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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For	cale	ndar year 2012 or tax year beginning JUI	1, 2012	, and e	nding	JUN 30, 201	3				
Na	me o	foundation				A Employer identificatio	n number				
C	'la	yton Brown Family Found	lation			36-3250579	9				
		and street (or PO box number if mail is not delivered to street			Room/suite	B Telephone number					
1	55	5 Wadsworth Rd				630-690-1	063				
Cit	y or t	own, state, and ZIP code				C if exemption application is	pending, check here				
_ W	he	aton, IL <u>60187</u>									
G (Check	cali that apply: Initial return	Initial return of a f	ormer public (charity	D 1 Foreign organization	is, check here				
		Final return	Amended return			2 Foreign organizations m check here and attach of	eeting the 85% test,				
_		Address change	Name change	 		check here and attach o	computation				
H_(_	type of organization. X Section 501(c)(3) e.				E If private foundation st					
<u> </u>			Other taxable private founding method: X Cash	Accr		under section 507(b)(1					
		· —	ther (specify)	ACCI	uai	F If the foundation is in a under section 507(b)(1					
	•\$	Part II, col. (c), line 16) \sim \square 0 \sim \square 0. (Part I, colu	mn (d) must be on cash	basis)		dider section 507 (b)(T/(D), CHECK HOLD				
	art I	Analysis of Revenue and Expenses	(a) Revenue and		vestment	(c) Adjusted net	(d) Disbursements				
	41	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books		ome	income	for charitable purposes (cash basis only)				
	1	Contributions, gifts, grants, etc., received	137952.	W	G adding .	N/A	* · · · · · · · · · · · · · · · · · · ·				
	2	Check if the foundation is not required to attach Sch. B			£. "Žia		*				
	3	Interest on savings and temporary cash investments	36.		36.		Statement 1				
	4	Dividends and interest from securities	139680.	_1	39680.		Statement 2				
	5a	Gross rents		,	~	0000	***				
<u>o</u>	b	Net rental income or (loss)	in A A	la s'et .		Control of the second	\$ · · · · · · · · · · · · · · · · · · ·				
	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all	294497.	7.5	. 77	£					
ĕ	b	assets on line 6a 900133.			0.4.407	The second of) <u>* </u>				
Revenue	7	Capital gain net income (from Part IV, line 2)			<u>94497.</u>						
	8	Net short-term capital gain									
	9	Income modifications Gross sales less returns	THE TAXABLE PARTY OF THE PARTY	190° 40	* 6.	# *					
	10a	and allowances Less Cost of goods sold	The same of the same of			· · ·					
		Gross profit or (loss)	Sense, 20 746 at 2 1/200	3000	, , ,	*					
	11	Other income					₹				
	12	Total Add lines 1 through 11	572165.	4	34213.						
203	13	Compensation of officers, directors, trustees, etc	0.		0.		0.				
3	14	Other employee salaries and wages									
Θ	15	Pension plans, employee benefits									
Be:	t .	Legal fees	- 000		0.00						
NOV 4 Expenses		Accounting fees Stmt 3	900.		900.		0.				
Z û		Other professional fees Stmt 4	30206.		30206.		_0,				
Operating Sand Administrative	1/	Interest Tajes RECEIVED 18									
影	10	Taxes Depreciation and depletion Occupancy NOV 1 8 2013					<u> </u>				
	20	Depreciation and depletion Occupancy 18 2013									
Ø₽	21	Travel, conferences, and meetings									
ۺ	22	Printing and publications									
A [®]	23	Other expenses GUEN stmt 5	1807.		125.		0.				
atir	24	Total operating and administrative									
þer		expenses. Add lines 13 through 23	32913.		<u>31231.</u>		0.				
0	25	Contributions, gifts, grants paid	328875.	_	,	<u> </u>	328875.				
	26	Total expenses and disbursements									
		Add lines 24 and 25	361788.		<u>31231.</u>		328875.				
		Subtract line 26 from line 12:	010000								
		Excess of revenue over expenses and disbursements	210377.	, , , ,	02982.	* .					
		Net investment income (if negative, enter -0-) Adjusted net income (if negative, enter -0-)		<u>4</u>	<u> </u>	N/A					
		riujuotou net moonio (ii nogativo, enter -o-)					4				

Fo	rm 99	90-PF(2012) Clayton Brown Family Fo	undation	36-	3250579 Page 2
	art	Bafance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	
<u> </u>	anı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	89173.	97606.	
	2	Savings and temporary cash investments	162956.	499050.	499050.
	3	Accounts receivable		,	, , , , ,
		Less: allowance for doubtful accounts			
	4	Pledges receivable ►	`****	* -%	<i>\$</i> >
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
	•	disqualified persons			
	7	Other notes and loans receivable			***
	•	Less: allowance for doubtful accounts			
S	g	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
As	102	Investments - U.S. and state government obligations			
	1	Investments - corporate stock Stmt 6	3602832.	3468682.	4644743.
	1	Investments - corporate bonds	30020324	0 100001	
		Investments land, buildings, and equipment basis		···· ÿ	
	' '				
	10	Less accumulated depreciation			
	1	Investments - mortgage loans Investments - other Stmt 7	42424.	42424.	42701.
	13		72724.	121211	42701.
	14	Land, buildings, and equipment: basis			
	4-	Less accumulated depreciation			
	15	Other assets (describe)			
	100	Total access (to be accomplated by all filers)	389738 <u>5</u> .	4107762.	5284100.
		Total assets (to be completed by all filers)	3037303.	4107702.	<u></u>
		Accounts payable and accrued expenses			
	1	Grants payable			*
les	19	Deferred revenue			
Ħ	20	Loans from officers, directors, trustees, and other disqualified persons	-		¥ who o
Liabilities	1	Mortgages and other notes payable			
_	22	Other liabilities (describe >)			
		7 . 14 . 1991 (add been 47 thereigh 00)	0.	0.	
	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here	0.	<u>U•</u>	
S		and complete lines 24 through 26 and lines 30 and 31	3897385.	4107762.	
ĕ	24	Unrestricted	3037303.	4107702.	******
ala	25	Temporarily restricted			
Net Assets or Fund Balances	26	Permanently restricted			, mp
Ë		Foundations that do not follow SFAS 117, check here			**
7		and complete lines 27 through 31			
sts	27	Capital stock, trust principal, or current funds			
SSE	1	Paid-in or capital surplus, or land, bldg., and equipment fund			
¥		Retained earnings, accumulated income, endowment, or other funds	2007205	4107763	
ž	30	Total net assets or fund balances	3897385.	4107762.	*
		Total Pak Webs and and an area from distances	3897385.	4107762.	,
_	31	Total liabilities and net assets/fund balances		4107762.	
P	art [*]	Analysis of Changes in Net Assets or Fund B	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
•		at agree with end-of-year figure reported on prior year's return)	1	3897385.	
2	•	amount from Part I, line 27a		2	210377.
		rincreases not included in line 2 (itemize)		3	0.
		ines 1, 2, and 3		4	4107762.
		eases not included in line 2 (itemize)		5	0.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	4107762.
					Form 990-PF (2012)

Form 990-PF (2012) Clayton Brown Family Foundation

Part IV Capital Gains a	and Losses for Tax on In	ivestmen	t Income							
(a) List and descr 2-story brick war	acquired rchase nation	(c) Date acq (mo , day,	uıred yr.)	(d) Date sold (mo., day, yr)						
1a 6000 sh Bristol	-Myers Squibb				D	06/23/	11	12/05/12		
b 9600 sh Hewlett					D	10/09/	12	06/20/13		
c 9600 sh McGraw-	-Hill				D	08/09/	11	06/20/13		
d Capital Gains I	Dividends									
е		,		L						
(e) Gross sales price	(h) Gain (e) plus (f)		(g)							
a 197028.			17511					21918.		
b 239421.			13795					101469.		
c 531490.			36057	6.				170914.		
d 196.								196.		
e										
Complete only for assets showing	g gain in column (h) and owned by t	the foundation	n on 12/31/69		(1) Gains (Col. (h) gain	minus		
(i) F M V 22 of 10/21/60	(j) Adjusted basis		xcess of col (i)		COI	(k), but not i Losses (fro	ess thai m.col. (า -U-) or h))		
(i) F.M.V. as of 12/31/69	as of 12/31/69	over	col. (j), if any				(
a								<u>21918.</u>		
b								101469.		
С								170914.		
d								196.		
е										
2 Capital gain net income or (net cap	oital loss) If gain, also enter	ın Part I, line ın Part I, line	7 : 7	} 2				294497.		
3 Net short-term capital gain or (loss				´						
If gain, also enter in Part I, line 8, o		u (0).		7						
If (loss), enter -0- in Part I, line 8	• •			<u> } 3</u>			N/A			
Part V Qualification Ur	nder Section 4940(e) for	Reduced	l Tax on Net	Invest	ment Inc	ome				
(For optional use by domestic private If section 4940(d)(2) applies, leave this	s part blank.									
Was the foundation liable for the section of the se	fy under section 4940(e). Do not coi	mplete this pa	art					Yes X No		
	ach column for each year; see the in	istructions be	tore making any ei					(d)		
(a) Base period years Calendar year (or tax year beginnin	g in) Adjusted qualifying dist	ributions	Net value of no	(c) ncharitabl	e-use assets	(col	(d) Distribution ratio (col. (b) divided by col (c))			
2011	3:	24700.		2	020816	•		.160678		
2010	4	13200.			941457			.438894		
2009		53700.			06 <u>7594</u>			.331306		
2008		98700.			932578			.320295		
2007	1	69976.			82019	•		2.072398		
2 Total of line 1, column (d)						2		3.323571		
	-year base period - divide the total o	on line 2 by 5,	or by the number	of years				.		
the foundation has been in existen	ce if less than 5 years					3		.664714		
4 Enter the net value of noncharitable	e-use assets for 2012 from Part X, I	ıne 5				4		4224413.		
5 Multiply line 4 by line 3								2808026.		
6 Enter 1% of net investment income (1% of Part I, line 27b)							4030.			
7 Add lines 5 and 6						7		2812056.		
8 Enter qualifying distributions from	Part XII, line 4					8		328875.		
If line 8 is equal to or greater than I See the Part VI instructions.	line 7, check the box in Part VI, line	1b, and comp	lete that part using	g a 1% tax	rate.					

- m	(0): 10.10() 10.10() 10.10()	345U:	o/y	ictio	Page 4				
		366 11	istit	ictio	113)				
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1								
	Date of ruling or determination letter. (attach copy of letter if necessary-see instructions)			0 0	60				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here	y ~ +		0.0	60.				
	of Part I, line 27b								
	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-)			0.0	0.				
3	Add lines 1 and 2			80	60.				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.0	0.				
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		<i>(***</i>	80	60.				
6	Credits/Payments:	130 26 mm	ing I						
	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 1520.				r readly.				
b	Exempt foreign organizations - tax withheld at source	۲.L	. 1	125	, "Y				
C	Tax paid with application for extension of time to file (Form 8868)	fe we.		Paul C	A. F.				
đ	Backup withholding erroneously withheld 6d 6d	3		a, a` :-	-				
7	Total credits and payments. Add lines 6a through 6d		_	15	20.				
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached								
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			65	40.				
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid								
11	Enter the amount of line 10 to be. Credited to 2013 estimated tax ▶ Refunded ▶ 11								
	Statements Regarding Activities				та.				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	ŀ		Yes					
	any political campaign?	-	1a_		X				
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	-	<u>1b</u>		X				
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or		8						
	distributed by the foundation in connection with the activities		*		X				
C	c Did the foundation file Form 1120-POL for this year?								
d	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year								
	(1) On the foundation. ▶ \$ (2) On foundation managers ▶ \$	8							
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	ii ii	ecv. Mjs∕∘		48 .				
	managers. ► \$ 0 .	Į.	(j.)	,					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	-	2		X				
	If "Yes," attach a detailed description of the activities	13							
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or	1			, m				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	L	3		X				
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X				
b	If "Yes," has it filed a tax return on Form 990-T for this year?	/A	4b	_	<u> </u>				
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X				
	If "Yes," attach the statement required by General Instruction T.	3	‱. 	, mining	Same.				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	*		· ,,,, %	»				
	By language in the governing instrument, or	*	<u> </u>	** *					
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law	ľ	7 /	A PR					
	remain in the governing instrument?	Į.	6	X					
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X					
	If "Yes," complete Part II, col. (c), and Part XV.								
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)		*	*	ĺ				
IL									
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)		•≪ ₹-		1				
•	of each state as required by General Instruction G? If "No," attach explanation		8b	Х					
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	Ī		8	4				
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	ľ	9		Х				
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		Х				

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				•
orm	990-PF(2012) Clayton Brown Family Foundation	36-3250	579	Page 5
	nttVII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)		11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory	rivileges?		
	If "Yes," attach statement (see instructions)		12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13 X	L
	Website address ► N/A			
14	The books are in care of ▶ Clayton F Brown Telephone no			
	Located at ▶ 1555 Wadsworth Rd Wheaton, IL	ZIP+4 ▶ <u>60</u>	187	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			· 🔲
	and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,	1	Yes	
	securities, or other financial account in a foreign country?		16	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign		, yeg ,	
· -	country		1 #x xx \$	L
Υa	rt VII B Statements Regarding Activities for Which Form 4720 May Be Required		. Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		*** . 162	
1 a	During the year did the foundation (either directly or indirectly): (4) Forest in the sale or wishings, or leaving of property with a disqualified parson?	s X No		
	 (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Ye (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) 	S LAL NO		
	a disqualified person?	s X No	37,34	
		s X No		*
		s X No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available			269
	for the benefit or use of a disqualified person)?	s X No	i lista	
	(6) Agree to pay money or property to a government official? (Exception Check "No"		3 3 4	
	if the foundation agreed to make a grant to or to employ the official for a period after			Arma.
	termination of government service, if terminating within 90 days.)	s 🗓 No	2. A. A.	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	ľ		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b	
	Organizations relying on a current notice regarding disaster assistance check here			
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	<u>X</u>
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation)		2 705
	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			
	reme has a second	s X No	\$^	
į.	If "Yes," list the years \(\bigs \), \(\), \(\), \(\), \(\) Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect	,		*
D		,	338 ** ¥	. 65% 100
	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.)	N/A	2b	
	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	14/17	.1 - «# »	
Ü	the provisions of section 4942(a)(z) are being applied to any or the years fisted in za, list the years field.	ļ		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	ì		* ,

b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 4720, to determine if the foundation had excess business holdings in 2012)

had not been removed from jeopardy before the first day of the tax year beginning in 2012?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

Yes X No

N/A

3b

4a

4b X Form **990-PF** (2012)

during the year?

Form 990-PF (2012) Clayton Brown Family Fou	<u>indation</u>		<u> 36-32505</u>	579 Page 6
Part VII-Ba Statements Regarding Activities for Which	Form 4720 May Be I	Required (contin	ued)	······
5a During the year did the foundation pay or incur any amount to				
(1)' Carry on propaganda, or otherwise attempt to influence legislation (sectio	n 4945(e))?	Y	es 🗶 No 🗼	
(2) Influence the outcome of any specific public election (see section 4955);	ectly,			
any voter registration drive?	Y	es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	37	Y	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization				
509(a)(1), (2), or (3), or section 4940(d)(2)?	es X No	8		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or			
the prevention of cruelty to children or animals?	, or outcomer purposes, or		es X No	*
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the excentions described	· -		
section 53.4945 or in a current notice regarding disaster assistance (see instru		in riogulations	N/A	5b
Organizations relying on a current notice regarding disaster assistance (see made			▶	***
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f		han		
		. —	es 🔲 No	
expenditure responsibility for the grant?		1/A 10	22 NO	\$
If "Yes," attach the statement required by Regulations section 53 494				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		es X No	
a personal benefit contract?		Y6	es LALINO	n. V
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?		-	6b X
If "Yes" to 6b, file Form 8870			[TT]	
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Ye	es X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu			44, 44	7b
Part-VIII- Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	inagers, Highly	y 	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
(N Normal and address	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	to position	(If not paid, enter -0-)	and deferred compensation	allowances
Clayton F Brown	President			
1555 Wadsworth Rd				
Wheaton, IL 60137	0.00	0.	0.	0.
Charlotte G Brown	Vice-Presiden	t		
1555 Wadsworth Rd				
Wheaton, IL 60137	0.00	0.	0.	0.
	Treasurer/Sec	retary		
1555 Wadsworth Rd	·	_		
Wheaton, IL 60137	0.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."		
	(b) Title, and average		(d) Contributions to employee benefit plans	(e) Expense account, other
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	and deferred compensation	account, other allowances
NONE	devoted to position		compensation	anovanoco
1101111				
				
			!	
Testel number of other ampleyees paid over \$50,000	<u> </u>		D	0
Total number of other employees paid over \$50,000				

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Form 990-PF (2012) Clayton Brown Family Foundation		250579 Page 7
Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	er "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 statis number of organizations and other beneficiaries served, conferences convened, research papers pro	stical information such as the	Expenses
	duced, etc	
1 None		
		0.
2		
3		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on	lines 1 and 2.	Amount
None		

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0.

3 None

Total. Add lines 1 through 3

All other program-related investments. See instructions.

Page 8

P	Partix Minimum Investment Return (All domestic foundations must complete this	part Foreign fou	ndations, see	e instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		Marin S	
а	Average monthly fair market value of securities		1a	3993107.
	Average of monthly cash balances		1b	295637.
	Fair market value of all other assets		1c	
	Total (add lines 1a, b, and c)		1d	4288744.
	Reduction claimed for blockage or other factors reported on lines 1a and			
	1c (attach detailed explanation)	0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4288744.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	64331.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4224413.
6	Minimum investment return Enter 5% of line 5		6	211221.
	Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operations or	iting foundations ar	nd certain	
1	Minimum investment return from Part X, line 6	-	1	211221.
2a	Tax on investment income for 2012 from Part VI, line 5	8060.	1	
	Income tax for 2012. (This does not include the tax from Part VI.)			
		<u> </u>	2c	8060.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	203161.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	203161.
6	Deduction from distributable amount (see instructions)		6	_0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	203161.
P	Part XII Qualifying Distributions (see instructions)		· · · · · · · · · · · · · · · · · · ·	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		.	22225
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26		1a	328875.
þ	Program-related investments - total from Part IX-B		1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the			
a	Suitability test (prior IRS approval required)		3a	
b	Cash distribution test (attach the required schedule)		3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4		4	<u>328875.</u>
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment			-
	income. Enter 1% of Part I, line 27b		5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		6	328875.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whet	ner the foundation (qualifies for the	section

Form **990-PF** (2012)

4940(e) reduction of tax in those years.



Part XIII Undistributed Income (see instructions)

				(a) rpus			Ι,	Years	(b)	to 20	11			(c) 2011					(d) 2012	
1 Distributable a	mount for 2012 from Part XI,		-#		,		i	10010	701		**		- **							
line 7		ļ		**,		-	\$3				"	*		*					203	161.
2 Undistributed inc	come, if any, as of the end of 2012) *	4	4 ^	W.	49.0	1		***	****		7* **	٠							
a Enter amount	for 2011 only		e**9				<u> </u>									0.				
b Total for prior	years.					,					•									
<u> </u>		**		***			ļ				0.	<u>.</u>								
•	utions carryover, if any, to 2012	\$					*				>***			٠						
a From 2007	165168.	<u>.</u>	*200,					**												
b From 2008	256721.	<u>.</u>	3900			4.5	,	36-								,				
c From 2009	300730.	· * **	1	N/A-	·\.\psi\r\r	ACC. 1		*	-38	~		W			3					
d From 2010	366732.	<u>. </u> }	٠	4,								į.		****		,	*			
e From 2011	225146.	4		~ 4		_			*			J								
f Total of lines		ļ	1	314	449	7.						}								
	ributions for 2012 from	<u>,</u>	ŝ				, 6				.***	» / ₃		3 🗱	•	***	^ .			
Part XII, line 4		·		48	s visit			à.				*	p			^		39		
	1, but not more than line 2a	×	<u>~~</u>	~95	-,*	qu.							*		786	0.				
	listributed income of prior	De segu	Ûø.	· 💥 •	4487						_	*	* ^ /* *	*	% %,		* `	*.	:,	
	required - see instructions)	∰ ≥yσ	25,os. p	**	^	***	1 20 00	~ , ,	· 1008	20° 100	<u>0.</u>	1 (2000) 2 (811 12 (2000)	. TOOL	- 48L	mati-	. <u>64m</u> 	2000		wa.	* 8*
-	tributions out of corpus					^		***	w*4	5- 10 Suc.			i ny		*	, dan		سي هد		
	red - see instructions)	2 _y	475.	N/6.	* +	0.		**************************************	· (7)	* .	· 6.60*	1 5 ck v 9 C	% ************************************	? , <u>'</u>	12.	46°	ļ-, <i>'</i>		2021	· (1
• •	2 distributable amount	<u> </u>	<u> </u>	100		4	-419-90	50000000000000000000000000000000000000	- All (444	<u> </u>	}895 895	4 A	-18-1A-		-			4037	<u>гот.</u>
=	ount distributed out of corpus	-		125	5/1		*	<u> </u>	,-		<i>"</i>	2 2	4 My, 35,						4	
5 Excess distribution (If an amount approximate be shown in	ons carryover applied to 2012 pears in column (d), the same amount n column (a))	,	\$~ «•	.," 19. _*		0.		*	,,,,,,	(2)			o ***	. **	n #	*		-	× -	0.
6 Enter the net t	otal of each column as ow:	\$**	Ù-	•			>				٠	k. :	*	* . *	•	^*			-000×	*
a Corpus Add line	s 3f, 4c, and 4e Subtract line 5		1	44(21	1.	* . *	. 460	186	4.	*	. 24	y. š.	,						
b Prior years' ur	idistributed income. Subtract		*************	· w	-							, ,								
line 4b from lir	ne 2b	4*		**							0.	. *								
	unt of prior years'	2			- >	***						Y .	4				ĺ			
	ncome for which a notice of	W. 12	, 4	100	. 10%.	n All						-46	÷		ga .	. ×.				
	been issued, or on which 42(a) tax has been previously		3		***	· *							>		3~		ĺ			
assessed	-(u, unit in production)	. X	ث سي.	Bla.	<u> </u>	***					0.	· .	,* \$ 	**		,				
d Subtract line 6	c from line 6b. Taxable	1	\$ 1600	Alm								,,	سيءَ ۾							
amount - see i	nstructions	₩ 13°	**************************************	- wow.		. 46					0.		*> •							
e Undistributed	income for 2011. Subtract line	7. 4	g (500	dis.	, ,	** @	,3	j. J.		3.	-3% -X									
4a from line 2a	a. Taxable amount - see instr.	. 7	° Egu			` `	,· #				à.					0.	4	ele.		
f Undistributed i	ncome for 2012. Subtract	1		95.50	40.4	. 200	*	79) 20)	s sým		۰ ×	Open (is at	,	*					
lines 4d and 5	from line 1. This amount must		in.	1	14. A.A.	****	30		· * */*	134	J. F. W. A	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	>	L 2	ş	,				
be distributed	ın 2013		4than	: 3000	STATE .	* 3,	.s.d ²⁸ las	ar ne Ma	× , , ≯,				<u> </u>	<u> </u>	<u> varida</u>			840		0.
7 Amounts treat	ed as distributions out of								#¥ 4 Å	an Laka	, 375m , 375m			e Orași	, · 🦠	ž.				411
corpus to satis	fy requirements imposed by	1					×	- A			146	3× 8	S		***		3,977	₩,		
section 170(b)	(1)(F) or 4942(g)(3)					<u>0.</u>				2.5.1			<u> </u>	· ****				300	<u> </u>	
8 Excess distribu	itions carryover from 2007						n 33%	4) market		×104	5		, 🦃		~ "()	ĸ.	W.	*	
not applied on	line 5 or line 7			165	516	<u>8.</u>	31.7	, <u>I</u>		<u>, , , , , , , , , , , , , , , , , , , </u>		20°	<u> </u>	P .			4279 79	A**	*****	y
	utions carryover to 2013.						AV.		Ĥ				W. 7	w 4	-elect.			radille.	**	,
	7 and 8 from line 6a	-	<u>1</u>	275	04	3.	نيوسي	d• ₹ % ,	. n.A.		495		* **	- Max	· 🖏	·			44	-
10 Analysis of line			ill-		-	**************************************	**		*	4		1 3	x			اً	ı			
a Excess from 2			. 27			, 4	. *				•			**		<i>y</i>				
b Excess from 26		* · . xx		>	dar Allen	ê		**	4	"		*								
c Excess from 20		<u> </u>	×2x	.grs \	· %/28		8"		•		180	,	*							
d Excess from 20		ļ * * * * * * * * * * * * * * * * * * *	- 64				•				•					- 1				
e Excess from 20	012 125714.	* - W	the graph	WQ;	a regul		- 4	ž"a	*			J '								(2012)

	_	
ζ,	. `•	

		Ily Foundat			32505/9 Page 10
Part XIV® Private Operating Fo				N/A	
1 a If the foundation has received a ruling or					
foundation, and the ruling is effective for	ŕ	•	• • • • • • • • • • • • • • • • • • •	1040(1)(0) 05	14040/1/5)
b Check box to indicate whether the found		ing foundation described		4942(j)(3) or	J 4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year (a) 2012	(b) 2011	Prior 3 years (c) 2010	(d) 2009	(e) Total
income from Part I or the minimum	(a) 2012	(0) 2011	(6) 2010	(6) 2003	(0) 10141
investment return from Part X for					
each year listed					
b 85% of line 2a		ļ			-
c Qualifying distributions from Part XII,					
line 4 for each year listed	<u> </u>	-			
d Amounts included in line 2c not					
used directly for active conduct of		İ			
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				İ	
organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info	mation (Comple	ete this part only	if the foundation	ı had \$5,000 or	more in assets
at any time during the	<u>ne year-see inst</u>	ructions.)			
1 Information Regarding Foundation					
a List any managers of the foundation who	have contributed more	than 2% of the total cor	itributions received by the	foundation before the	close of any tax
year (but only if they have contributed m	ore than \$5,000). (See	section 507(d)(2).)			
Clayton F Brown					
b List any managers of the foundation who			(or an equally large portion	on of the ownership of	a partnership or
other entity) of which the foundation has	a 10% or greater intere	SSI			
None					
2 Information Regarding Contribution					
Check here \(\bigcar\) If the foundation or the foundation makes gifts, grants, etc. (
				ompiete items zu, e, e,	4110 0.
a The name, address, and telephone numb	er or e-mail of the perso	on to whom applications	Should be addressed		
b The form in which applications should be	submitted and informs	ation and materials they	should include.		
The form in which applications should be	, SUDITILICU ANU IIIU/III	anon and materials ulby t	modia molado.		
c Any submission deadlines:					
d Any restrictions or limitations on awards.	, such as by geographic	al areas, charitable fields	, kınds of ınstitutions, or o	other factors:	

(· 📤

Clayton Brown Family Foundation 36-3250579 Page 11 Form 990-PF (2012) Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment Recipient If recipient is an individual, Purpose of grant or contribution show any relationship to Foundation Amount any foundation manager status of Name and address (home or business) or substantial contributor recipient a Paid during the year Public Charity General purposes AWANA Clubs International None 1 E Bode Rd 2000. Streamwood, IL 60107 Public Charity General purposes Back to the Bible None PO Box 82808 2000, Lincoln, NE 68501 Public Charity General purposes Billy Graham Center None Wheaton College 1000. Wheaton, IL 60187 Public Charity General purposes Breakthrough Urban Ministries None 402 N St Louis Ave 4000. Chicago, IL 60624 Public Charity General purposes By the Hand Club for Kids None 1000 N Sedgwick Chicago IL 60610 5700<u>.</u> See continuation sheet(s) Total ➤ 3a 328875. b Approved for future payment None

▶ 3b

Total

Unrelated business income

Form 990-PF (2012)

Analysis of Income-Producing Activities Part XVI-A

Enter gross amounts unless otherwise indicated.	Unrelate	d business income		ed by section 512, 513, or 514	(e)		
	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income		
1 Program service revenue.	Code		-	 · · · ·			
a	-		+-+				
b	[
<u> </u>	1 1		++				
d	1	<u></u>	-				
e			+ +				
	_	,,,,,	+				
g Fees and contracts from government agencies			+				
2 Membership dues and assessments			+				
3 Interest on savings and temporary cash			1 4 4	2.6			
investments			14	36.			
4 Dividends and interest from securities	860000-55 3.5° 71.4 B			139680.	2000/ NOOC 4 CY3 4 900		
5 Net rental income or (loss) from real estate:			. 1 Mary 17 1				
a Debt-financed property							
b Not debt-financed property			1				
6 Net rental income or (loss) from personal							
property	-						
7 Other investment income							
8 Gain or (loss) from sales of assets other			امما	004405			
than inventory			14	294497.			
9 Net income or (loss) from special events			+ +		<u> </u>		
O Gross profit or (loss) from sales of inventory							
1 Other revenue:	i						
a	-						
b			+ +				
C			1				
d	-		+ +				
e	Ange 207		. 7.2	434213.			
2 Subtotal. Add columns (b), (d), and (e)	100 CT 10		• [2.5000]				
3 Total Add line 12, columns (b), (d), and (e)				13	434213.		
See worksheet in line 13 instructions to verify calculations.)				_			
Part XVI≛B Relationship of Activities	to the Acco	mplishment of E	xempt	Purposes			
Line No. Explain below how each activity for which inc	come is reported in	n column (e) of Part XVI-	A contribu	ted importantly to the accom	nolishment of		
the foundation's exempt purposes (other tha			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	to an accom	iphoninoni o		
	31						
	.						
				· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·		
		,					
							
			 -				
23821							

	•	Excilipt Organ	1124110113							
1 [Old the or	ganization directly or indi	rectly engage in any	of the following	ng with any other organizat	ion described in sec	tion 501(c) of		Yes	No
					27, relating to political orga			1		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
		from the reporting founda						, *,		4 ***
	1) Cash							1a(1)		X
(2) Other	r assets						1a(2)		X
b (Other tran	nsactions:						r ·		
(1) Sales	s of assets to a noncharital	ible exempt organiza	ation				1b(1)	<u> </u>	X
(2) Purc	hases of assets from a no	ncharitable exempt	organization				1b(2)		X
(3) Renta	al of facilities, equipment,	or other assets					1b(3)		X
(4) Reim	bursement arrangements						1b(4)		X
(5) Loan	s or Ioan guarantees						1b(5)	ļ	X
,		ormance of services or me						1b(6)	ļ	X
		f facilities, equipment, ma						1c	<u></u>	X
					edule. Column (b) should a				sets,	
					ed less than fair market val	lue in any transactio	n or sharing arrange	ment, show in		
	<u>_</u>	1) the value of the goods,				/4\ =				
a) Lin	e no	(b) Amount involved	(c) Name o		e exempt organization	(U) Description	on of transfers, transaction	ons, and sharing ar	rangeme	ents
				N/A						
						_				
										
							 -			
	-									
	_									
										
					·					
					 -					
		<u>-</u>								
	-	 								
	 					-	·			
				* * * * * * * * * * * * * * * * * * * *						
2a	s the four	ndation directly or indirect	tly affiliated with, or	related to, one	or more tax-exempt organ	uzations described				
		501(c) of the Code (other						Yes	X	OM [
		omplete the following sche		/(-// -						
		(a) Name of org			(b) Type of organization		(c) Description of re	elationship		
		N/A		•						
			<u></u>							
	1	penalties of perjury, I declare to	that I have examined th	is return, includin	ig accompanying schedules and n taxpayer) is based on all inforr	statements, and to the	best of my knowledge	May the IRS		
Sig	III k	ener, it is real, correct and con	A A A A A A A A A A A A A A A A A A A	epare (omer mar		\ / . /	1	return with th shown below		
Her		p (layen) ()	1) you	n	1.17-13-20	JASI	done	_		∟ No
	Sign	nature of officer or trustee		,	Date	Title				
		Print/Type preparer's na	ime	Preparer's si	gnature	Date / A	_ <u></u>	PTIN		
			(7)	////	ά,	1/1/	self- employed			
Paid		James R Ha			Acon	14/5//\$		P00412	<u>976</u>	
	parer	Firm's name ► Hau	ser Finar	icial G	rowp		Firm's EIN 🕨			
Use	Only									
		Firm's address ▶ 14			4.0.5			20 252	2 - 1	^
		Gl	<u>en Ellyn,</u>	<u>IL 60</u>	137		Phone no 6	<u>30-858-</u>		
								Form 990	-PF/	20121



Schedule B (Form 990, 990-EZ, or 990-PF)

Or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

➤ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Employer identification number Name of the organization Clayton Brown Family Foundation 36-3250579 Organization type (check one) Filers of: Section: Form 990 or 990-EZ ____ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II Special Rules For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II. 🔟 For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. 🔟 For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc. purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part IV, line 2 of its Form 990-PF, to

certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

Employer identification number

Clayton Brown Family Foundation

36-3250579

Part,I.	Contributors (see instructions) Use duplicate copies of Part I	ıf addıtıonal space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Clayton Brown 1555 Wadsworth Rd Wheaton, IL 60187	\$137952.	Person Payroll Noncash X (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution) 990, 990-EZ, or 990-PF) (2012)

ine 17

Employer identification number

Clayton Brown Family Foundation

36-3250579

Part II	Noncash Property (see instructions) Use duplicate copies of Part II is	f additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
1	9600 sh Hewlett-Packard common stock	-		
		\$ <u>137952.</u>	10/09/12	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
223453 12-21-	-12	\$ Schedule B (Form 99)), 990-EZ, or 990-PF) (2012)	

6. 6

Name of orga	inization		Employer identification number
, Clareto	n Brown Family Foundat	ion	36-3250579
Part III	Exclusively religious, charitable, etc., indi year Complete columns (a) through (e) and the total of exclusively religious, charitable, etc. Use duplicate copies of Part III if addition	vidual contributions to section 501(c the following line entry. For organizations, contributions of \$1,000 or less for)(7), (8), or (10) organizations that total more than \$1,000 for the ons completing Part III, enter the year. (Enter this information once)
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		(e) Transfer of gif	t
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	Transferee's name, address, a		Relationship of transferor to transferee
(a) No.			
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-		(e) Transfer of gift	
	Transferee's name, address, a		Relationship of transferor to transferee
-			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
		(e) Transfer of gift	
-	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee
-			

Clayton Brown Family Foundation 36-3250579 Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual. Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager status of contribution Name and address (home or business) recipient or substantial contributor Public Charity General purposes None 100 Lake Hart Dr 11000. Orlando, FL 32832 Public Charity General purposes None CBMC, Inc PO Box 8009 2000. Chattanooga, TN 37414 Public Charity General purposes Cornerstone University None 1001 E Beltline Ave NE 1000. Grand Rapids, MI 49525 Public Charity General purposes Covenant Pres Ch Naples None 6926 Trail Rd 2000, Naples FL 34108 Public Charity General purposes Dallas Theological Seminary None 3909 Swiss Ave 20000, Dallas, TX 75204 Public Charity General purposes Emaus Bible College None 2570 Asbury Rd 3000. Dubuque, IA 52001 English Language Institute, China None Public Charity General purposes 1629 Blue Source Dr Fort Collins, CO 80524 10000. Evangelical Child & Family Agency None Public Charity General purposes 1530 N Main St Wheaton, IL 60187 1000. Church Evangelical Free Church of America None General purposes 901 78th St 6000. Minneapolis, MN 55420 Fellowship of Christian Athletes None Public Charity General purposes

10000.

314175.

8701 Leeds Rd

Kansas City, MO 64129

Total from continuation sheets

Clayton Brown Family Foundation Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient Public Charity General purposes Focus On the Family None 8605 Explorer Dr 1000, Colorado Springs, CO 80920 Ft Wilderness Ministries Public Charity General purposes None PO Box 715 2000. McNaoughton, WI 54543 Global Youth Initiative None Public Charity General purposes PO Box 4317 10000. Wheaton, IL 60189 Public Charity General purposes Grace to You None PO Box 4000 2000. Panorama City CA 91412 Greater Europe Mission None Public Charity General purposes 18950 Base Camp Rd 5000. Monument, CO 80132 Public Charity General purposes Greenhouse in Paris None PO Box 141 3000, Wheaton, IL 60189 His Wheels International None Public Charity General purposes 21W161 Hill Ave 2000. Glen Ellyn, IL 60137 In His Steps Ministries None Public Charity General purposes PO Box 827 4000. Canton, MS 39046 India Outreach Ministries Public Charity General purposes None 241 E 51st St 2000. New York, NY 10022 Inner City Impact None Public Charity General purposes 3327 W Fullerton Ave Chicago_IL 60647 10000.

Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount any foundation manager status of Name and address (home or business) recipient or substantial contributor Public Charity General purposes Joni & Friends None PO Box 3333 3000. Agoura Hills, CA 91376 Public Charity General purposes Koinonia House None PO Box 1415 Wheaton, IL 60187 1000. Public Charity General purposes Leadership Foundation None 701 Fourth Ave South Minneapolis MN 55415 2000, Public Charity General purposes Luis Palau Evangelistic Assoc None 1500 NW 167th Place 10000. Beaverton, OR 97006 Public Charity General purposes Missionary Furlough Home Foundation None PO Box 943 Wheaton, IL 60187 1000. Public Charity General purposes Moody Bible Institute None 820 N LaSalle Blvd 21000, Chicago, IL 60610 Outreach Community Ministries None Public Charity General purposes 122 W Liberty 4000. Wheaton, IL 60187 Public Charity General purposes Prison Fellowship None PO Box 1550 21000, Merrifield VA 221161550 Project Medsend None Public Charity General purposes PO Box 108 10000, Orange CT 06477 Ravi Zacharia Ministries Public Charity General purposes None 4725 Peachtree Corners Circle 5000. Norcross GA 30092 Total from continuation sheets

Supplementary Information	Amount 3000.
Recipient Name and address (home or business) REC Ministries If recipient is an individual, show any relationship to any foundation manager or substantial contributor REC Ministries None Public Charity General purposes	
Name and address (nome or business) or substantial contributor recipient RBC Ministries None Public Charity General purposes	
	3000,
PO Box 2222	3000.
Grand Rapids, MI 49501	
Russian Ministries None Public Charity General purposes PO Box 496	
Wheaton, IL 60187	10000,
Salvation Army None Public Charity General purposes 615 Slaters Lane	3000.
Alexandria, VA 22313	3000,
Samaritan's Purse None Public Charity General purposes PO Box 3000 Boone, NC 28607	6000.
Search Ministries None Public Charity General purposes 5038 Dorsey Hall Dr	3000.
Shelter Ministries None Public Charity General purposes 315 E Seventh Ave Auburn, IN 46706	10000.
TEAM None Public Charity General purposes 400 S Main Pl Carol Stream, IL 60188	2000.
The Master's Mission None Public Charity General purposes PO Box 547 Robbinsville, NC 28771	2000,
The Navigators None Public Charity General purposes PO Box 6000	
Colorado Springs, CO 80934	49000.
Thornston Educational Fund None Public Charity General purposes PO Box 2116 Glendora, CA 91740	10000,

Total from continuation sheets

Clayton Brown Family Foundation

Part XV Supplementary Informati	on Brown Family B ion			250579
3 Grants and Contributions Paid During th				
, Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
Tyndale Theological Seminary	None	Public Charity	General purposes	
PO Box 24695 Fort Worth, TX 76124				1000
Vision Synergy	None	Public Charity	General purposes	
PO Box 232 Edmonds, WA 98010				5000
Wheaton College 501 College Ave	None	College	General purposes	5000
Wheaton, IL 60187				3000
Witness Breakthrough 11639 Big Canoe	None	Public Charity	General purposes	
Big Canoe, GA 30143				5000
World Relief 7 East Baltimore St	None	Public Charity	General purposes	
Baltimore, MD 21202				3000
Youth for Christ	None	Public Charity	General purposes	
PO Box 4478 Englewood, CO 80155				11000
Cedarville University	None	Public Charity	General purposes	
251 N Main St Cedarville, OH 45314				1000
Zaradal Olemadar	Vana	Dublia Charity	General purposes	
Special Olympics 1133 19th St NW Washington, DC 20036	None	rubile challey	deneral purposes	175
Total from continuation charts				

Total from continuation sheets

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Form 990-PF Interest on Savi	.ngs an	d Tem	porary Ca	ash Ir	nvestments	Statement	1
Source						Amount	
Harris Bank TD Ameritrade					•		15. 21.
Total to Form 990-PF, Part I,	line	3, Co	lumn A		:		36.
Form 990-PF Dividend	ls and	Inter	est from	Secui	rities	Statement	2
Source	,	Gross	Amount		ital Gains ividends	Column (A Amount)
TD Ameritrade	_		139876.		196.	1396	80.
Total to Fm 990-PF, Part I, 1	n 4		139876.		196.	1396	80.
Form 990-PF	Acc	ounti	ng Fees			Statement	3
Description	(a Expen Per B	ses	(b) Net Inve		(c) Adjusted Net Incom		
Professional fees		900.		900.			0.
To Form 990-PF, Pg 1, ln 16b =		900.		900.			0.
Form 990-PF C	ther P	rofes	sional Fe	es		Statement	4
Description	(a Expen Per B	ses	(b) Net Inve		(c) Adjusted Net Incom		
Professional fees	3	0206.	30	206.			0.

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Form 990-PF	Other E	xpenses	Statement 5			
Description	(a) Expenses Per Books			(c) Adjusted Net Incom		
Secretary of State Charity Bureau US Treasury	10. 115. 1682.		10. 115. 0.			0.
To Form 990-PF, Pg 1, ln 23	1807.		125.			0.
Form 990-PF	Corporat	e Stock			Statement	6
Description			Вос	ok Value	Fair Marke Value	et
Common shares		-		3468682.	46447	743.
Total to Form 990-PF, Part II	, line 10b	-		3468682.	46447	743.
Form 990-PF	Other Inv	estments			Statement	7
Description		luation ethod	Вос	k Value	Fair Marke Value	et
Mutual funds	-	COST		42424.	427	701.
Total to Form 990-PF, Part II	, line 13	-	42424.		42701.	