exempt organiz	ation of					İ
(1)	Cash								1 a (1)		X
(2)	Other	assets							1 a (2)		X
b Ot	her trar	nsactions.									
(1)	(1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market the goods, other assets, or services given by the reporting foundation if the foundation received less than fair market valual any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received										_X
(2)	b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received a) Line no. (b) Amount involved. (c) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (c) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (e) Name of noncharitable exempt organization. (d) Description of transfers, transactions, and sha (f) Performance of the color o								1 b (2)		X
(3)	(2) Other rassactions b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations (5) Exemployees dif the answer to any of the above is "Yes," complete the following schedule: Column (b) should always show the fair market the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market valuarly transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received any transaction or services received any transaction or services received and transfers, transactions, and sharing the services received any transaction of the sharing transaction of the sharing transaction of the sharing transaction of transfers, transactions and transaction of the sharing transaction of the sharing transaction of the sharing transaction of the s										Х
(4)	(2) Other assets b Other transactions: (1) Sales of assets from a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees dl if the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value any transaction or sharing arrangement, show in column (b) the value of the goods, other assets, or services received (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and shall be reported to the production of transfers, transactions, and shall be reported to the production of transfers, transactions, and shall be reported to the production of transfers, transactions, and shall be reported to the security of the code (other than section 501(c)(3)) or in section 527? b If "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relation of proparation of proparation than incorper) is based in all information which prepare has any knowledge and correct, and compute Declaration of proparation of the single prepare (bett than incorper) is based in all information which prepare has any knowledge and correct, and compute Declaration of proparation of the proparation o										Х
(5)) Loans	s or loan guarante	ees						1 b (5)		Х
(6)) Perfo	rmance of service	es or membershij	p or fundraising	solicitations				1 b (6)		Х
c Sh	naring c	of facilities, equipr	ment, mailing list	ts, other assets,	or paid employ	/ees			1 c		Х
the	e aoods	s, other assets, or	r services aiven t	ov the reporting :	foundation If t	ne founda	ation received les:	s than fair market v	rket value value in	of	
	-								sharing arrar	ngement	s
					<u>·</u>						
	1 -										
									_		
											
											· · · · ·
									. "		
						 					
de	escribed	d in section 501(c) of the Code (ot	ated with, or rela her than section	ted to, one or (501(c)(3)) or (nore tax- n section	exempt organiza	tions	Yes	s X	No
				(b) Type	e of organization	on	(c) Description of rel	ationship		
	<u> </u>			1	- 			·	· · · · · ·		
						-				-	
	Under pe	enalties of perjury, I de	clare that I have exam	nined this return, inclu	iding accompanying	schedules	and statements, and to	the best of my knowledge	ge and belief,	it is true	,
	correct,	and complete Declarat	tion of preparer (other	than taxpayer) is bas	sed on all information	on of which i	preparer has any know	leage	May the	IDC dia	
		Tana	N/ 17	V.I. II/	16-1-1	ን 🅨	CC0 / TO 1	-4	May the this retu	rn with t	he
Here			· · · · · · · · · · · · · · · · · · ·	WWNY	511		Ste / 1/1	5/15	(see ps	r shown tructions	
	Signat	ture of officer or trustee			Date		Title /	· · · · · · · · · · · · · · · · · · ·		Yes	No
		Print/Type preparer's	name	Preparer's	s systature		Date	Check	PTIN		
Paid		RICHARD O.	CRANMER	RICHA	R Q. CRA	NMER	05/01/13	self-employed	P0028		
Prepa	rer	Firm's name	RICHARD O	. GRANMER,	P.C.		,	Firm's EIN ► 86-0	424077		
Use O		Firm's address	P.O. BOX	671				Į			
			COTTONWOOD	D		AZ 8	6326	Phone no (928			
BAA									Form 99	0-PF	(2012)

Form 990-PF, Page 1, Part I, Line 18

Line	18	Stmt
------	----	------

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
PROPERTY	15,569.	15,220.		
SALES TAX	1,407.	1,376.		

Total

16,976.

16,596.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BLDG MAINTENANCE	4,412.	4,313.		
BLDG INSURANCE	4,820.	4,712.		
BLDG UTILITIES	10,018.	9,793.		
SUPPLIES	173.	169.		
BANK CHARGES	149.	146.		

Total

19,572. 19,133.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person X Business EMMA JEAN BADER 12 E ASPEN FLAGSTAFF AZ 86001 Person X Business	PRES/DIR 1.00	0.	0.	0.

Total

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AZ CORPORATION COMM	FILING FEES	45.	44.		

Total

45.

44.

Form 990-PF, Page 1, Part I Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RICHARD O CRANMER, C	TAX PREPARER	5,394.	5,273.		

Total

5,394. 5,273.

Form 990-PF, Page 2, Part II, Line 14 L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
LAND	150,000.	0.	150,000.
BUIDLING	74,362.	51,830.	22,532.
BUILDING IMPROVEMENTS	741,500.	383,202.	358,298.
Total	965,862.	435,032.	530,830.