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

2012

Open to Public Inspection

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

July 1

, 2012, and ending

June 30

, 2013

Name of foundation

A Employer identification number

Ocean View Lions Charities Foundation

54 1923512

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

P.O. Box 8423

757 472 1644

City or town, state, and ZIP code

Norfolk, Virginia 23503-0423

C If exemption application is pending, check here ► G Check all that apply: Initial return Initial return of a former public charityD 1. Foreign organizations, check here . . . ► Final return Amended return2. Foreign organizations meeting the 85% test, check here and attach computation . . . ► Address change Name changeE If private foundation status was terminated under section 507(b)(1)(A), check here . . . ► H Check type of organization: Section 501(c)(3) exempt private foundationF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . ► 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) ► \$ 237,028.00 (Part I, column (d) must be on cash basis.)

G

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)
1	Contributions, gifts, grants, etc., received (attach schedule)	0			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	0	0	0	
4	Dividends and interest from securities . . .	19,259.51	19,259.51	19,259.51	
5a	Gross rents	0	0	0	
b	Net rental income or (loss)	0			
6a	Net gain or (loss) from sale of assets not on line 10	0			
b	Gross sales price for all assets on line 6a	0			
7	Capital gain net income (from Part IV, line 2) . . .		0		
8	Net short-term capital gain			0	
9	Income modifications			0	
10a	Gross sales less returns and allowances	0			
b	Less: Cost of goods sold	0			
c	Gross profit or (loss) (attach schedule)	0		0	
11	Other income (attach schedule)	0	0	0	
12	Total. Add lines 1 through 11	19,259.51	19,259.51	19,259.51	

13	Compensation of officers, directors, trustees, etc.	0	0	0	0
14	Other employee salaries and wages	0	0	0	0
15	Pension plans, employee benefits	0	0	0	0
16a	Legal fees (attach schedule)	0	0	0	0
b	Accounting fees (attach schedule)	0	0	0	0
c	Other professional fees (attach schedule)	0	0	0	0
17	Interest	0	0	0	0
18	Taxes (attach schedule) (see instructions)	0	0	0	0
19	Depreciation (attach schedule) and depletion	0	0	0	0
20	Occupancy	0	0	0	0
21	Travel, conferences, and meetings	0	0	0	0
22	Printing and publications	0	0	0	0
23	Other expenses (attach schedule)	0	0	0	0
24	Total operating and administrative expenses.				
	Add lines 13 through 23	0	0	0	0
25	Contributions, gifts, grants paid	18,840.60			18,840.60
26	Total expenses and disbursements. Add lines 24 and 25	18,840.60	0	0	18,840.60
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	418.91			
b	Net investment income (if negative, enter -0-)		19,259.51		
c	Adjusted net income (if negative, enter -0-)			19,259.51	

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	17,709.06	43,344.19	43,344.19
	2	Savings and temporary cash investments	0	0	0
	3	Accounts receivable ►	0	0	0
		Less: allowance for doubtful accounts ►	0	0	0
	4	Pledges receivable ►	0	0	0
		Less: allowance for doubtful accounts ►	0	0	0
	5	Grants receivable	0	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ►	0	0	0
		Less: allowance for doubtful accounts ►	0	0	0
	8	Inventories for sale or use	0	0	0
	9	Prepaid expenses and deferred charges	0	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	215,233.15	193,683.81	193,683.81
	11	Investments—land, buildings, and equipment: basis ►	0	0	0
	Less: accumulated depreciation (attach schedule) ►	0	0	0	
12	Investments—mortgage loans	0	0	0	
13	Investments—other (attach schedule)	0	0	0	
14	Land, buildings, and equipment: basis ►	0	0	0	
	Less: accumulated depreciation (attach schedule) ►	0	0	0	
15	Other assets (describe ► 0)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	232,942.21	237,028.00	237,028.00	
Liabilities	17	Accounts payable and accrued expenses	0	0	0
	18	Grants payable	0	0	0
	19	Deferred revenue	0	0	0
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	0
	21	Mortgages and other notes payable (attach schedule)	0	0	0
	22	Other liabilities (describe ► 0)	0	0	0
23	Total liabilities (add lines 17 through 22)	0	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input 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			
	30	Total net assets or fund balances (see instructions)			
	31	Total liabilities and net assets/fund balances (see instructions)			
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	0	
2	Enter amount from Part I, line 27a		2	0	
3	Other increases not included in line 2 (itemize) ► 0		3	0	
4	Add lines 1, 2, and 3		4	0	
5	Decreases not included in line 2 (itemize) ► 0		5	0	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	0	

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					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 if (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	14,716.73	229,448.08	0.0641
2010	11,314.25	214,564.17	0.0527
2009	11,262.55	212,327.11	0.0530
2008	13,506.98	232,972.73	0.0580
2007	12,640.05	229,819.09	0.0550

2 Total of line 1, column (d)	2	0.2828
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05656
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	235400.33
5 Multiply line 4 by line 3	5	13,314.24
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	192.60
7 Add lines 5 and 6	7	13,506.84
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.	8	18,840.60

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)	1	192	60		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b					
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-)					
3	Add lines 1 and 2	2	0			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	192	60		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0			
6	Credits/Payments:	5	192	60		
a	2012 estimated tax payments and 2011 overpayment credited to 2012				6a	0
b	Exempt foreign organizations—tax withheld at source				6b	0
c	Tax paid with application for extension of time to file (Form 8868)				6c	0
d	Backup withholding erroneously withheld				6d	0
7	Total credits and payments. Add lines 6a through 6d	7	0			
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	192	60		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	0			
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ►	11	0			
	Refunded ►					

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b	✓
<i>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.</i>		
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. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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	✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	✓
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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	✓
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	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	✓
14	The books are in care of ► Lion Bruce Seamans, Treasurer Located at ► 2120 Tallyho Terrace, Norfolk, VA	Telephone no. ► 757 472 1644 ZIP+4 ► 23518	
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		► <input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input checked="" 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
1c	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?		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 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.) 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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
2b			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	<input type="checkbox"/> Yes	<input type="checkbox"/> No
3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
4b	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	✓

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))	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?				
	Organizations relying on a current notice regarding disaster assistance check here			►	<input type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
	<i>If "Yes" to 6b, file Form 8870.</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				
				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
Cecil Smithson				
157 Rodman Rd., Norfolk, VA 23503	Officer 2-hrs	0	0	0
Gary Coldren				
9546 Well Parkway, Norfolk, VA 23503	Officer 2-hrs	0	0	0
Bruce Seamans				
2120 Tallyho Terrace, Norfolk, VA 23518	Officer 2-hrs	0	0	0
Reverdy McColl				
800 Apex Dr., Apt 2C, Newport News, VA 23601	Officer 2-hrs	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
NONE				

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

NONE

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

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.

1	Lions District 24-D Charities which include; Lions Medical Eyebank, Eye and Hearing Foundation and Research Center, Youth Camp and Exchange, Diabetes Camp, Leader Dogs for the Blind, and Sight and Hearing Conservation Program	850.00
2	Investment into the Ocean View Lions Charities Foundation for continued charitable activities	11,259.51
3	Providing eyeglasses and exams for 50 indigent persons who couldn't otherwise afford them.	5,280.26
4	Advanced Hearing Systems for hearing aids for a person who couldn't otherwise afford them. Ocean View Little League, Lions Mobile Sight and Hearing Van, Hurricane Sandy Relief, Eastern VA Eyeglasses Recycling Center, Ocean View Museum, Childrens Sight & Hearing Impaired Holiday Party, St. Patrick Parade	2,300.83

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.

1	
2	0
3	0
All other program-related investments. See instructions		
3	000
Total. Add lines 1 through 3		00

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	208,458.48
b	Average of monthly cash balances	1b	30,526.63
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	238,985.10
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	238,985.10
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,584.78
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	235,400.33
6	Minimum investment return. Enter 5% of line 5	6	11,770.02

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	11,770.02
2a	Tax on investment income for 2012 from Part VI, line 5	2a	192.60
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	192.60
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,577.42
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	11,577.42
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	11,577.42

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	18,840.60
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	18,840.60
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	192.60
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,648.00

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				11,577.42
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0	
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	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 18,648.00				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2012 distributable amount				11,577.42
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	0			
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			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
b	11,259.51	11,472.40	6,294.31	10,616.36	39,642.58
c	9,570.58	9,754.54	5,350.16	9,023.91	33,699.19
d	18,648.00	14,716.63	11,314.25	11,262.55	55,941.43
e	0	0	0	0	0
3	0	0	0	0	0
a	0	0	0	0	0
(1)	0	0	0	0	0
(2)	0	0	0	0	0
b	0	0	0	0	0
c	0	0	0	0	0
(1)	0	0	0	0	0
(2)	0	0	0	0	0
(3)	0	0	0	0	0
(4)	0	0	0	0	0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

Ocean View Lions Club, P.O. Box 8423, Norfolk, VA 23503-0423

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

Details of the Charity, how does it relate to Lions calling for service to Sight and Hearing impairments (diabetes, etc.)

c Any submission deadlines:

N/A

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

at least 90% of gift must go to charitable cause.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Lions District 24-D Charities			501(c)(3) Charities	850.00
Eyeglasses and Exams for indigent	n/a	none	50 eyeglasses and exams	5280.26
Lions Mobile Sight & Hearing Van	n/a	none	sight & hearing testing	90.00
Ocean View Little League	n/a	none	youth activities	200.00
Ocean View Lions Charities Foundation	n/a		continue support of foundation	11,259.51
Hurricane Sandy Relief	n/a	none	Donation to Red Cross	100.00
Eastern VA Eyeglasses Recycling Center	n/a	none	recycle used glasses for overseas	69.00
Ocean View Museum	n/a	none	education	250.00
Advanced Hearing Systems	n/a	none	hearing aids for indigent	300.00
Children Holiday gifts for Sight & Hearing Impaired	n/a	none	holiday gifts	250.00
St. Patrick's Day Parade	n/a	none	education	191.83
Total				► 3a 18,840.60
b Approved for future payment				
Total				► 3b

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					19,259.51
13 Total. Add line 12, columns (b), (d), and (e)					13 19,259.51

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
Ocean View Lions Club	501 (c) (3)	interest income used to support charities

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

~~Barry H. Johnson~~

29 Oct 2013  Treasurer/Officer

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Signature of preparer or preparer's firm		Date	Year		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no	

Account Number 612-10716-1-4

Account Type Corporate

Financial Advisor Brett Craun, 757-480-2068

9633 Granby Street, Norfolk, VA 23503

Statement Date Jun 1 - Jun 28, 2013

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OCEAN VIEW LIONS CHARITIES
FOUNDATION
C/O BRUCE SEAMANS
2120 TALLYHO TERRACE
NORFOLK VA 23518-5325



Good Fortune

We are proud to announce that, for the first time, Edward Jones has been named to the Fortune 500 list of the largest firms in the United States based on revenue. We were ranked No. 491. This honor was made possible by your support, and we thank you for your continued confidence. We look forward to serving your financial needs for many years to come.

Account Value

\$237,028.00

1 Month Ago \$244,201.72
1 Year Ago \$232,942.21
3 Years Ago \$217,586.45

Value Summary

	This Period	This Year
Beginning value	\$244,201.72	\$239,379.56
Assets added to account	0.00	0.00
Income	1,053.48	4,937.14
Assets withdrawn from account	-5,000.00	-5,000.00
Change in value	-3,227.20	-2,288.70
Ending Value	\$237,028.00	

Summary of Assets (as of Jun 28, 2013)

 additional details at www.edwardjones.com/access

Cash, Money Market funds & Insured Bank Deposit	Current Yield/Rate	Beginning Balance	Deposits	Withdrawals	Ending Balance
Money Market	0.01%*	\$45,251.57	\$3,092.62	-\$5,000.00	\$43,344.19

* The average yield on the money market fund for the past seven days

Asset and Mortgage Backed Securities	Current Principal	Quantity	Amount Invested Since Inception	Amount Withdrawn Since Inception	Value
FHLMC Ser 2078 Cl Bd 6.25% Due 08/15/2028	2,927.39	10,000.00	10,100.00	-7,072.61	3,165.71
FHLMC Ser 2368 Cl LI 6.00% Due 10/15/2031	1,000.00	1,000.00	8,204.95	-7,000.00	1,090.00
FHLMC Ser 2414 Cl LI 6.10% Due 02/15/2032	1,000.00	1,000.00	31,116.25	-30,000.00	1,090.00
FHLMC Ser 2572 Cl LI 5.35% Due 02/15/2033	10,000.00	10,000.00	10,392.45	—	10,800.00
FHLMC Ser 2676 Cl LI 5.50% Due 09/15/2033	4,000.00	4,000.00	6,064.95	-2,000.00	4,339.44
FHLMC Ser 2696 Cl LI 5.50% Due 10/15/2033	14,000.00	14,000.00	19,218.70	-5,000.00	15,255.24
FHLMC Ser 3329 Cl Be 5.50% Due 06/15/2037	4,848.72	10,000.00	10,629.95	-5,151.28	5,285.11
FNMA Ser 1994-81 Cl LI 7.50% Due 02/25/2024	1,000.00	1,000.00	12,720.00	-11,000.00	1,065.00

Summary of Assets (continued)

Asset and Mortgage Backed Securities	Current Principal	Quantity	Amount Invested Since Inception	Amount Withdrawn Since Inception	Value
FNMA Ser 2003-42 Cl Jh 5 50% Due 05/25/2033	5,812.71	10,000.00	10,629.95	-4,187.28	6,335.86
FNMA Ser 2003-107 Cl LI 5 50% Due 11/25/2033	22,000.00	22,000.00	23,345.00	-1,000.00	23,956.46
FNMA Ser 2004-1 Cl LI 5 50% Due 02/25/2034	13,000.00	13,000.00	18,337.50	-5,000.00	14,168.18
GNMA Ser 2002-67 Cl BI 5 50% Due 03/20/2032	4,836.78	7,000.00	6,899.95	-2,163.22	5,052.75
GNMA Ser 2002-88 Cl Lg 5 50% Due 12/20/2032	11,000.00	11,000.00	10,941.15	—	11,990.00
GNMA Ser 2004-39 Cl Lh 5 50% Due 09/20/2033	8,000.00	8,000.00	7,970.00	—	8,720.00
Unit Trusts	Price	Quantity	Amount Invested Since Inception	Amount Withdrawn Since Inception	Value
Invesco Bld Amer Bd Incm Tr 43	1,003.10	12	11,938.44	-94.32	12,037.20
Long Term Invt Grade Tr Ser 5	1,056.51	25	22,519.75	-541.75	26,412.75
Mutual Funds	Price	Quantity	Amount Invested Since Inception	Amount Withdrawn Since Inception	Value
Capital Income Builder Fund A	54.48	787.814	40,000.00	—	42,920.11
Total Account Value					\$237,028.00

Summary of Other Products and Services

Loans and Credit	Account Number	Balance	Approved Credit	Available Credit	Rate
Amount of money you can borrow for Ocean View Lions Charities	612-10716-1-4	\$0.00	\$107,670*	\$107,670	6.00%

* Your approved credit is not a commitment to loan funds. It is based on the value of your Investment account which could change daily. The amount you may be eligible to borrow may differ from your approved credit. Borrowing against securities has its risks and is not appropriate for everyone. If the value of your collateral declines, you may be required to deposit cash or additional securities, or the securities in your account may be sold to meet the margin call. The interest rate will vary depending on the amount borrowed and will begin to accrue from the date of the loan and be charged to the account. A minimum account value is required if you have loan features on your account. Call your financial advisor today.

Investment and Other Activity

Date	Description	Quantity	Amount
6/17	Dividend on Capital Income Builder Fund A on 787.814 Shares @ 0.49		\$386.03
6/17	Principal on FHLMC Ser 3329 Cl Be 5 500 Due 06/15/37 on 10,000 @ 0.027404		274.04
6/17	Interest on FHLMC Ser 3329 Cl Be Due 06/15/2037 5.500 % on 10,000 @ 0.002347		23.48

Investment and Other Activity (continued)

Date	Description	Quantity	Amount
6/17	Interest on FHLMC Ser 2078 Cl Bd Due 08/15/2028 6 250 % on 10,000 @ 0 001532		15.32
6/17	Principal on FHLMC Ser 2078 Cl Bd 6 250 Due 08/15/28 on 10,000 @ 0 001453		14.53
6/17	Interest on FHLMC Ser 2368 Cl LI Due 10/15/2031 6 000 % on 1,000 @ 0 005		5.00
6/17	Interest on FHLMC Ser 2414 Cl LI Due 02/15/2032 6 100 % on 1,000 @ 0 005083		5.08
6/17	Interest on FHLMC Ser 2572 Cl LI Due 02/15/2033 5 350 % on 10,000 @ 0 004458		44.58
6/17	Interest on FHLMC Ser 2676 Cl LI Due 09/15/2033 5 500 % on 4,000 @ 0 004583		18.33
6/17	Interest on FHLMC Ser 2696 Cl LI Due 10/15/2033 5 500 % on 14,000 @ 0 004583		64.17
6/20	Principal on GNMA Ser 2002-67 Cl BI 5 500 Due 03/20/32 on 7,000 @ 0.046696		326.87
6/20	Interest on GNMA Ser 2002-67 Cl BI Due 03/20/2032 5 500 % on 7,000 @ 0 00338		23.67
6/20	Interest on GNMA Ser 2002-88 Cl Lg Due 12/20/2032 5 500 % on 11,000 @ 0.004583		50.42
6/20	Interest on GNMA Ser 2004-39 Cl Lh Due 09/20/2033 5 500 % on 8,000 @ 0 004583		36.67
6/25	Interest on Long Term Inv Grade Tr Ser 5 on 25 Shares @ 4.89		122.25
6/25	Interest on Invesco Bld Amer Bd Incm Tr 43 on 12 Shares @ 4.86		58.32
6/25	Interest on FNMA Ser 1994-81 Cl LI Due 02/25/2024 7 500 % on 1,000 @ 0.00625		6.25
6/25	Principal on FNMA Ser 2003-42 Cl Jh 5 500 Due 05/25/33 on 10,000 @ 0.04237		423.70
6/25	Interest on FNMA Ser 2003-42 Cl Jh Due 05/25/2033 5 500 % on 10,000 @ 0 002858		28.58
6/25	Interest on FNMA Ser 2003-107 Cl LI Due 11/25/2033 5 500 % on 22,000 @ 0 004583		100.83
6/25	Redeemed FNMA Ser 2004-1 Cl LI 5 500 Due 02/25/34 on 1000 Bonds	-1,000	1,000.00
6/25	Interest on FNMA Ser 2004-1 Cl LI Due 02/25/2034 5 500 % on 14,000 @ 0 004583		64.17

Money Market Detail

Beginning Balance on Jun 1		\$45,251.57		
Date	Transaction	Description	Deposits	Withdrawals
6/04	Check 339	to Ocean View Lions Club on 06/03		-5,000.00
6/17	Deposit		464.53	
6/18	Deposit		386.03	
6/20	Deposit		437.63	
6/20	Income	Dividend on Money Market for 31 Days @ 0.01%	0.33	
6/25	Deposit		1,804.10	
Total			\$3,092.62	-\$5,000.00
Ending Balance on Jun 28				\$43,344.19

About Edward Jones

Edward D. Jones & Co., L.P. is dually registered with the Securities and Exchange Commission (SEC) as a broker-dealer and an investment adviser. Edward Jones is also a member of FINRA.

Statement of Financial Condition — Edward Jones' statement of financial condition is available for your personal review:

- at your local branch office
- at www.edwardjones.com/en_US/company/index.html
- by mail upon written request

About Your Account

Account Information — Your Account Agreement contains the complete conditions that govern your account. Please contact your financial advisor if you have any changes to your financial situation, contact information or investment objectives.

Account Safety — Please review your statement carefully. If you believe there are errors on your account, you must notify us promptly of your concerns. You may either contact our Client Relations department or your financial advisor. You should re-confirm any oral communication by sending us a letter within 30 days to protect your rights, including your rights under the Securities Investor Protection Act (SIPA).

Errors or Questions about your Electronic Transfers — Contact Client Relations at (800) 441-2357.

Complaints about Your Account — If you have a complaint please send a letter to Edward Jones, Attn: Complaints Dept., 1245 JJ Kelley Memorial Dr., St. Louis, MO 63131.

Withholding on Distributions or Withdrawals — Federal law requires Edward Jones to withhold income tax on distribution(s) from your retirement accounts and other plans unless you elect not to have withholding apply. You may elect a percentage to be withheld from your distribution or not to have the withholding apply by signing and dating the appropriate form and returning it to the address specified on the form. Your election will remain in effect until you change or revoke it by returning another signed and dated form. If you do not return the form by the date your distributions are scheduled to begin, Federal income tax will be withheld. If you do not have enough income tax withheld from your distributions, you may need to pay estimated tax. You may incur penalties if the amounts withheld and your estimated tax payments are not equal to the tax you owe. State withholding, if applicable, is subject to the state's withholding requirements.

Fair Market Value for Individual Retirement Accounts — Your fair market value as of December 31st will be reported to the IRS as required by law.

Rights to Your Free Credit Balance — You may ask to withdraw your free credit balance during normal business hours, subject to any indebtedness in your account. While your funds are not segregated, they are properly accounted for on our books. Edward Jones may use your free credit balance to conduct business.

Important disclosures and other information relating to your account(s) are available at www.edwardjones.com/disclosures



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Contact Information

Client Relations		Online Access	Other Contacts
	Toll Free Phone 800-441-2357	Monday-Friday 7am - 7pm CST	 Edward Jones Personal MasterCard® 866-874-6711
	201 Progress Parkway Maryland Heights, MO 63043	 Online Account Access www.edwardjones.com/access	 Edward Jones Business MasterCard® 866-874-6712
		 Edward Jones Online Support 800-441-5203	 Edward Jones VISA Debit Card 888-289-6635