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EXTENSION GRANTED TO 10/15/2014
Return of Private Foundation
 or Section 4947(a)(1) Nonexempt Charitable Trust
 Treated as a Private Foundation

Form **990-PF**

Department of the Treasury
 Internal Revenue Service

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

OMB No 1545-0052

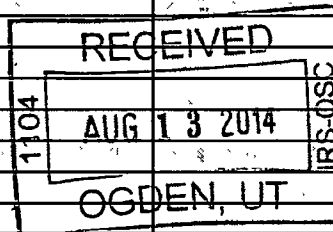
2012

Open to public inspection

For calendar year 2012 or tax year beginning **DEC 1, 2012**, and ending **NOV 30, 2013**

Name of foundation THE KOHL FOUNDATION(FKA THE NICOLE F. & ATLEE M. KOHL FOUNDATION)		A Employer identification number 36-3214720
Number and street (or P O box number if mail is not delivered to street address) 4400 STATE HIGHWAY 360		B Telephone number 807-756-6991
City or town, state, and ZIP code GRAPEVINE, TX 76051		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 31,012,551. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	70,790.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,823.	1,823.		STATEMENT 1
	4 Dividends and interest from securities	1,367,740.	1,367,740.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	245,960.			
	b Gross sales price for all assets on line 6a 1,295,031.				
	7 Capital gain net income (from Part IV, line 2)		245,960.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		1,686,313.	1,615,523.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	217,858.	17,386.		200,472
	14 Other employee salaries and wages	121,266.	9,677.		111,589
	15 Pension plans, employee benefits	68,277.	5,448.		62,829
	16a Legal fees STMT 3	11,842.	945.		10,897
	b Accounting fees STMT 4	13,780.	1,100.		12,680
	c Other professional fees STMT 5	59,473.	59,473.		0
	17 Interest				
	18 Taxes STMT 6	159,395.	135,639.		0
	19 Depreciation and depletion	1,081.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	3,415.	273.		3,142
	22 Printing and publications	3,610.	288.		3,322
	23 Other expenses STMT 7	42,544.	3,394.		39,150
	24 Total operating and administrative expenses. Add lines 13 through 23	702,541.	233,623.		444,081
	25 Contributions, gifts, grants paid	645,490.			645,490
	26 Total expenses and disbursements. Add lines 24 and 25	1,348,031.	233,623.		1,089,571
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	338,282.				
b Net investment income (if negative, enter -0-)		1,381,900.			
c Adjusted net income (if negative, enter -0-)			N/A		



**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			56,503.	20,089.	20,089.
	2 Savings and temporary cash investments			586,555.	986,628.	986,628.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 9	22,085,682.	22,022,188.	30,004,212.	
	c Investments - corporate bonds					
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment basis ▶	23,931.					
Less: accumulated depreciation	STMT 10 ▶	22,309.	2,703.	1,622.	1,622.	
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			22,731,443.	23,030,527.	31,012,551.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			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 checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds		426,856.	426,856.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds		22,304,587.	22,603,671.		
	30 Total net assets or fund balances		22,731,443.	23,030,527.		
31 Total liabilities and net assets/fund balances			22,731,443.	23,030,527.		

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	22,731,443.
2 Enter amount from Part I, line 27a	2	338,282.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	23,069,725.
5 Decreases not included in line 2 (itemize) ▶	5	39,198.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,030,527.

SEE STATEMENT 8

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 SEE ATTACHED STATEMENTS			
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 1,295,031.		1,051,929.	245,960.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			245,960.

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	245,960.
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). If (loss), enter -0- in Part I, line 8	}	3	N/A

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	1,029,278.	27,052,072.	.038048
2010	1,076,712.	25,612,572.	.042038
2009	1,073,909.	22,582,509.	.047555
2008	1,189,133.	18,049,390.	.065882
2007	1,223,901.	23,538,407.	.051996

2 Total of line 1, column (d)	2	.245519
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	.049104
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	30,507,212.
5 Multiply line 4 by line 3	5	1,498,026.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,819.
7 Add lines 5 and 6	7	1,511,845.
8 Enter qualifying distributions from Part XII, line 4	8	1,089,571.

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.

**THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

36-3214720

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	27,638.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	27,638.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	27,638.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	19,179.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	12,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	31,179.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	213.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,328.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2012)

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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WOODLAND INVESTMENT CO. Telephone no. ► 817-756-6990 Located at ► 4400 STATE HIGHWAY 360, GRAPEVINE, TX ZIP+4 ► 76051			
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, 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	No X

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

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

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

Form 990-PF (2012)

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		217,858.	8,720.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

▶ 0

Form 990-PF (2012)

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	29,920,596.
b	Average of monthly cash balances	1b	1,051,193.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	30,971,789.
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	30,971,789.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	464,577.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,507,212.
6	Minimum investment return. Enter 5% of line 5	6	1,525,361.

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	1,525,361.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27,638.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27,638.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,497,723.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,497,723.
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	1,497,723.

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	1,089,571.
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	
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	1,089,571.
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	1,089,571.

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				1,497,723.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	1,009,920.			
c From 2009	28,489.			
d From 2010	1,336,163.			
e From 2011				
f Total of lines 3a through e	2,374,572.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,089,571.				
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				1,089,571.
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))	408,152.			408,152.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,966,420.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,966,420.			
10 Analysis of line 9:				
a Excess from 2008	601,768.			
b Excess from 2009	28,489.			
c Excess from 2010	1,336,163.			
d Excess from 2011				
e Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) **N/A**

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a 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 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part 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).)

SEE STATEMENT 12

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:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year				
SEE ATTACHED LIST	NONE	501(C)(3)	GENERAL	645,490.
Total			▶ 3a	645,490.
<i>b</i> Approved for future payment				
NONE				
Total			▶ 3b	0.

12-05-12 12 Form 990-11 (2012)
13110724 793187 KOH3350050 2012.05090 THE KOHL FOUNDATION(FKA THE KOH33501

2012.05090 THE KOHL FOUNDATION(FKA THE KOH33501

Schedule B(Form 990, 990-EZ,
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

Name of the organization

THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

Employer identification number

36-3214720

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 foundationCheck 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 ▶ \$ _____

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 I, 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)

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)

Name of organization

THE KOHL FOUNDATION(FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

Employer identification number

36-3214720

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ATLEE AND NICOLE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	\$ 57,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CLAYTON AND BARBARA KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	\$ 13,790.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

Employer identification number

36-3214720

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

36-3214720

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(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, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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 ENRON LITIGATION PAYMENTS		P	VARIOUS	09/17/13
b 38000 SHS BORALEX POWER		P	VARIOUS	12/05/12
c 18701.21 SHS COMPANHIA DE SANEAME		P	VARIOUS	04/30/13
d 1280 SHS COMPANIA CERVECERIAS UNIDAS RIGHTS		P	VARIOUS	10/03/13
e 195 SHS FIRST NATIONAL BANK ALASKA		P	VARIOUS	06/24/13
f 504.42 SHS GREAT NORTHERN IRON ORE PROP.		P	VARIOUS	05/29/13
g 400 SHS MILLS MUSIC		P	VARIOUS	01/16/13
h AUSTRALIAN INFRASTRUCTURE - RO CAP		P	VARIOUS	10/22/13
i 160000 SHS FOOD JUNCTION		P	VARIOUS	04/12/13
j 17000 SHS FRASER AND NEAVE LTD		P	VARIOUS	02/11/13
k 27000 SHS GREAT SOUTHERN PLANTATION		P	VARIOUS	09/19/13
l 1000 SHS HOLCIM LTD		P	VARIOUS	04/23/13
m 19215 SHS NORMAN HAY		P	VARIOUS	12/20/12
n 37,695 SHS PEEL HOTELS PLC		P	VARIOUS	05/01/13
o 3000 SHS REMGRO LTD.		P	VARIOUS	04/23/13

(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 1,082.			1,082.
b 41,565.		67,800.	-26,235.
c 245,555.		75,255.	170,300.
d 326.			326.
e 342,466.		382,547.	-40,081.
f 34,105.		67,189.	-33,084.
g 12,993.		11,220.	1,773.
h 116,856.			116,856.
i 23,885.		29,662.	-5,777.
j 129,105.		55,639.	73,466.
k		48,303.	-48,303.
l 73,032.		66,471.	6,561.
m 24,957.		24,179.	778.
n 21,585.		59,952.	-38,367.
o 56,810.		36,683.	20,127.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,082.
b			-26,235.
c			170,300.
d			326.
e			-40,081.
f			-33,084.
g			1,773.
h			116,856.
i			-5,777.
j			73,466.
k			-48,303.
l			6,561.
m			778.
n			-38,367.
o			20,127.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

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	98409 SHS TFS CORP	P	VARIOUS	04/12/13
b	190000 SHS VIZ BRANZ	P	VARIOUS	08/02/13
c	CIA CERVECERIAS UNIDAS RIGHTS	P	VARIOUS	10/21/13
d	THE LINK REIT - CASH FRACTION	P	VARIOUS	12/31/12
e	UNILEVER - CASH FRACTION	P	VARIOUS	12/31/12
f	EUROCOMMERCIAL PPTYS - FRACTION	P	VARIOUS	12/31/12
g	FROM HKD	P	VARIOUS	12/31/12
h	FROM AUD	P	VARIOUS	12/31/12
i	FROM DKK	P	VARIOUS	12/31/12
j				
k				
l				
m				
n				
o				

(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 49,553.		82,878.	-33,325.
b 120,748.		44,151.	76,597.
c 408.			408.
d			2.
e			4.
f			33.
g			-195.
h			3,013.
i			1.
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-33,325.
b			76,597.
c			408.
d			2.
e			4.
f			33.
g			-195.
h			3,013.
i			1.
j			
k			
l			
m			
n			
o			

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	245,960.
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

Austin Street Shelter P.O. Box 710729 Dallas, TX 75371-0729	17,000
Baylor Health Care System Barnett Tower 3600 Gaston Avenue, Ste. 100 Dallas, Texas 75246	20,000
Bread Basket Ministries P.O. Box 244 Fort Worth, TX 76101	15,000
Chi Alpha Christian Fellowship 3728 W. Chestnut Expwy Springfield, MO 65802	6,500
Christ for the Nations P.O. Box 769000 Dallas, TX 75376-9000	15,000
Christian Community Action 200 South Mill Street Lewisville, TX 75057	10,500
Christian Freedom International P.O. Box 560 Sault Ste. Marie, MI 49783	11,000
City Square 511 N. Akard, Suite 302 Dallas, TX 75201	5,500

KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

Covenant Church 2660 E. Trinity Mills Rd Carrollton, TX 75006	43,200
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Crystal Charity Ball P.O. Box 195577 Dallas, TX 75219	5,000
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Dallas Arboretum 8617 Garland Road Dallas, Tx 75218-4332	11,000
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Dallas Pregnancy Resource Center 12959 Jupiter Road, Suite 260 Dallas, TX 75238	6,500
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Dallas Symphony Orchestra 2301 Flora St., Ste 300 Dallas, TX 75201-2497	15,000
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Dallas Zoological Society 650 South R.L. Thornton Frwy Dallas, TX 75203-2996	6,500
--	-------

East Texas Arboretum & Botanical Society P.O. Box 2231 1601 Patterson Road Athens, TX 75751	4,000
--	-------

East Texas Food Bank P.O. Box 6974 Tyler, TX 75711	11,500
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Echo 17391 Durrance Road North Ft. Myers, FL 33917-2200	15,000
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KOHL FOUNDATION (EIN:36-3214720)**Part XV Attachment**

List of Charitable Grantees

December 1, 2012 through November 30, 2013

Focus on Family 8605 Explorer Drive Colorado Springs, CO 80920	10,000
Fort Worth Zoological 1989 Colonial Pkwy Fort Worth, TX 76110	4,000
Gateway Church 500 S. Nolen Dr. #300 Southlake, TX	26,050
Genesis Women's Shelter 4411 Lemmon Ave. #201 Dallas, TX 75219	15,500
Gospel for Asia 1800 Golden Trail Court Carrollton, TX 75010	9,000
Grapevine Relief and Community Exchange (GRACE) P.O. Box 412 Grapevine, TX 76099	9,000
Greater Dallas Youth Orchestra 3630 Harry Hines Blvd Dallas, TX 75219	3,000
Interfaith Housing Coalition P.O. Box 720206 Dallas, TX 75372-0206	14,500
International Justice Mission P.O. Box 58147 Washington, D.C. 20037-8147	9,000

KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

Irving Cares, Inc P.O. Box 177425 Irving, TX 75017-7425	9,000
Irving Symphony Orchestra 235 E John Carpenter Frwy, Ste 120 Irving, TX 75062	5,000
Junior Achievement of Dallas, Inc/ 1201 W. Executive Drive Richardson, TX 75081	5,000
Junior League of Dallas 8003 Inwood Rd. Dallas, TX 75209	45,000
The Leadership Institute 1101 North Highland Street Arlington, VA 22201	6,000
Liberty Institute 2001 W. Plano Pkwy, Suite 1600 Plano, TX 75075	10,500
Mercy Ships P.O. Box 2020 Lindale, TX 75075	6,500
Messianic Jewish Bible Institute P.O. Box 610105 Dallas, TX 75261	12,500
Mission Arlington	11,000

KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

210 W. South Street
Arlington, TX 76010

Mission Aviation Fellowship P.O. Box 47 Nampa, ID 83653-0047	14,000
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National Center for Policy Analysis 12770 Coit Rd., Suite 800 Dallas, TX 75251	13,500
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Nativity of our Lord Jesus Christ Monastery 17671 County Road 4057 Kemp, TX 75143	5,500
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North Dallas Shared Ministries 2875 Merrell Rd. Dallas, TX 75229	16,000
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Our Friends Place 2501 Oak Lawn Ave, Ste 500 Dallas, TX 75219-4046	11,000
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People That Care 2129 Galveston St. Grand Prairie, TX 75051	10,000
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Promise House 224 W. Page Ave. Dallas, TX 75208	6,500
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Psalms Of David P.O. Box 610735 Dallas, TX 75261-0735	4,500
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KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

Ravi Zacharias International Ministries 4725 Peachtree Corners Circle, Ste 250 Norcross, GA 30092	6,500
Shady Grove Church 2404 Carrier Pkwy Grand Prairie, TX 75050	12,500
Society of St. Andrew 3383 Sweet Hollow Rd. Big Island, VA 24526	11,000
Spirithorse Therapeutic 1960 Post Oak Dr Corinth, TX 76210	4,000
The Stewpot Kitchen 408 Park Ave Dallas, TX 75201	17,000
Summit Ministries P.O. Box 207 Manitou Springs, CO 80829	15,000
TACA One Arts Plaza 1722 Routh Street, Suite 115 Dallas, TX 75201	14,000
Tarrant Area Food Bank 2600 Cullen Street Fort Worth, TX 76107	13,500
University of Miami Business School Jenkins 215	11,000

KOHL FOUNDATION (EIN:36-3214720)

Part XV Attachment

List of Charitable Grantees

December 1, 2012 through November 30, 2013

5250 University Dr.
Coral Gables, FL 33146

University of Miami Hurricane Club 5821 San Amaro Drive Coral Gables, FL 33146	8,500
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Victorious Believers Ministries 624 S. Outer Drive Saginaw, MI 48601	8,240
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Wilkinson Center P.O. Box 720248 Dallas, TX 75372	7,000
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World Vision P.O. Box 9716, Mail stop 355 Federal Way, Wa 98063-9716	4,500
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Youth Believing in Change 8574 Stults Rd. Dallas, TX 75243	3,000
--	-------

\$ 645,490

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST	1,823.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,823.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	1,367,740.	0.	1,367,740.
TOTAL TO FM 990-PF, PART I, LN 4	1,367,740.	0.	1,367,740.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	11,842.	945.		10,897.
TO FM 990-PF, PG 1, LN 16A	11,842.	945.		10,897.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	13,780.	1,100.		12,680.
TO FORM 990-PF, PG 1, LN 16B	13,780.	1,100.		12,680.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	35,042.	35,042.		0.	
CUSTODY FEES	24,431.	24,431.		0.	
TO FORM 990-PF, PG 1, LN 16C	59,473.	59,473.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	135,639.	135,639.		0.	
FEDERAL EXCISE TAXES	23,756.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	159,395.	135,639.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	14,176.	1,131.		13,045.	
COMPUTER SERVICES & SUPPLIES	2,030.	162.		1,868.	
DUES, SUBSCRIPTIONS & MEMBERSHIPS	4,675.	373.		4,302.	
FEES & ASSESSMENTS	3,357.	268.		3,089.	
INSURANCE	2,459.	196.		2,263.	
SEMINARS	665.	53.		612.	
TELEPHONE	7,646.	610.		7,036.	
UTILITIES	4,912.	392.		4,520.	
REPAIR AND MAINTENANCE	911.	73.		838.	
OFFICE EXPENSE	1,119.	89.		1,030.	
POSTAGE	594.	47.		547.	
TO FORM 990-PF, PG 1, LN 23	42,544.	3,394.		39,150.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE - UNREALIZED FOREIGN CURRENCY GAINS	39,198.
TOTAL TO FORM 990-PF, PART III, LINE 5	39,198.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	22,022,188.	30,004,212.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,022,188.	30,004,212.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	22,907.	21,374.	1,533.
MACHINERY & OTHER EQUIPMENT	1,024.	935.	89.
TOTAL TO FM 990-PF, PART II, LN 14	23,931.	22,309.	1,622.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NICOLE F. KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	PRESIDENT 2.00	0.	0.	0.
CAROLINE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	VICE PRESIDENT/DIRECTOR 37.50	70,583.	4,235.	0.
MARIAN KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	VICE PRESIDENT 20.00	37,477.	0.	0.
D.M. CORBITT 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	ASST TREASURER 18.75	74,756.	4,485.	0.
ATLEE KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	TREASURER/DIRECTOR 8.00	0.	0.	0.
CLAYTON KOHL 4400 STATE HIGHWAY 360 GRAPEVINE, TX 76051	VICE PRESIDENT/DIRECTOR 10.00	35,042.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		217,858.	8,720.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

NICOLE F. KOHL
ATLEE KOHL
CLAYTON KOHL

FORM 990-PF PAGE 1

990-DF

[illegible]

228111
05-01-12

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

ION REPORT
- CURRENT YEAR FEDERAL - THE KOHL FOUNDATION(FKA THE NICOLE F. & ATLEE M. KOHL FOUNDATION)

228102
05-01-12

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2012Attachment
Sequence No 179THE KOHL FOUNDATION (FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)

FORM 990-PF PAGE 1

Identifying number
36-3214720**Part I** Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	1,081.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	1,081.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

216251
12-28-12 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2012)

**THE KOHL FOUNDATION(FKA THE NICOLE F. &
ATLEE M. KOHL FOUNDATION)**

Form 4562 (2012)

36-3214720 Page **2**

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use:

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
		%			S/L -			
		%			S/L -			
		%			S/L -			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2012 tax year:

43 Amortization of costs that began before your 2012 tax year **43**

44 Total. Add amounts in column (f). See the instructions for where to report **44**

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions THE KOHL FOUNDATION(FKA THE NICOLE F. & ATLEE M. KOHL FOUNDATION)	Employer identification number (EIN) or 36-3214720
File by the due date for filing your return. See instructions. Number, street, and room or suite no. If a P.O. box, see instructions. 4400 STATE HIGHWAY 360	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. GRAPEVINE, TX 76051	

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

04

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

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

WOODLAND INVESTMENT CO.

- The books are in the care of **4400 STATE HIGHWAY 360 - GRAPEVINE, TX 76051**

Telephone No **817-756-6990**

FAX No

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **OCTOBER 15, 2014.**

5 For calendar year , or other tax year beginning **DEC 1, 2012**, and ending **NOV 30, 2013**

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

DUE TO CIRCUMSTANCES BEYOND TAXPAYER'S CONTROL, ACCUMULATION OF ALL INFORMATION NECESSARY TO PREPARE A CORRECT RETURN IS INCOMPLETE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	31,179.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	31,179.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **▶**

Title **▶ CPA**

Date **▶**

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