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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning JUNE 1, 2012, and ending MAY 31, 2013

Name of foundation **J&V FLYNN FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) **C/O WILLIAM R. PILLMAN, 1921 W. ALTORFER DRIVE**

Room/suite

City or town, state, and ZIP code **PEORIA, IL 61615**

A Employer identification number **37-1387143**

B Telephone number (see instructions) **309-713-2812**

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **11198387**

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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 type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	32056	32056	32056	
	4 Dividends and interest from securities	297131	297131	297131	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(26406)			
	b Gross sales price for all assets on line 6a	1953932			
	7 Capital gain net income (from Part IV, line 2)	0			
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	206	206	206	
	12 Total. Add lines 1 through 11	302987	329393	329393	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	105	0	0	
	b Accounting fees (attach schedule)	9415	0	0	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2820	232	0	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	70453	70400	0	
	24 Total operating and administrative expenses. Add lines 13 through 23	82793	70632	0	
	25 Contributions, gifts, grants paid	481000			
	26 Total expenses and disbursements. Add lines 24 and 25	563793	70632	0	
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(260806)			
	b Net investment income (if negative, enter -0-)		258761		
	c Adjusted net income (if negative, enter -0-)			329393	

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	45072	45431	45431
	2	Savings and temporary cash investments	1654133	687475	673406
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	7280	10458	10458
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6975732	7426318	10219803
	c	Investments—corporate bonds (attach schedule)	0	251726	249289
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		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 ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	8682217	8421408	11198387
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	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		
		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 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	8682217	8421408	
	30	Total net assets or fund balances (see instructions)	8682217	8421408	
	31	Total liabilities and net assets/fund balances (see instructions)	8682217	8421408	

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	8682217
2	Enter amount from Part I, line 27a	2	(260806)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8421411
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	3
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8421408

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 SCHEDULE ATTACHED			P		
b SCHEDULE ATTACHED			P		
c SCHEDULE ATTACHED			P		
d SCHEDULE ATTACHED			P		
e CAPITAL GAIN DISTRIBUTION-MUTUAL FUND			VAR	VAR	VAR
(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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			6393		
b			25519		
c			(5011)		
d			(53951)		
e			644		
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	(26406)	
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.

(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	482572	9999138	048261
2010	483647	9925818	048726
2009	354000	9662498	036636
2008	320650	7900241	040587
2007	308000	6367085	048373
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			
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 Part VI instructions.			

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2588
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	2588
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	2588
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11841
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	11841
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	9253
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11	

Part VII-A Statements 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?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. ▶ \$ <u>N/A</u> (2) On foundation managers. ▶ \$ <u>N/A</u>			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>N/A</u>			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ <u>ILLINOIS</u>			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	✓	
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		✓
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		✓

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		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	<input checked="" type="checkbox"/>	
Website address ► <u>N/A</u>				
14	The books are in care of ► <u>WILLIAM R. PILLMAN, C.P.A.</u>	Telephone no. ►	<u>309-713-2812</u>	
	Located at ► <u>1921 W. ALTORFER DRIVE, PEORIA, IL</u>	ZIP+4 ►	<u>61615</u>	
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		<input checked="" type="checkbox"/>	<input type="checkbox"/>

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	<input checked="" type="checkbox"/>
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b		✓
6b		✓
7b		✓

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
WILLIAM R. PILLMAN PEORIA, IL	1 HR PRESIDENT	0	0	0
SALLY A. PILLMAN PEORIA, IL	1 HR TRUSTEE	0	0	0
WILLIAM CAMPBELL PEORIA, IL	1 HR TRUSTEE	0	0	0

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
N/A				

Total number of other employees paid over \$50,000 ☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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	9390036
b	Average of monthly cash balances	1b	1201229
c	Fair market value of all other assets (see instructions)	1c	8869
d	Total (add lines 1a, b, and c)	1d	10600134
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	10600134
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	159002
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10441132
6	Minimum investment return. Enter 5% of line 5	6	522057

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	522057
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2588
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2588
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	519469
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	519469
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	519469

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	481000
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	481000
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	2588
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	478412

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				519469
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			244024	
b Total for prior years' 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	0			
b From 2008	0			
c From 2009	0			
d From 2010	0			
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 481000				
a Applied to 2011, but not more than line 2a			244024	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2012 distributable amount				236976
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				282493
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9.				
a Excess from 2008	0			
b Excess from 2009	0			
c Excess from 2010	0			
d Excess from 2011	0			
e Excess from 2012	0			

Part XIV Private 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 foundation is a private operating foundation described in section ☐ 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		
329393	258686	141153	99551	828783	
b 85% of line 2a	279984	219883	119980	84618	704465
c Qualifying distributions from Part XII, line 4 for each year listed	481000	485000	485000	354000	1805000
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	481000	485000	485000	354000	1805000
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets	11198387	10001881	10283542	9870402	41354212
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	11198387	10001881	10283542	9870402	41354212
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	348003	333271	330828	322051	1334153
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)	0	0	0	0	0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)	0	0	0	0	0
(3) Largest amount of support from an exempt organization	0	0	0	0	0
(4) Gross investment income	329393	258686	141153	119207	848439

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

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

N/A

- 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

N/A

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:

WILLIAM R. PILLMAN
1921 W. ALTORFER DRIVE, PEORIA, IL 61615
309-713-2812

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

NO PRESCRIBED FORM

- 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED				481000
Total			▶	3a 481000
b Approved for future payment N/A				
Total			▶	3b

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
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Form **990-PF** (2012)

37-1387143
J&V FLYNN FOUNDATION
FOR THE YEAR ENDED MAY 31, 2013

FORM 990 PF - PAGE 1

	(A) REVENUE <u>EXPENSE</u> <u>PER BOOKS</u>	(B) NET INVESTMENT <u>INCOME</u>	(C) ADJUSTED NET <u>INCOME</u>
<u>LINE 11 – OTHER INCOME</u>			
REFUNDS	\$ 206.	\$ 206.	\$ 206.
<u>LINE 16A – LEGAL FEES</u>			
LEGAL FEE	\$ 105.	\$ 0.	\$ 0.
<u>LINE 16B – ACCOUNTING FEES</u>			
ACCOUNTING FEES	\$ 9415.	\$ 0.	\$ 0.
<u>LINE 18 – TAXES</u>			
EXCISE TAX	\$ 2588.	\$ 0.	\$ 0.
FOREIGN TAX	232.	232.	0.
	\$ 2820.	\$ 232.	\$ 0.
<u>LINE 23 – OTHER EXPENSES</u>			
FILING FEE	\$ 25.	\$ 0.	\$ 0.
BANK FEE	12.	0.	0.
INVESTMENT MANAGEMENT FEES	70400.	70400.	0.
MISCELLANEOUS	16.	0.	0.
	\$ 70453.	\$ 70400.	\$ 0.

37-1387143
J&V FLYNN FOUNDATION
FOR THE YEAR ENDED MAY 31, 2013

FORM 990 PF - PAGE 2

	(A) BEGINNING OF YEAR <u>BOOK VALUE</u>	(B) END OF YEAR <u>BOOK VALUE</u>	(C) END OF YEAR <u>FAIR MARKET VALUE</u>
<u>LINE 9 – PREPAID EXPENSES</u>			
ACCRUED INTEREST RECEIVABLE	\$ 5439.	\$ 1205.	\$ 1205.
PREPAID TAXES	<u>1841.</u>	<u>9253.</u>	<u>9253.</u>
	\$ <u>7280.</u>	\$ <u>10458.</u>	\$ <u>10458.</u>
 <u>LINE 10B – INVESTMENTS – CORP STOCK</u>			
MORGAN STANLEY	\$ 6053035.	\$ 6611775.	\$ 8739523.
MORGAN STANLEY	<u>922697.</u>	<u>814543.</u>	<u>1480280.</u>
	\$ <u>6975732.</u>	\$ <u>7426318.</u>	\$ <u>10219803.</u>
 <u>LINE 10C – INVESTMENTS – CORP BONDS</u>			
MORGAN STANLEY	\$ 0.	\$ 151726.	\$ 150497.
MORGAN STANLEY	<u>0.</u>	<u>100000.</u>	<u>98792.</u>
	\$ <u>0.</u>	\$ <u>251726.</u>	\$ <u>249289.</u>

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-012664-006						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST	SHORT	
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	TERM	
PEPSICO INC NC	12/12/12	01/19/12	551.98	378.00	173.98	
ZIMMER HLDGS INC	12/12/12	01/19/12	919.98	1,432.00	(512.02)	
PEPSICO INC NC	12/12/12	05/23/13	260.99	2,130.00	(1,869.01)	
ZIMMER HLDGS INC	12/12/12	05/23/13	1,155.97	3,960.00	(2,804.03)	
TOTAL:			2,888.92	7,900.00	(5,011.08)	

J&V FLYNN FOUNDATION

MORGAN STANLEY ACCOUNT #315-012664-006

LONG TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013

[illegible]

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
LONG TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST		
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	GAIN/	LOSS
AMERN EXPRESS CD	05/19/11	08/21/12	110,018.70	110,000.00	18.70	
BANCO POPULAR CD	07/20/11	08/21/12	99,959.00	100,000.00	(41.00)	
ST BK OF INDIA CD	08/03/11	08/21/12	50,236.50	50,002.03	234.47	
DISCOVER BANK CD	03/21/11	08/22/12	14,000.00	14,840.76	(840.76)	
WRIGHT EXPRESS CD	03/21/11	09/25/12	10,000.00	10,000.00	0.00	
AURORA BANK CD	07/20/11	09/26/12	20,000.00	20,872.29	(872.29)	
INTEL CORP	05/26/11	10/01/12	97,747.56	98,230.54	(482.98)	
INTEL CORP	01/09/96	10/01/12	36,371.18	21,856.00	14,515.18	
KRAFT FOODS GROUP INC	05/28/10	10/01/12	0.75	0.49	0.26	
HEWLETT PACKARD	05/23/11	11/15/12	36,737.98	101,254.93	(64,516.95)	
HEWLETT PACKARD	04/18/96	11/15/12	10,496.56	27,856.00	(17,359.44)	
KIMBERLY CLARK CORP	08/08/11	12/04/12	112,317.47	83,152.73	29,164.74	
CIT BK CD	07/22/11	01/22/13	5,000.00	5,179.36	(179.36)	
CAPMARK BK CD	07/19/11	01/23/13	20,042.00	20,711.61	(669.61)	
KIMBERLY CLARK CORP	08/08/11	03/05/13	51,838.83	38,378.18	13,460.65	
AMEX BANK FSB CD	05/19/11	03/18/13	7,000.00	7,274.10	(274.10)	
ABBOTT LABORATORIES	07/15/11	04/10/13	21,815.50	15,415.41	6,400.09	
ABBVIE INC COM	07/15/11	04/10/13	21,815.50	16,716.76	5,098.74	
ALLY BANK CD	07/20/11	04/15/13	5,000.00	5,193.72	(193.72)	
BERKSHIRE HATHAWAY CL-B NEW	08/31/94	05/17/13	37,350.85	20,234.00	17,116.85	
BERKSHIRE HATHAWAY CL-B NEW	05/08/07	05/17/13	59,510.52	32,238.50	27,272.02	
BERKSHIRE HATHAWAY CL-B NEW	07/27/10	05/17/13	4,269.99	3,054.48	1,215.51	
CAPITAL ONE USA	07/25/11	04/16/13	100,000.00	105,596.01	(5,596.01)	
CIT BK CD	07/11/11	05/30/13	96,154.25	102,715.22	(6,560.97)	
CIT BK SALT LK CD	05/19/11	04/15/13	6,000.00	6,218.33	(218.33)	
CONAGRA FOODS INC	03/09/93	04/25/13	25,323.42	11,192.00	14,131.42	
DISCOVER BANK CD	07/22/11	05/13/13	5,000.00	5,354.33	(354.33)	

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
LONG TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST BASIS	GAIN/ LOSS	
DISCOVER BANK CD	07/20/11	05/30/13	59,241.90	63,472.30	(4,230.40)	
DISCOVER BANK CD	07/22/11	04/18/13	10,000.00	10,698.98	(698.98)	
GE CAP RET BK CD	07/11/11	05/28/13	20,000.00	20,254.75	(254.75)	
JPMC (WAMU NV) CD	07/25/11	05/30/13	20,968.50	22,571.19	(1,602.69)	
KEY BANK NATL CD	05/19/11	04/23/13	5,000.00	5,289.55	(289.55)	
NATIONAL CITY CD	07/22/11	04/09/13	15,000.00	15,818.82	(818.82)	
UNUMPROVIDENT CORP	05/17/11	05/17/13	56,858.92	52,883.98	3,974.94	
WACHOVIA BK CD	07/27/11	05/30/13	16,212.32	17,241.90	(1,029.58)	
TOTALS:			1,267,288.20	1,241,769.25	25,518.95	

J&V FLYNN FOUNDATION

MORGAN STANLEY ACCOUNT #315-52076-003

SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013

DESCRIPTION	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST BASIS	SHORT TERM
BERKSHIRE HATHAWAY CL	01/23/12	06/18/12	691.16	0.00	691.16
DEERE & CO	12/19/11	06/18/12	1,704.93	0.00	1,704.93
GATX CORP	12/19/11	06/18/12	1,112.82	0.00	1,112.82
GENERAL ELECTRIC CO	01/23/12	06/18/12	863.39	0.00	863.39
HONEYWELL INTERNATIONAL	12/02/11	06/18/12	1,259.06	0.00	1,259.06
MC DONALDS CORP	12/01/11	06/18/12	911.33	0.00	911.33
UNUMPROVIDENT CORP	10/31/11	06/18/12	999.51	0.00	999.51
UNUMPROVIDENT CORP	11/01/11	06/18/12	1,150.81	0.00	1,150.81
UNUMPROVIDENT CORP	12/01/11	06/18/12	2,088.30	0.00	2,088.30
CANADIAN NATL RAILWAY	02/07/12	06/20/12	1,002.47	2,060.00	(1,057.53)
INTL BUSINESS MACHINE	07/18/11	06/26/12	20,249.14	28,260.00	(8,010.86)
ARCHER DANIELS MIDLAN	03/19/12	06/29/12	292.93	30.00	262.93
ARCHER DANIELS MIDLAN	03/19/12	06/29/12	1,146.08	175.00	971.08
CHEVRON CORP	05/05/11	07/09/12	11,848.92	6,420.00	5,428.92
GENERAL ELECTRIC CO	01/19/12	07/09/12	8,680.51	8,227.17	453.34
ARCHER DANIELS MIDLAN	03/19/12	07/10/12	1,415.81	116.00	1,299.81
BOEING CO	01/23/12	07/10/12	3,331.18	80.00	3,251.18
MERCK & CO INC	01/23/12	07/13/12	114.95	268.00	(153.05)
BRISTOL MYERS SQUIBB	03/23/12	07/18/12	237.59	980.00	(742.41)
3M COMPANY	01/10/12	07/23/12	324.99	0.00	324.99
3M COMPANY	01/23/12	07/23/12	375.99	0.00	375.99
BP PLC ADS	01/23/12	07/23/12	822.38	0.00	822.38
BP PLC ADS	01/23/12	07/23/12	808.70	0.00	808.70
CISCO SYS INC	01/23/12	07/23/12	535.25	0.00	535.25
INTEL CORP	01/23/12	07/23/12	1,845.83	0.00	1,845.83
JOHNSON & JOHNSON	01/23/12	07/23/12	343.99	0.00	343.99
MICROSOFT CORP	01/23/12	07/23/12	781.36	0.00	781.36
PROCTOR & GAMBLE	01/23/12	07/23/12	343.99	0.00	343.99
TEXAS INSTRUMENTS	01/23/12	07/23/12	958.84	0.00	958.84
WELLS FARGO & CO	01/10/12	07/23/12	2,218.40	0.00	2,218.40
WELLS FARGO & CO	01/23/12	07/23/12	433.99	0.00	433.99
PFIZER INC	01/10/12	08/03/12	2,607.04	4,158.00	(1,550.96)

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST	SHORT	
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	TERM	
PHILLIPS 66	05/24/12	08/06/12	468.98	3,213.00	(2,744.02)	
CISCO SYS INC	05/18/12	08/20/12	2,519.94	3,660.00	(1,140.06)	
CISCO SYS INC	07/23/12	08/20/12	254.99	1,350.00	(1,095.01)	
CONOCOPHILLIPS	02/21/12	08/20/12	519.76	0.00	519.76	
FREEMPORT MCMORAN	01/23/12	08/20/12	863.96	0.00	863.96	
HEWLETT PACKARD	01/23/12	08/20/12	469.63	0.00	469.63	
PACCAR INC	02/21/12	08/20/12	2,720.52	0.00	2,720.52	
PNC FINL SVCS GP	02/21/12	08/20/12	1,972.54	0.00	1,972.54	
PROLOGIS INC	01/23/12	08/20/12	48.59	0.00	48.59	
ILL TOOL WORKS INC	02/03/12	08/28/12	7,681.09	4,383.20	3,297.89	
KIMBERLY CLARK CORP	11/14/11	08/28/12	4,816.27	17,061.05	(12,244.78)	
KRAFT FOODS INC CL A	01/12/12	08/29/12	1,799.67	3,108.00	(1,308.33)	
KRAFT FOODS INC CL A	03/02/12	08/29/12	1,456.24	3,108.00	(1,651.76)	
ABBOTT LABORATORIES	05/25/12	08/30/12	4,363.90	5,240.00	(876.10)	
INTL BUSINESS MACHINE	07/21/11	08/30/12	3,778.21	2,775.00	1,003.21	
MERCK & CO INC	01/03/12	08/30/12	3,227.98	5,600.00	(2,372.02)	
INTEL CORP	04/24/12	09/04/12	85.89	10.00	75.89	
CATERPILLAR INC	05/21/12	09/07/12	2,681.93	61.20	2,620.73	
MARATHON OIL CO	04/20/12	09/07/12	1,712.94	93.00	1,619.94	
AT&T INC	06/20/12	09/13/12	269.99	1,152.00	(882.01)	
GENERAL ELECTRIC CO	03/15/12	09/13/12	1,032.61	658.50	374.11	
GENERAL ELECTRIC CO	06/18/12	09/13/12	441.99	746.30	(304.31)	
BERKSHIRE HATHAWAY CL	03/19/12	09/17/12	559.82	528.00	31.82	
EXXON MOBIL CORP	06/06/12	09/17/12	433.99	4,032.00	(3,598.01)	
DEERE & CO	03/19/12	09/24/12	543.98	0.00	543.98	
GATX CORP	03/19/12	09/24/12	1,752.48	0.00	1,752.48	
ZIMMER HLDGS INC	03/19/12	09/24/12	384.00	0.00	384.00	
INTEL CORP	04/12/12	10/01/12	1,724.28	48.00	1,676.28	
INTEL CORP	07/23/12	10/01/12	809.98	108.00	701.98	
INTEL CORP	09/04/12	10/01/12	149.99	45.00	104.99	
DEERE & CO	06/06/12	10/05/12	2,409.94	3,750.00	(1,340.06)	
MERCK & CO INC	07/13/12	10/05/12	335.99	624.00	(288.01)	

J&V FLYNN FOUNDATION					
MORGAN STANLEY ACCOUNT #315-52076-003					
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013					
	DATE	DATE	SALES	COST	
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	SHORT TERM
PFIZER INC	03/23/12	10/05/12	187.19	880.00	(692.81)
PFIZER INC	05/18/12	10/05/12	901.97	1,936.00	(1,034.03)
BERKSHIRE HATHAWAY CL	06/18/12	10/08/12	599.98	1,195.00	(595.02)
PHILLIPS 66	08/14/12	10/08/12	755.98	2,220.00	(1,464.02)
BUNGE LTD	07/23/12	10/16/12	55.99	55.00	0.99
JOHNSON & JOHNSON	04/23/12	10/18/12	258.49	2,745.00	(2,486.51)
EXXON MOBIL CORP	07/19/11	10/19/12	7,340.74	5,040.00	2,300.74
INTEL CORP	10/01/11	10/21/12	54,556.78	58,863.97	(4,307.19)
3M COMPANY	04/24/12	10/22/12	1,544.73	0.00	1,544.73
BP PLC ADS	04/23/12	10/22/12	808.19	0.00	808.19
BUNGE LTD	04/24/12	10/22/12	1,218.89	0.00	1,218.89
CISCO SYS INC	04/23/12	10/22/12	419.48	0.00	419.48
DEVON ENERGY CORP	03/01/12	10/22/12	1,580.14	0.00	1,580.14
HONEYWELL INTERNATIONAL	07/21/11	10/22/12	5,469.47	3,012.00	2,457.47
HONEYWELL INTERNATIONAL	11/15/11	10/22/12	4,452.40	2,510.00	1,942.40
INTL BUSINESS MACHINE	07/23/12	10/22/12	215.99	0.00	215.99
JOHNSON & JOHNSON	07/23/12	10/22/12	219.99	0.00	219.99
MICROSOFT CORP	03/01/12	10/22/12	1,868.87	0.00	1,868.87
PROCTOR & GAMBLE	04/23/12	10/22/12	315.49	0.00	315.49
TEXAS INSTRUMENTS	07/23/12	10/22/12	379.99	0.00	379.99
WELLS FARGO & CO	03/16/12	10/22/12	1,606.35	0.00	1,606.35
WELLS FARGO & CO	07/23/12	10/22/12	881.98	0.00	881.98
AGILENT TECHNOLOGIES	03/08/11	11/15/12	633.98	3.00	630.98
AGILENT TECHNOLOGIES	04/17/12	11/15/12	161.49	3.00	158.49
ARCHER DANIELS MIDLAN	07/02/12	11/15/12	1,557.96	123.00	1,434.96
ARCHER DANIELS MIDLAN	07/10/12	11/15/12	782.98	87.00	695.98
BRISTOL MYERS SQUIBB	07/18/12	11/15/12	1,059.97	20.00	1,039.97
BRISTOL MYERS SQUIBB	07/18/12	11/15/12	209.99	4.00	205.99
DOW CHEMICAL CO	01/12/12	11/15/12	10,091.76	102.00	9,989.76
DOW CHEMICAL CO	02/17/12	11/15/12	2,285.26	13.00	2,272.26
DOW CHEMICAL CO	05/24/12	11/15/12	1,957.95	66.00	1,891.95
HEWLETT PACKARD	05/21/12	11/15/12	647.98	48.00	599.98

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST		
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	SHORT	TERM
HEWLETT PACKARD	08/20/12	11/15/12	347.99	24.00	323.99	
JPMORGAN CHASE & CO	03/19/12	11/15/12	4,380.03	40.00	4,340.03	
JPMORGAN CHASE & CO	03/19/12	11/15/12	4,215.30	54.00	4,161.30	
PNC FINL SVCS GP	08/20/12	11/15/12	2,199.95	66.00	2,133.95	
BOEING CO	06/14/12	11/19/12	1,169.97	0.00	1,169.97	
BOEING CO	07/10/12	11/19/12	919.97	0.00	919.97	
CATERPILLAR INC	05/18/12	11/19/12	4,509.89	0.00	4,509.89	
CATERPILLAR INC	08/03/12	11/19/12	350.72	0.00	350.72	
CONOCOPHILLIPS	05/24/12	11/19/12	755.98	0.00	755.98	
MICROSOFT CORP	07/23/12	11/19/12	383.99	0.00	383.99	
UNITED TECHNOLOGIES	05/21/12	11/19/12	2,879.93	0.00	2,879.93	
BUNGE LTD	02/23/12	11/23/12	5,315.80	2,800.00	2,515.80	
INTL BUSINESS MACHINE	06/26/12	11/23/12	26,975.39	19,872.00	7,103.39	
CANADIAN NATL RAILWAY	06/20/12	11/29/12	3,299.92	1,800.00	1,499.92	
PHILLIPS 66	10/08/12	11/29/12	1,649.96	3,300.00	(1,650.04)	
PFIZER INC	08/03/12	12/04/12	4,509.89	4,785.00	(275.11)	
PROCTOR & GAMBLE	07/23/12	12/06/12	1,120.97	1,976.00	(855.03)	
BP PLC ADS	07/23/12	12/11/12	1,215.97	160.00	1,055.97	
BP PLC ADS	07/23/12	12/11/12	37.99	5.00	32.99	
DEERE & CO	10/05/12	12/14/12	4,249.90	4,300.00	(50.10)	
CHEVRON CORP	06/18/12	12/24/12	283.99	0.00	283.99	
DEERE & CO	06/18/12	12/24/12	1,595.96	0.00	1,595.96	
EMERSON ELECTRIC CO	05/14/12	12/24/12	1,514.36	0.00	1,514.36	
GATX CORP	06/18/12	12/24/12	959.97	0.00	959.97	
HONEYWELL INTERNATION	06/18/12	12/24/12	699.98	0.00	699.98	
MC DONALDS CORP	05/18/12	12/24/12	887.98	0.00	887.98	
MC DONALDS CORP	06/18/12	12/24/12	575.98	0.00	575.98	
BERKSHIRE HATHAWAY CL	09/17/12	01/03/13	791.98	1,240.00	(448.02)	
BLACKROCK INC	11/15/12	01/03/13	659.98	3,042.00	(2,382.02)	
CONAGRA FOODS INC	07/14/11	01/03/13	535.25	320.00	215.25	
ARCHER DANIELS MIDLAN	11/15/12	01/04/13	1,302.67	7,350.00	(6,047.33)	
PROLOGIS INC	08/20/12	01/08/13	129.99	180.00	(50.01)	

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST		
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS		SHORT TERM
JPMORGAN CHASE & CO	11/15/12	01/10/13	2,208.95	7,614.00		(5,405.05)
DEERE & CO	01/13/11	01/11/13	8,554.50	420.00		8,134.50
DEERE & CO	12/14/12	01/11/13	4,939.88	6,218.90		(1,279.02)
TEXAS INSTRUMENTS	10/23/12	01/11/13	779.98	3,460.00		(2,680.02)
CANADIAN NATL RAILWAY	11/29/12	01/15/13	1,449.96	3,030.00		(1,580.04)
DOW CHEMICAL CO	11/15/12	01/15/13	1,172.97	8,763.00		(7,590.03)
JOHNSON & JOHNSON	10/18/12	01/15/13	2,324.94	1,845.00		479.94
CISCO SYS INC	08/20/12	01/16/13	5,474.87	7,425.00		(1,950.13)
HONEYWELL INTERNATIONAL	10/22/12	01/18/13	4,883.89	6,790.08		(1,906.19)
3M COMPANY	07/23/12	01/22/13	543.98	0.00		543.98
BRISTOL MYERS SQUIBB	09/16/12	01/22/13	1,996.16	0.00		1,996.16
DARDEN RESTAURANTS	07/05/12	01/22/13	1,599.96	0.00		1,599.96
DU PONT EI DE NEMOURS	07/15/11	01/22/13	3,804.05	0.00		3,804.05
DU PONT EI DE NEMOURS	01/30/12	01/22/13	5,183.20	0.00		5,183.20
MC DONALDS CORP	09/29/11	01/22/13	5,291.73	0.00		5,291.73
SEADRILL LTD	02/07/12	01/22/13	2,410.46	0.00		2,410.46
SEADRILL LTD	05/01/12	01/22/13	2,922.71	0.00		2,922.71
SEADRILL LTD	08/14/12	01/22/13	249.99	0.00		249.99
TEREX CP NEW DEL	02/23/12	01/22/13	3,073.53	0.00		3,073.53
UNITED PARCEL SERVICE	08/23/12	01/22/13	688.98	0.00		688.98
ZIMMER HLDGS INC	09/01/12	01/24/13	299.99	549.00		(249.01)
3M COMPANY	10/22/12	01/25/13	1,634.96	3,795.00		(2,160.04)
BRISTOL MYERS SQUIBB	11/15/12	01/25/13	143.99	2,124.00		(1,980.01)
PFIZER INC	10/05/12	01/25/13	3,137.20	4,224.00		(1,086.80)
BUNGE LTD	10/16/12	01/28/13	124.99	308.00		(183.01)
BUNGE LTD	10/24/12	01/28/13	1,017.69	3,696.00		(2,678.31)
BUNGE LTD	11/23/12	01/28/13	3,499.92	5,978.00		(2,478.08)
ILL TOOL WORKS INC	08/28/12	01/28/13	6,879.84	6,108.80		771.04
INTL BUSINESS MACHINE	08/30/12	01/28/13	2,954.93	2,508.00		446.93
PACCAR INC	08/20/12	01/28/13	2,459.94	5,330.00		(2,870.06)
PROCTOR & GAMBLE	12/06/12	01/28/13	1,766.96	4,636.00		(2,869.04)
PROCTOR & GAMBLE	10/23/12	01/29/13	320.99	1,837.80		(1,516.81)

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST		
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS	SHORT	TERM
DEERE & CO	09/25/12	02/01/13	519.98	944.00	(424.02)	
MARATHON OIL CO	09/07/12	02/05/13	1,952.95	4,712.00	(2,759.05)	
PFIZER INC	12/04/12	02/05/13	3,299.92	8,085.00	(4,785.08)	
ARCHER DANIELS MIDLAN	01/04/13	02/07/13	7,839.82	10,500.00	(2,660.18)	
UNITED TECHNOLOGIES	11/20/12	02/07/13	1,519.96	7,740.00	(6,220.04)	
JOHNSON & JOHNSON	10/24/12	02/08/13	459.98	1,030.00	(570.02)	
UNUMPROVIDENT CORP	09/04/12	02/08/13	1,799.95	10,140.00	(8,340.05)	
ANALOG DEVICES INC	10/02/12	02/11/13	1,659.80	5,040.00	(3,380.20)	
TEREX CP NEW DEL	01/22/13	02/12/13	1,349.96	4,100.00	(2,750.04)	
EMERSON ELECTRIC CO	12/24/12	02/14/13	2,999.93	8,100.00	(5,100.07)	
GATX CORP	09/25/12	02/14/13	1,199.97	1,350.00	(150.03)	
GATX CORP	12/24/12	02/14/13	803.98	2,796.00	(1,992.02)	
CATERPILLAR INC	09/07/12	02/19/13	2,249.94	0.00	2,249.94	
COLGATE PALMOLIVE CO	08/23/12	02/19/13	859.98	0.00	859.98	
CONOCOPHILLIPS	08/20/12	02/19/13	461.98	0.00	461.98	
FREPORT MCMORAN	08/20/12	02/19/13	287.99	0.00	287.99	
FREPORT MCMORAN	08/23/12	02/19/13	1,700.96	0.00	1,700.96	
JOHNSON & JOHNSON	02/08/13	03/05/13	899.97	2,000.00	(1,100.03)	
JPMORGAN CHASE & CO	01/10/13	03/06/13	7,660.82	13,630.00	(5,969.18)	
ZIONS BANCORP	10/22/12	03/06/13	671.98	1,176.00	(504.02)	
3M COMPANY	01/22/13	03/07/13	319.99	1,672.00	(1,352.01)	
CANADIAN NATL RAILWAY	01/15/13	03/08/13	2,049.95	4,200.00	(2,150.05)	
HONEYWELL INTERNATION	12/24/12	03/08/13	679.98	2,690.00	(2,010.02)	
PACCAR INC	01/28/13	03/08/13	10,044.77	13,038.00	(2,993.23)	
PNC FINL SVCS GP	11/15/12	03/08/13	1,451.96	4,290.00	(2,838.04)	
BOEING CO	11/19/12	03/11/13	3,569.92	7,920.00	(4,350.08)	
INTL BUSINESS MACHINE	01/28/13	03/11/13	1,604.96	2,160.00	(555.04)	
UNITED TECHNOLOGIES	02/07/13	03/11/13	7,214.43	11,500.00	(4,285.57)	
BRISTOL MYERS SQUIBB	01/22/13	03/14/13	399.99	2,380.00	(1,980.01)	
UNITED PARCEL SERVICE	01/22/13	03/14/13	376.99	1,950.00	(1,573.01)	
BOEING CO	03/11/13	03/15/13	8,189.81	11,550.00	(3,360.19)	
INTL BUSINESS MACHINE	10/24/12	03/15/13	751.98	1,856.92	(1,104.94)	

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
	DATE	DATE	SALES	COST		
DESCRIPTION	ACQUIRED	SOLD	PRICE	BASIS		SHORT TERM
INTL BUSINESS MACHINE	03/11/13	03/15/13	2,114.95	2,883.00		(768.05)
GENERAL ELECTRIC CO	09/13/12	03/18/13	2,175.95	0.00		2,175.95
NEWMONT MINING CORP	09/04/12	03/18/13	319.99	0.00		319.99
CATERPILLAR INC	11/19/12	03/26/13	1,077.97	70.00		1,007.97
MICROSOFT CORP	10/31/12	03/26/13	335.99	14.00		321.99
MICROSOFT CORP	11/19/12	03/26/13	863.98	96.00		767.98
MC DONALDS CORP	12/24/12	04/02/13	635.98	2,664.00		(2,028.02)
MC DONALDS CORP	01/22/13	04/02/13	559.98	2,220.00		(1,660.02)
PROCTOR & GAMBLE	01/29/13	04/09/13	1,235.97	2,772.00		(1,536.03)
PNC FINL SVCS GP	03/08/13	04/11/13	4,447.86	5,830.00		(1,382.14)
MERCK & CO INC	10/05/12	04/12/13	635.98	148.00		487.98
CATERPILLAR INC	02/19/13	04/15/13	1,817.95	90.00		1,727.95
AT&T INC	09/13/12	04/22/13	1,259.97	0.00		1,259.97
BP PLC ADS	10/24/12	04/22/13	659.98	0.00		659.98
CISCO SYS INC	10/31/12	04/22/13	167.99	0.00		167.99
DARDEN RESTAURANTS	10/16/12	04/22/13	2,599.94	0.00		2,599.94
DEVON ENERGY CORP	10/24/12	04/22/13	398.99	0.00		398.99
EXXON MOBIL CORP	09/17/12	04/22/13	3,695.91	0.00		3,695.91
EXXON MOBIL CORP	09/05/12	04/22/13	143.99	0.00		143.99
SEADRILL LTD	01/24/13	04/22/13	699.98	0.00		699.98
WELLS FARGO & CO	10/22/12	04/22/13	3,212.92	0.00		3,212.92
COLGATE PALMOLIVE CO	02/19/13	04/23/13	709.98	4,870.00		(4,160.02)
DU PONT EI DE NEMOURS	01/22/13	04/25/13	939.84	4,671.00		(3,731.16)
MICROSOFT CORP	03/26/13	04/29/13	1,244.27	8,664.10		(7,419.83)
DARDEN RESTAURANTS	01/22/13	05/09/13	678.58	4,160.00		(3,481.42)
ILL TOOL WORKS INC	01/28/13	05/09/13	6,079.86	6,726.80		(646.94)
ZIONS BANCORP	03/06/13	05/09/13	1,357.96	1,316.00		41.96
CONOCOPHILLIPS	02/19/13	05/10/13	703.98	1,551.00		(847.02)
DOW CHEMICAL CO	01/15/13	05/14/13	10,418.76	6,762.00		3,656.76
PNC FINL SVCS GP	04/11/13	05/14/13	5,433.87	7,676.02		(2,242.15)
CISCO SYS INC	01/16/13	05/16/13	6,857.84	14,925.00		(8,067.16)
ILL TOOL WORKS INC	05/09/13	05/16/13	6,399.85	11,000.00		(4,600.15)

J&V FLYNN FOUNDATION						
MORGAN STANLEY ACCOUNT #315-52076-003						
SHORT TERM TRADES FOR THE PERIOD OF 06-01-2012 THROUGH 05-31-2013						
DESCRIPTION	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST BASIS	SHORT TERM	
KRAFT FOODS GROUP INC	02/15/13	05/16/13	159.99	2,960.00	(2,800.01)	
BERKSHIRE HATHAWAY CL	10/08/12	05/17/13	1,399.96	7,575.00	(6,175.04)	
BERKSHIRE HATHAWAY CL	01/03/13	05/17/13	1,199.97	6,060.00	(4,860.03)	
MARATHON OIL CO	02/05/13	05/17/13	3,947.14	4,557.00	(609.86)	
UNUMPROVIDENT CORP	02/08/13	05/17/13	1,719.96	7,800.00	(6,080.04)	
ZIONS BANCORP	05/09/13	05/17/13	1,483.96	2,506.00	(1,022.04)	
AGILENT TECHNOLOGIES	11/19/12	05/20/13	115.99	0.00	115.99	
CONOCOPHILLIPS	11/20/12	05/20/13	391.99	0.00	391.99	
EMERSON ELECTRIC CO	02/14/13	05/21/13	6,299.85	6,420.00	(120.15)	
CHEVRON CORP	12/24/12	05/22/13	199.99	816.00	(616.01)	
PROLOGIS INC	01/08/13	05/28/13	199.99	526.00	(326.01)	
ZIMMER HLDGS INC	01/24/13	05/29/13	662.98	843.00	(180.02)	
CISCO SYS INC	04/22/13	05/30/13	307.99	1,974.00	(1,666.01)	
DU PONT EI DE NEMOURS	04/25/13	05/30/13	3,536.92	8,640.00	(5,103.08)	
TOTALS:			561,414.04	615,364.81	(53,950.77)	

37-1387143

J&V FLYNN FOUNDATION
FOR THE YEAR ENDED MAY 31, 2013

FORM 990 PF – PAGE 11 PART XV
LINE 3- GRANTS AND CONTRIBUTIONS

NAME AND ADDRESS	RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
ILLINOIS WESLEYAN UNIVERSITY P.O. BOX 2900 BLOOMINGTON, IL 61702	NONE	NA	EDUCATIONAL	\$ 75000.
BRADLEY UNIVERSITY 1501 W. BRADLEY PEORIA, IL 61525	NONE	NA	EDUCATIONAL	15000.
EUREKA COLLEGE 300 E. COLLEGE EUREKA, IL 61530	NONE	NA	EDUCATIONAL	65000.
RED CLOUD INDIAN SCHOOL ATTN: FATHER PETER J. KLINK SJ 100 MISSION DRIVE PINE RIDGE, SD 57770-2100	NONE	NA	CHARITABLE	10000.
MONMOUTH COLLEGE ATTN: DEVELOPMENT OFFICE 700 E. BROADWAY MONMOUTH, IL 61462	NONE	NA	EDUCATIONAL	60000.

37-1387143

J&V FLYNN FOUNDATION
FOR THE YEAR ENDED MAY 31, 2013

FORM 990 PF - PAGE 11 PART XV
LINE 3- GRANTS AND CONTRIBUTIONS

NAME AND ADDRESS	RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
CUMBERLAND COLLEGE 6191 COLLEGE STATION DRIVE WILLIAMSBURG, KY 40769-1372	NONE	NA	EDUCATIONAL	10000.
CHILDREN'S HOSPITAL OF ILLINOIS 530 N.E. GLEN OAK AVENUE PEORIA, IL 61603	NONE	NA	CHARITABLE	21000.
NORTHMINSTER PRESBYTERIAN CHURCH LEARNING CENTER 10720 N. KNOXVILLE AVE PEORIA, IL 61615	NONE	NA	EDUCATIONAL	25000.
POWER OF PLAY 2520 N. PROSPECT ROAD PEORIA, IL 61603	NONE	NA	EDUCATIONAL	100000.
PEORIA RIVERFRONT MUSEUM 222 S.W. WASHINGTON STREET PEORIA, IL 61602	NONE	NA	EDUCATIONAL	<u>100000.</u>
TOTAL:				\$ <u>481000.</u>

Fqrm **8868**

(Rev. January 2013)

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

OMB No 1545-1709

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

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

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

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

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

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

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

		Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	J&V FLYNN FOUNDATION	37-1387143	
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)	
	C/O WILLIAM R. PILLMAN, 1921 W. ALTORFER DRIVE		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	PEORIA, IL 61615		

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

0 4

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

- The books are in the care of ► WILLIAM R. PILLMAN, C.P.A.

Telephone No. ► 309-713-2812 FAX No. ► 309-713-2961

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until JANUARY 15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year 20 ____ or► ☒ tax year beginning JUNE 01, 20 12, and ending MAY 31, 20 13

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

☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2500
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	11841
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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

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

Cat. No 27916D

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

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

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

Enter filer's identifying number, see instructions

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

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

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

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

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

- 4 I request an additional 3-month extension of time until _____, 20 ____.
- 5 For calendar year _____, or other tax year beginning _____, 20 _____, and ending _____, 20 ____.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension _____

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

Signature and Verification must be completed for Part II only.

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

Signature William Ray Pullman Title Trustee Date 10-3-13