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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

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

Name of foundation THE ASHTON FAMILY FOUNDATION		A Employer identification number 87-0480108	
Number and street (or P O box number if mail is not delivered to street address) 199 NORTH 290 WEST ROOM/SUITE 100		Room/suite	
City or town, state, and ZIP code LONDON, UT 84042		B Telephone number (see instructions) (801) 226-1266	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,222,807		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,711	1,711		
	4 Dividends and interest from securities.	129,232	129,232		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	8,721			
	b Gross sales price for all assets on line 6a _____ 122,351				
	7 Capital gain net income (from Part IV , line 2)		563		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	139,664	131,506		
	13 Compensation of officers, directors, trustees, etc	44,500			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,550	3,550		
	c Other professional fees (attach schedule)	16,213	16,213		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	619	619		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,770	4,770		
	22 Printing and publications				
	23 Other expenses (attach schedule)	150	150		
	24 Total operating and administrative expenses. Add lines 13 through 23	69,802	25,302		0
	25 Contributions, gifts, grants paid	819,344			819,344
	26 Total expenses and disbursements. Add lines 24 and 25	889,146	25,302		819,344
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-749,482			
	b Net investment income (if negative, enter -0-)		106,204		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	6,937	3,632	3,632
	2	Savings and temporary cash investments	1,275,552	604,256	604,256
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	959		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 7,546,794 Less allowance for doubtful accounts ▶ _____	7,546,794	7,546,794	7,546,794
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,611,776	3,515,875	4,046,146
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		21,979	21,979	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	12,442,018	11,692,536	12,222,807	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
	Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
27		Capital stock, trust principal, or current funds			
28		Paid-in or capital surplus, or land, bldg , and equipment fund			
29		Retained earnings, accumulated income, endowment, or other funds	12,442,018	11,692,536	
30		Total net assets or fund balances (see page 17 of the instructions)	12,442,018	11,692,536	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	12,442,018	11,692,536		

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	12,442,018
2	Enter amount from Part I, line 27a	2	-749,482
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	11,692,536
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,692,536

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				
(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				
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				
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	563
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	756,289	12,763,168	0 059256
2010	632,907	13,258,010	0 047738
2009	544,443	13,642,870	0 039907
2008	542,931	15,449,509	0 035142
2007	597,738	16,228,111	0 036833
2	Total of line 1, column (d).		2 0 218876
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0 043775
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 12,195,760
5	Multiply line 4 by line 3.		5 533,869
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,062
7	Add lines 5 and 6.		7 534,931
8	Enter qualifying distributions from Part XII, line 4.		8 819,344
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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,062
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	1,062
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,062
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,865	
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	3,865
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,803
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 2,803	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	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? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	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 conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> UT _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶DAVID HARKNESS Telephone no ▶(801) 226-1266 Located at ▶199 NORTH 290 WEST SUITE 100 LINDON UT ZIP +4 ▶84042			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

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

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

5b

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)?

YesNo

Organizations relying on a current notice regarding disaster assistance check here.

YesNo

6a

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

YesNo

6b

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

YesNo

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?

YesNo

7b

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

YesNo

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

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Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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
1		
2		
3		
4		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

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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	3,889,020
b	Average of monthly cash balances.	1b	945,188
c	Fair market value of all other assets (see instructions).	1c	7,547,274
d	Total (add lines 1a, b, and c).	1d	12,381,482
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	12,381,482
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	185,722
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,195,760
6	Minimum investment return. Enter 5% of line 5.	6	609,788

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	609,788
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,062
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,062
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	608,726
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	608,726
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	608,726

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	819,344
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	819,344
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,062
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	818,282
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				608,726
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011. 120,025				
f Total of lines 3a through e.	120,025			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 819,344				
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.				608,726
e Remaining amount distributed out of corpus	210,618			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	330,643			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	330,643			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011. 120,025				
e Excess from 2012. 210,618				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

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

ALAN C ASHTON CO DAVE HARKNESS
199 NORTH 290 WEST SUITE 100
LINDON,UT 84042
(801) 226-1266

b

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

WRITTEN REQUEST INCLUDING EXPLANATION OF NEED

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	819,344
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	1,711	
4 Dividends and interest from securities.			14	129,232	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	563	8,158
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				131,506	8,158
13 Total. Add line 12, columns (b), (d), and (e).			13		139,664

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]




2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . ☐ Yes ☒ No

b If "Yes," complete the following schedule


























(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

**Paid
Preparer
Use Only**

<div> <div>Sign Here</div> <div> <div> <div>*****</div> <div>Signature of officer or trustee</div> </div> <div> <div>2013-05-15</div> <div>Date</div> </div> </div> </div>	<div> <div> <div>*****</div> <div>Title</div> </div> <div> <div>May the IRS discuss this return with the preparer shown below (see instr)?</div> <div> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div> </div> </div>				
<div> <div>Paid Preparer Use Only</div> </div>	<div>Print/Type preparer's name</div> <div>JAMES C SAVAS</div>	<div>Preparer's Signature</div> <div>JAMES C SAVAS</div>	<div>Date</div> <div>2013-05-15</div>	<div>Check if self-employed <input checked="" type="checkbox"/></div>	<div>PTIN</div>
	<div> <div>Firm's name </div> <div>SAVAS GREENE & WHITE LLC</div> <div>6405 SOUTH 3000 EAST 201</div> </div>			<div>Firm's EIN </div>	
	<div> <div>Firm's address </div> <div>SALT LAKE CITY, UT 841216990</div> </div>			<div>Phone no (801) 453-2080</div>	

Form 990PF Part VIII Line 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
ADAM ASHTON 	TRUSTEE 1 25 641 SOUTH PALISADE DRIVE OREM,UT 84097	2,000	0	0
641 SOUTH PALISADE DRIVE OREM,UT 84097				
ALAN C ASHTON 	TRUSTEE 1 25 600 SOUTH PALISADE DRIVE OREM,UT 84097	2,000	0	0
600 SOUTH PALISADE DRIVE OREM,UT 84097				
ALLISON NORTON 	TRUSTEE 1 25 6026 WEST 11400 NORTH HIGHLAND,UT 84003	2,000	0	0
6026 WEST 11400 NORTH HIGHLAND,UT 84003				
AMY JO YOUNG 	TRUSTEE 1 25 2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062	2,000	0	0
2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062				
ANNIE ASHTON 	TRUSTEE 1 00 641 SOUTH PALISADE DRIVE OREM,UT 84097	1,500	0	0
641 SOUTH PALISADE DRIVE OREM,UT 84097				
BRIGHAM ASHTON 	TRUSTEE 1 25 946 EAST 500 SOUTH OREM,UT 84097	2,000	0	0
946 EAST 500 SOUTH OREM,UT 84097				
CHAD YOUNG 	TRUSTEE 1 25 2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062	2,000	0	0
2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062				
ELIZABETH ASHTON 	TRUSTEE 1 25 946 EAST 500 SOUTH OREM,UT 84097	2,000	0	0
946 EAST 500 SOUTH OREM,UT 84097				
EMILY ANN EDDINGTON 	TRUSTEE 1 25 737 WEST 2490 NORTH PLEASANT GROVE,UT 84062	2,000	0	0
737 WEST 2490 NORTH PLEASANT GROVE,UT 84062				
ERIN ASHTON 	TRUSTEE 1 25 742 EAST 600 SOUTH OREM,UT 84097	2,000	0	0
742 EAST 600 SOUTH OREM,UT 84097				
HEATH WESTFALL 	TRUSTEE 1 25 515 SOUTH PALISADE DRIVE PROVO,UT 84097	2,000	0	0
515 SOUTH PALISADE DRIVE PROVO,UT 84097				
KAREN ASHTON 	TRUSTEE 1 00 600 SOUTH PALISADE DRIVE PROVO,UT 84097	1,500	0	0
600 SOUTH PALISADE DRIVE PROVO,UT 84097				
MELISSA ASHTON 	TRUSTEE 1 25 11707 SUNRISE CIRCLE HIGHLAND,UT 84003	2,000	0	0
11707 SUNRISE CIRCLE HIGHLAND,UT 84003				
MORGAN ASHTON 	TRUSTEE 1 25 6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003	2,000	0	0
6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003				
PAUL EDDINGTON 	TRUSTEE 1 25 737 WEST 2490 NORTH PLEASANT GROVE,UT 84062	2,000	0	0
737 WEST 2490 NORTH PLEASANT GROVE,UT 84062				
REBEKAH WESTFALL 	TRUSTEE 1 25 515 SOUTH PALISADE DRIVE PROVO,UT 84097	2,000	0	0
515 SOUTH PALISADE DRIVE PROVO,UT 84097				
SAMUEL ASHTON 	TRUSTEE 1 25 11707 SUNRISE CIRCLE HIIGHLAND,UT 84003	2,000	0	0
11707 SUNRISE CIRCLE HIIGHLAND,UT 84003				
SPENCER ASHTON 	TRUSTEE 1 25 974 E ROSEBROOK CIRCLE SANDY,UT 84070	2,000	0	0
974 E ROSEBROOK CIRCLE SANDY,UT 84070				
STEPHANIE ASHTON 	TRUSTEE 1 25 6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003	2,000	0	0
6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003				
STEPHEN ASHTON 	TRUSTEE 1 25 742 EAST 600 SOUTH OREM,UT 84097	2,000	0	0
742 EAST 600 SOUTH OREM,UT 84097				
TOBY NORTON 	TRUSTEE 1 25 6036 WEST 11400 NORTH HIGHLAND,UT 84003	2,000	0	0
6036 WEST 11400 NORTH HIGHLAND,UT 84003				
TRACI ASHTON 	TRUSTEE 1 25 974 E ROSEBROOK CIRCLE DRAPER,UT 84020	2,000	0	0
974 E ROSEBROOK CIRCLE DRAPER,UT 84020				
RALPH RASMUSSEN 	DIRECTOR 1 00 199 NORTH 290 WEST 100 LINDON,UT 84042	0	0	0
199 NORTH 290 WEST 100 LINDON,UT 84042				
ELIZA SMITH 	TRUSTEE 0 75 26870 REGENCY PINES DRIVE KINGWOOD,TX 77339	1,000	0	0
26870 REGENCY PINES DRIVE KINGWOOD,TX 77339				
MICHAEL SMITH 	TRUSTEE 0 50 26870 REGENCY PINES DRIVE KINGWOOD,TX 77339	500	0	0
26870 REGENCY PINES DRIVE KINGWOOD,TX 77339				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
AS ROWAN READING ROOM FOR THE BLIND AS ROWAN READING ROOM FOR THE BLIND 3335 SO 900 EAST STE 180 3335 SO 900 EAST STE 180 SALT LAKE CITY,UT 84106	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
ACADEMY FOR CREATING ENTERPRISE ACADEMY FOR CREATING ENTERPRISE 2520 N UNIVERSITY AVE 2520 N UNIVERSITY AVE PROVO,UT 84602	NOT APPLICABLE	PUBLIC	UNRESTRICTED	15,000
ALLIANCE HOUSE ALLIANCE HOUSE 1724 S MAIN STREET 1724 S MAIN STREET SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
ALPINE SCHOOL DISTRICT ALPINE SCHOOL DISTRICT 575 NORTH 100 EAST 575 NORTH 100 EAST AMERICAN FORK,UT 84003	NOT APPLICABLE	PUBLIC	UNRESTRICTED	24,000
AMERICA'S FREEDOM FESTIVAL AMERICA'S FREEDOM FESTIVAL 4626 N 300 W 4626 N 300 W PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
AMERICAN CANCER SOCIETY AMERICAN CANCER SOCIETY 941 E 3300 S 100 941 E 3300 S 100 SALT LAKE CITY,UT 84106	NOT APPLICABLE	PUBLIC	UNRESTICTED	10,000
AMERICAN HERITAGE SCHOOL AMERICAN HERITAGE SCHOOL 736 NORTH 1100 EAST 736 NORTH 1100 EAST AMERICAN FORK,UT 84003	NOT APPLICABLE	PUBLIC	UNRESTRICTED	1,700
ASCEND ALLIANCE ASCEND ALLIANCE 3165 E MILLROCK DR 175 3165 E MILLROCK DR 175 HOLLADAY,UT 84121	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
ASSISTANCE LEAGUE OF SLC ASSISTANCE LEAGUE OF SALT LAKE CITY PO BOX 9353 PO BOX 9353 SALT LAKE CITY,UT 84109	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,000
BRIGHAM YOUNG UNIVERSITY BRIGHAM YOUNG UNIVERSITY PO BOX 410455 PO BOX 410455 SALT LAKE CITY,UT 84141	NOT APPLICABLE	PUBLIC	UNRESTRICTED	19,200
BUILDERS WITHOUT BORDERS BUILDERS WITHOUT BORDERS 1095 S 800 E 1095 S 800 E OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
CAUSE FOR HOPE CAUSE FOR HOPE 10421 S JORDAN PARKWAY 10421 S JORDAN PARKWAY SOUTH JORDAN,UT 84095	NOT APPLICABLE	PUBLIC	UNRESTRICTED	9,500
CENTER FOR WOMEN & CHILDREN CRISIS CENTER FOR WOMEN & CHILDREN IN CRISIS 1433 EAST 840 NORTH 1433 EAST 840 NORTH OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
LDS CHURCH THE CHURCH OF JESUS CHRIST OF LATTER DAY SAINTS 15 EAST SOUTH TEMPLE 15 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84150	NOT APPLICABLE	PUBLIC	UNRESTRICTED	72,804
CITY OF OREM CITY OF OREM 58 NORTH STATE STREET 58 NORTH STATE STREET OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF OREM TIMPANOGOS STORYTELLING FESTIVAL 58 NORTH STATE STREET 58 NORTH STATE STREET OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	25,000
CLEAR HORIZONS ACADEMY CLEAR HORIZONS ACADEMY 1875 S GENEVA RD 1875 S GENEVA RD OREM,UT 84058	NOT APPLCIABLE	PUBLIC	UNRESTRICTED	5,000
COMMUNITY NURSING SERVICE COMMUNITY NURSING SERVICES 383 WEST VINE STREET 300 383 WEST VINE STREET 300 MURRAY,UT 84123	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
COTTAGES OF HOPE COTTAGES OF HOPE 2724 WASHINGTON BLVD 2724 WASHINGTON BLVD OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
CROSSROADS URBAN CENTER CROSSROADS URBAN CENTER 347 SOUTH 400 EAST 347 SOUTH 400 EAST SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,500
CYMDEITHAS MADOG CYMDEITHAS MADOG 9520 ACCORD DRIVE 9520 ACCORD DRIVE POTOMAC,MD 20854	NOT APPLICABLE	PUBLIC	UNRESTRICTED	1,500
DESERET INTERNATIONAL FOUNDATION DESERET INTERNATIONAL FOUNDATION 1282 E CAMBRIDGE COURT 1282 E CAMBRIDGE COURT PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
EASTER SEALS EASTER SEALS 350 S 400 E 350 S 400 E SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
EMPOWER PLAYGROUNDS INC EMPOWER PLAYGROUNDS INC 3214 N UNIVERSITY AVE 3214 N UNIVESITY AVE 501 PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
ENGLISH SKILLS LEARNING CENTER ENGLISH SKILLS LEARNING CENTER 631 W NORTH TEMPLE SUITE 70 SALT LAKE CITY,UT 84116	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
EYE CARE FOR KIDS EYE CARE FOR KIDS FOUNDATION 6911 SOUTH STATE STREET 6911 SOUTH STATE STREET MIDVALE,UT 84047	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
FAMILY COUNCILING CENTER FAMILY COUNCILING CENTER 5250 S COMMERCE DRIVE 5250 S COMMERCE DRIVE MURRAY,UT 84107	NOT APPLICABLE	PUBLIC	UNRESTRICTED	8,500
FAMILY SUPPORT CENTER FAMILY SUPPORT CENTER OF CENTRAL UTAH 58 EAST 300 NORTH 58 EAST 300 NORTH RICHFIELD,UT 84701	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
FAMILY WATCH INTERNATIONAL FAMILY WATCH INTERNATIONAL PO BOX 1432 PO BOX 1432 GILBERT,AZ 85299	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
FIGHT THE NEW DRUG FIGHT THE NEW DRUG 367 WEST 1600 SOUTH 367 WEST 1600 SOUTH SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	9,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
FIRST BOOK FIRST BOOK 1319 F ST NW STE 1000 1319F ST NW STE 1000 WASHINGTON DC,DC 20004	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
FRIDAY KIDS RESPITE FRIDAY KIDS RESPITE 475 WEST 260 NORTH 475 WEST 260 NORTH OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
FRIENDS FOR SIGHT FRIENDS FOR SIGHT 661 SOUTH 200 EAST 661 SOUTH 200 EAST SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
GUADALUPE SCHOOLS GUADALUPE SCHOOLS 340 S GOSHEN STREET 340 S GOSHEN STREET SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
HABITAT FOR HUMANITY HABITAT FOR HUMANITY 1276 SOUTH 500 WEST 1276 SOUTH 500 WEST SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,000
HALE CENTER THEATER HALE CENTER THEATER 3333 SOUTH DECKER LAKE DR 3333 SOUTH DECKER LAKE DR WEST VALLEY CITY,UT 84119	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
HOUSE FOR HOPE HOUSE FOR HOPE 857 EAST 200 SOUTH 857 EAST 200 SOUTH SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
INTERNET KEEP SAFE COALITION INTERNET KEEP SAFE COALIATION 175 S WEST TEMPLE STE 650 175 S WEST TEMPLE STE 650 SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
IVUMED IVUMED 3269 S MAIN ST STE 230 3269 S MAIN ST STE 230 SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
JORDAN EDUCATION FOUND JORDAN EDUCATION FOUNDATION 7387 CAMPUS VIEW DRIVE 7387 CAMPUS VIEW DRIVE WEST JORDAN,UT 84084	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
JUNIOR LEAGUE JUNIOR LEAGUE OF SALT LAKE CITY 526 EAST 300 SOUTH 526 EAST 300 SOUTH SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
KIDS ON THE MOVE KIDS ON THE MOVE 475 WEST 260 NORTH 475 WEST 260 NORTH OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
LEGAL AID SOCIETY OF SALT LAKE LEGAL AID SOCIETY OF SALT LAKE 205 N 400 W 205 N 400 W SALT LAKE CITY,UT 84103	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
LITTLE SISTERS FUND INC C/O BECKER CHAMBERS ACCOUNTING PO BOX 909 PO BOX 909 HAILEY,ID 83333	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
LIVING PLANET AQUARIUM LIVING PLANET AQUARIUM 725 E 10600 S 725 E 10600 S SANDY,UT 84094	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MENTORS INTERNATIONAL MENTORS INTERNATIONAL 65 WADSWORTH PARK DR 207 65 WADSWORTH PARK DR 207 DRAPER,UT 84020	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
MORALITY IN MEDIA MORALITIY IN MEDIA 1100 G ST NW STE 1030 1100 G ST NE STE 1030 WASHINGTON DC,DC 20005	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MOUNTAINLAND FOUNDATION MOUNTAINLANDS FOUNDATION 586 E 800 N 586 E 800 N OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MOUNTAINLANDS COMMUNITIY HEALTH MOUNTAINLANDS COMMUNITY HEALTH CENTER 589 SOUTH STATE STREET 589 SOUTH STATE STREET PROVO,UT 84606	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MOUNTAINVILLE 4TH WARD MOUNTAINVILLE 4TH WARD 447 FORT CIRCLE 447 FORT CIRCLE ALPINE,UT 84004	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,400
MOUNTAINVILLE ACADEMY MOUNTAINVILLE ACADEMY 195 SOUTH MAIN STREET 195 SOUTH MAIN STREET ALPINE,UT 84004	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,900
NEIGHBORHOOD HOUSE NEIGHBORHOOD HOUSE 1050 WEST 500 SOUTH 1050 WEST 500 SOUTH SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,000
ONE HEART WORLD-WIDE ONE HEART WORLD-WIDE 1818 PACHECO STREET 1818 PACHECO STREET SAN FRANCISCO,CA 94116	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
ONE LIFE AT A TIME ONE LIFE AT A TIME 400 WASHINGTON STREET 400 WASHINGTON STREET BRAINTREE,MA 02184	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
OPERATION SMILE OPERATION SMILE 6435 TIDEWATER DRIVE 6435 TIDEWATER DRIVE NORFOLK,VA 23509	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
PREGNANCY CARE CENTER PREGNANCY CARE CENTER OF GRANTS PASS PO BOX 5040 PO BOX 5040 GRANTS PASS,OR 97527	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
PREVENT CHILD ABUSE UTAH PREVENT CHILD ABUSE UTAH 2955 HARRISON BLVD 104 2955 HARRISON BLVD 104 OGDEN,UT 84403	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,000
PRIMARY CHILDREN'S MED PRIMARY CHILDREN'S MEDICAL CENTER FOUNDATION 100 NORTH MARIO CAPECCHI 100 NORTH MARIO CAPECCHI SALT LAKE CITY,UT 84113	NOT APPLICABLE	PUBLIC	UNRESTRICTED	58,440
PROSTHETIC OUTREACH FOUNDATION PROSTHETIC OUTREACH FOUNDATION 400 E PINE STREET STE 325 400 EAST PINE ST STE 325 SEATTLE,WA 98122	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,500
PROVO SCHOOL DISTRICT FOUNDATION PROVO SCHOOL DISTRICT FOUNDATON 280 W 940 N 280 W 940 N PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	1,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
RONALD MCDONALD HOUSE RONALD MCDONALD HOUSE CHARITIES 1135 EAST SOUTH TEMPLE 1135 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
SALT LAKE CITY MISSION SALT LAKE CITY MISSION 1151 S REDWOOD RD 106 1151 S REDWOOD RD 106 SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
SALT LAKE COMMUNITY COLLEGE FOUND SALT LAKE COMMUNITY COLLEGE FOUND 1575 S STATE ST 1575 S STATE ST SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,500
SALT LAKE DONATED DENTAL SERVICES SALT LAKE DONATED DENTAL SERVICES 1383 S 900 W 128 1383 S 900 W 128 SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
SALT LAKE SEXUAL ASSAULT NURSE SALT LAKE SEXUAL ASSAULT NURSE EXAMINERS 2035 SOUTH 1300 EAST 2035 SOUTH 1300 EAST SALT LAKE CITY,UT 84105	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
SANTA CLARA FLOOD RELIEF 2012 SANTA CLARA FLOOD RELIEF 2012 20 N MAIN ST STE 402 20 N MAIN ST STE 402 ST GEORGE,UT 84770	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,000
SCERA CORPORATION SCERA CORPORATION 345 E 800 S 345 E 800 S OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
SIONFONDS FOR HAITI SIONFONDS FOR HAITI PO BOX 79 PO BOX 79 CANYON,CA 94516	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
SOUTH VALLEY SANCTUARY SOUTH VALLEY SANCTUARY PO BOX 1028 PO BOX 1028 WEST JORDAN,UT 84084	NOT APPLCABLE	PUBLIC	UNRESTRICTED	2,000
SPECIAL OLYMPICS UTAH SPECIAL OLYMPICS UTAH 243 EAST 400 SOUTH 111 243 EAST 400 SOUTH 111 SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,500
ST ANNE'S CENTER ST ANNE'S CENTER 137 W BINFORD ST 137 W BINFORD ST OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
SUCCESS IN EDUCATION FOUNDATION SUCCESS IN EDUCATION FOUNDATION 10209 SANDY RIDGE RD SW 10209 SANDY RIDGE RD SW ALBUQUERQUE,NM 87121	NOT APPLICABLE	PUBLIC	UNRESTRICTED	20,000
TEENS ACT TEENS ACT 420 W CADBURY DR E107 420 W CADBURY DR E107 SOUTH JORDAN,UT 84095	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
THE HAPPY FACTORY THE HAPPY FACTORY 896 NORTH 2175 WEST CIR 896 NORTH 2175 WEST CIR CEDAR CITY,UT 84721	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
THE ROAD HOME THE ROAD HOME 210 SOUTH RIO GRANDE ST 210 SOUTH RIO GRANDE ST SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
TUACAHN CENTER FOR THE ARTS TUACAHN CENTER FOR THE ARTS 1100 TUACAHN DR 1100 TUACAHN DR IVINS,UT 84738	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UNITED WAY OF UTAH COUNTY UNITED WAY OF UTAH COUNTY 148 N 100 W 148 N 100 W PROVO,UT 84601	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UNIVERSITY OF UTAH DEVELOPMENT OFFICE 201 PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY,UT 84112	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
UTAH COUNTY CRISIS LINE UTAH COUNTY CRISIS LINE 1433 EAST 840 NORTH 1433 EAST 840 NORTH OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
UTAH FOOD BANK UTAH FOOD BANK 3150 SOUTH 900 WEST 3150 SOUTH 900 WEST SALT LAKE CITY,UT 84119	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
UTAH PARTNERS FOR HEALTH UTAH PARTNERS FOR HEALTH 3665 SOUTH 8400 WEST 3665 SOUTH 8400 WEST MAGNA,UT 84044	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UTAH SHAKESPEAREAN FESTIVAL UTAH SHAKESPEAREAN FESTIVAL 351 W CENTER ST 351 W CENTER ST CEDAR CITY,UT 84720	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
UTAH STATE UNIVERSITY UTAH STATE UNIVERSITY 1400 OLD MAIN HILL 1400 OLD MAIN HILL LOGAN,UT 84322	NOT APPLICABLE	PUBLIC	UNRESTRICTED	40,000
UTAH VALLEY SYMPHONY UTAH VALLEY SYMPHONY PO BOX 50118 PO BOX 50118 PROVO,UT 84605	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,500
UTAH VALLEY UNIVERSITY FOUNDATION UTAH VALLEY UNIVERSITY FOUNDATION 800 W UNIV PRKWY MS111 800 W UNIV PRKWY MS111 OREM,UT 84058	NOT APPLICABLE	PUBLIC	UNRESTRICTED	32,000
UTAH YOUTH VILLAGE UTAH YOUTH VILLAGE 5800 HIGHLAND DR 5800 HIGHLAND DR SALT LAKE CITY,UT 84121	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
VALLEY SERVICES VALLEY SERVICES 3685 W 6200 S 3685 W 6200 S SALT LAKE CITY,UT 84118	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,500
VOLUNTEERS OF AMERICA VOLUNTEERS OF AMERICA 511 WEST 200 SOUTH 160 511 WEST 200 SOUTH 160 SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
WOMEN WHO CARE MINISTRIES WOMEN WHO CARE MINISTRIES 19634 CLUB HOUSE ROAD 19634 CLUB HOUSE ROAD MONTGOMERY VILLAGE,MD 20886	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
YOUR COMMUNITY CONNECTION YOUR COMMUNITY CONNECTION 2261 ADAMS AVE 2261 ADAMS AVE OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUR HEALTH YOUR CHOICE FOUNDATION YOUR HEALTH YOUR CHOICE FOUNDATION 1812 W SUNSET BLVD SUITE 1-207 ST GEORGE,UT 84770	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
ZAMBIA'S SCHOLARSHIP ZAMBIA'S SCHOLASHIP FOUNDATION PO BOX 515 PO BOX 515 BRIGHAM CITY,UT 84302	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
MORE GOOD FOUNDATION MORE GOOD FOUNDATION 1569 N TECHNOLOGY WAY BLD 1569 N TECHNOLOGY WAY BLD OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	120,000
Total  3a				819,344

TY 2012 Accounting Fees Schedule**Name:** THE ASHTON FAMILY FOUNDATION**EIN:** 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	3,550	3,550		

TY 2012 Compensation Explanation

Name: THE ASHTON FAMILY FOUNDATION
EIN: 87-0480108

Person Name	Explanation
ADAM ASHTON	
ALAN C ASHTON	
ALLISON NORTON	
AMY JO YOUNG	
ANNIE ASHTON	
BRIGHAM ASHTON	
CHAD YOUNG	
ELIZABETH ASHTON	
EMILY ANN EDDINGTON	
ERIN ASHTON	
HEATH WESTFALL	
KAREN ASHTON	
MELISSA ASHTON	
MORGAN ASHTON	
PAUL EDDINGTON	
REBEKAH WESTFALL	
SAMUEL ASHTON	
SPENCER ASHTON	
STEPHANIE ASHTON	
STEPHEN ASHTON	
TOBY NORTON	
TRACI ASHTON	
RALPH RASMUSSEN	
ELIZA SMITH	
MICHAEL SMITH	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CONCOPHILLIPS	2006-01	PURCHASE	2012-06		121,772	113,615			8,157	
PHILLIPS 66	2006-01	PURCHASE	2012-05		16	15			1	

TY 2012 Investments Corporate Stock Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AFLAC INC	141,842	168,291
BANK OF AMERICA CORP	142,060	36,614
BERKSHIRE HATH CL B	108,191	219,765
HOME DEPOT, INC.	124,800	228,293
HONEYWELL INTL INC	117,375	158,675
INTEL CORP.	126,654	86,188
MICROSOFT CORP	182,303	183,469
STANDARD & POORS DEP RECPT	108,359	142,410
UNITEDHEALTH GROUP	133,815	125,263
WELLS FARGO & CO	145,847	159,211
ISHARES BARCLAYS AGGREGATE BD FUND		
ISHARES BARCLAYS TIPS PROTECTED	259,538	312,631
ISHARES CORE TOTAL US BOND	259,330	283,254
JP MORGAN HI YLD SELC CL	269,456	332,038
LOOMIS SAYLES STRATEGIC INC FD CL Y	420,008	563,656
PUTNAM HIGH YIELD ADVANTAGE FD	260,000	335,429
CONOCOPHILLIPS	33,750	60,959
LORD ABBETT MID-CAP STOCK	319,355	345,046
THORNBURG INTERNATIONAL VALUE	363,192	304,954

TY 2012 Other Assets Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FURNITURE & EQUIPMENT		21,979	21,979

TY 2012 Other Expenses Schedule**Name:** THE ASHTON FAMILY FOUNDATION**EIN:** 87-0480108

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE EXPENSES	150	150		

**TY 2012 Other Notes/Loans
Receivable Short Schedule**

Name: THE ASHTON FAMILY FOUNDATION
EIN: 87-0480108

Name of 501(c)(3) Organization	Balance Due
NOTES RECEIVABLE	7,546,794

TY 2012 Other Professional Fees Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	16,213	16,213		

TY 2012 Taxes Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	619	619		