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

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▶ **Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**

2013**For calendar year 2013, or tax year beginning , 2013, and ending**

Name of foundation The Roy and Christine Sturgis Charitable and Educational Trust		A Employer identification number 71-0495345						
Number and street (or P.O. box number if mail is not delivered to street address) P. O. Box 7599	Room/suite	B Telephone number (see the instructions) (501) 664-8525						
City or town, state or province, country, and ZIP or foreign postal code Little Rock AR 72217		C If exemption application is pending, check here. ▶ ☐						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr> <td>☐ Initial return</td> <td>☐ Initial Return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial Return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1 Foreign organizations, check here ▶ ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
☐ Initial return	☐ Initial Return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐						
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 12,389,816.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐						

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 (att sch)				
2 Ck ▶ ☒ If the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	355,262.	355,262.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain/(loss) income (from Part IV, line 2)		5,882.		
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/(loss) (att sch)				
11 Other income (attach schedule)				
See Line 11 Stmt	14,827.			
12 Total. Add lines 1 through 11.	370,089.	361,144.		
13 Compensation of officers, directors, trustees, etc.	115,800.	13,900.		101,900.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)	1,555.			
c Other prof fees (attach sch)				
17 Interest.				
18 Taxes (attach schedule) (see instrs) Section 4940 Tax.	12,000.			
19 Depreciation (attach sch) and depletion				
20 Occupancy.				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
See Line 23 Stmt	252.	112.		140.
24 Total operating and administrative expenses. Add lines 13 through 23	129,607.	14,012.		102,040.
25 Contributions, gifts, grants paid	605,538.			605,538.
26 Total expenses and disbursements. Add lines 24 and 25	735,145.	14,012.		707,578.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-365,056.			
b Net investment income (if negative, enter -0-)		347,132.		
c Adjusted net income (if negative, enter -0-)				

13

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Part II Balance Sheets

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing		237,973.	237,973.
	2 Savings and temporary cash investments	2,211,277.	53,793.	53,793.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	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 (attach schedule) L-10a. Stmt . .	1,943,287.	0.	0.
	b Investments — corporate stock (attach schedule) . L-10b. Stmt . .	4,980,418.	4,980,418.	5,932,323.
	c Investments — corporate bonds (attach schedule) . L-10c. Stmt . .	2,767,931.	6,271,556.	6,165,727.
	11 Investments — land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	11,902,913.	11,543,740.	12,389,816.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	11,902,913.	11,543,740.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	11,902,913.	11,543,740.	
31 Total liabilities and net assets/fund balances (see instructions)	11,902,913.	11,543,740.		

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	11,902,913.
2 Enter amount from Part I, line 27a	2	-365,056.
3 Other increases not included in line 2 (itemize) ▶ See Other Increases Stmt	3	5,883.
4 Add lines 1, 2, and 3	4	11,543,740.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	11,543,740.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	Goldman Sachs Bond	P	08/15/12	08/06/13
b	JP Morgan Chase Bond	P	01/11/13	05/08/13
c	US Treasury Notes	P	01/02/12	12/31/13
d	US Treasury Bill	P	08/30/12	02/28/13
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 544,995.		537,286.	7,709.
b 247,425.		250,922.	-3,497.
c 1,880,000.		1,878,330.	1,670.
d 65,000.		65,000.	0.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			7,709.
b			-3,497.
c			1,670.
d			0.
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	5,882.
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	4,212.

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 (column (b) divided by column (c))
2012	682,087.	12,718,053.	0.053631
2011	646,051.	12,524,714.	0.051582
2010	572,222.	12,708,994.	0.045025
2009	535,960.	13,010,850.	0.041193
2008	670,156.	13,026,759.	0.051445

2 Total of line 1, column (d)	2	0.242876
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	0.048575
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	11,495,417.
5 Multiply line 4 by line 3	5	558,390.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,471.
7 Add lines 5 and 6.	7	561,861.
8 Enter qualifying distributions from Part XII, line 4	8	707,578.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,471.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	3,471.
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	3,471.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a 15,000.		
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c 0.		
d Backup withholding erroneously withheld	6 d 50.		
7 Total credits and payments. Add lines 6a through 6d	7	15,050.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,579.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 5,000. Refunded	11	6,579.	

Part VIIA Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
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? 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
4 a 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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) AR — Arkansas		
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 2013 or the taxable year beginning in 2013 (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

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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?	13	X	
Website address N/A				
14	The books are in care of <u>Barry B. Findley II</u> Telephone no. <u>(501) 664-8525</u>			
	Located at <u>3414 Old Cantrell Rd., Little Rock, AR</u> ZIP + 4 <u>72202-1860</u>			
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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ▶				

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

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

	Yes	No
1 a 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?	1 b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No	
If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
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.)	2 b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2013 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 2013.)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

5 b

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870

7 a 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?

7 b

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
Barry B. Findley 3414 Old Cantrell Rd. Little Rock, AR 72202	Trustee 16.00	15,000.	0.	0.
Lisa Speer P.O. Box 7599 Little Rock AR 72217	Trustee 16.00	50,400.	0.	0.
Brian Findley 3414 Old Cantrell Rd. Little Rock, AR 72202	Trustee 16.00	50,400.	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		None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 None	
	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1 a 10,947,872.
b	Average of monthly cash balances	1 b 722,602.
c	Fair market value of all other assets (see instructions)	1 c
d	Total (add lines 1a, b, and c)	1 d 11,670,474.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 11,670,474.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 175,057.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 11,495,417.
6	Minimum investment return. Enter 5% of line 5	6 574,771.

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	1 574,771.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a 3,471.
2 b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b
2 c	Add lines 2a and 2b	2 c 3,471.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 571,300.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 571,300.
6	Deduction from distributable amount (see instructions)	6
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 571,300.

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	1 a 707,578.
b	Program-related investments — total from Part IX-B.	1 b 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)	3 a
b	Cash distribution test (attach the required schedule)	3 b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 707,578.
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 3,471.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 704,107.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				571,300.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			533,415.	
b Total for prior years: 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	0.			
b From 2009	0.			
c From 2010	0.			
d From 2011	0.			
e From 2012	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 707,578.				
a Applied to 2012, but not more than line 2a			533,415.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				174,163.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	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				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				397,137.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009	0.			
b Excess from 2010	0.			
c Excess from 2011	0.			
d Excess from 2012	0.			
e Excess from 2013	0.			

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 2013, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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					
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).)

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:

Barry Findley II
P.O. Box 7599
Little Rock AR 72217 (501) 664-8525

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

Letter Explaining Grant Request; IRS Determination Letter; Other Information Pertinent To The Grant Request

c Any submission deadlines:

None

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

State of Arkansas

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Central AR Development Council P.O. Box 580 Benton AR 72018	None	Public	Senior Citizen Program	15,000.
Easter Seals Arkansas 3920 Woodland Heights Road Little Rock AR 72212-2495	None	Public	Kitchen Equipment	10,000.
Francois Missionary Baptist Church 356 Francois Road Malvern AR 72104	None	Public	Church General Fund	20,000.
Immaculate Conception Church 7000 John F. Kennedy Blvd. North Little Rock AR 72116	None	Public	School Equipment	25,000.
The Helping Hand Of Greater Little Rock 1601 Marshall Street Little Rock AR 72216	None	Public	Foodbank Operations	25,000.
Mt. St Mary Academy 3224 Kavanaugh Blvd. Little Rock AR 72205	None	Public	School Equipment	35,000.
Fair Park Early Childhood Center 616 North Harrison Street Little Rock AR 72205	None	Public	School Equipment	15,000.
Arkansas State University P.O. Box 550 State University AR 72467	None	Public	Equipment For Accounting Department	20,000.
University Of Arkansas at Little Rock 2801 South University Ave. Little Rock AR 72204	None	Public	Equipment For Accounting Department	25,000.
See Line 3a statement				415,538.
Total			3 a	605,538.
b Approved for future payment				
Total			3 b	

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
US Tax Refund	9,727.		
Non-Dividend distributions	5,100.		

Total 14,827.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
P.O. Box Rent	140.			140.
Account Fees	112.	112.		

Total 252. 112. 140.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Gain On Sales Of Securities	5,882.
Rounding	1.

Total 5,883.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Catholic High School For Boys 6300 Fr. Tribou Street Little Rock AR 72205	None	Public	School Equipment	Person or ☐ Business ☐ 25,000.
St. Edward Catholic School 805 Sherman Street Little Rock AR 72202	None	Public	School Equipment	Person or ☐ Business ☐ 25,000.
Crowley's Ridge College 100 College Drive Paragould AR 72450	None	Public	School Equipment	Person or ☐ Business ☐ 9,210.
John Brown University 2000 West University Street Siloam Springs AR 72761	None	Public	Furnishings	Person or ☐ Business ☐ 25,070.
Immaculate Heart Of Mary School 7025 Jasna Gora Drive North Little Rock AR 72118	None	Public	School Equipment	Person or ☐ Business ☐ 25,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
St. Francis Of Assisi Catholic Church 250 Woodlwan Drive Fairfield Bay AR 72088	None	Public	Church Equipment	Person or ☐ Business ☐ 5,000.
Heifer International 1 World Avenue Little Rock AR 72202	None	Public	Equipment	Person or ☐ Business ☐ 25,000.
Glen Rose Volunteer Fire Department P.O. Box 421 Malvern AR 72104	None	Public	Equipment	Person or ☐ Business ☐ 10,000.
Ouachita Baptist University 401 Ouachita Street Arkadelphia AR 71998	None	Public	Physical Education Center Repairs & Physiology Lab Updates	Person or ☐ Business ☐ 115,000.
Glen Rose School District 14334 Highway 67 Malvern AR 72104	None	Public	School Equipment	Person or ☐ Business ☐ 12,782.
Subiaco Academy 405 North Subiaco Avenue Subiaco AR 72865	None	Public	Kitchen Equipment	Person or ☐ Business ☐ 24,000.
The Brandon Burlsworth Foundation 119 West Central Avenue Harrison AR 72601	None	Public	Equipment Grant	Person or ☐ Business ☐ 15,138.
Catholic Diocese of Little Rock P.O. Box 7565 Little Rock AR 72217	None	Public	Office Equipment Grant	Person or ☐ Business ☐ 5,063.
Arkansas Arts Center P.O. Box 2137 Little Rock AR 72203	None	Public	Computer Equipment and Office Equipment Grant	Person or ☐ Business ☐ 19,275.
The Muses, Inc. 102 Meadowbrook Way Hot Springs AR 71913	None	Public	Production Equipment Grant	Person or ☐ Business ☐ 10,000.
Ouachita Baptist University 410 Ouachita Street Arkadelphia AR 71998	None	Public	Flooring & Facilities Repairs	Person or ☐ Business ☐ 65,000.

Total

415,538.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
US Treasury Notes & Bills-Treasury Direct Acct			0.	0.
US Treasury Bill-Morgan Keegan			0.	0.
Total			0.	0.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
24,000 Shares AT&T Stock	725,760.	843,840.
5,000 Shares Bank Of America Stock	27,800.	77,850.
2,000 Shares Bristol Myers Stock	70,480.	106,300.
4,000 Shares Chevron Stock	425,600.	499,640.
6,000 Shares Exxon Mobil Stock	508,560.	607,200.
1,500 Shares Plum Creek	54,840.	69,765.
10,000 Shares Windstream	117,400.	79,800.
241 Shares Comcast	5,714.	12,525.
77 Shares AT&T	2,328.	2,707.
1,000 Shares Merck	37,700.	50,050.
155 Shares AT&T	4,717.	5,450.
14,245 Shares Altria	499,704.	546,866.
15,654 Shares Bristol Myer Squibb	500,120.	832,010.
16,897 Shares Dow Chemical	500,076.	750,227.
7,130 Shares Entergy Corporation	499,528.	451,115.
10,755 Shares Southern Co.	500,276.	442,138.
11,291 Shares Verizon	499,815.	554,840.
Total	4,980,418.	5,932,323.

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Bank Of America Bond	424,981.	437,108.
Goldman-Sachs Bond	435,070.	446,396.
Morgan Stanley Bond	291,174.	292,522.
Bank of America Bond	414,411.	425,248.
Allstate Corporation Bond	510,881.	503,750.
Bank Of America Bond	100,870.	101,007.
Citigroup Bond	103,580.	98,886.
Comcast Corporation Bond	506,287.	464,460.
Ford Motor Credit Bond	258,248.	259,830.

Form 990-PF, Page 2, Part II, Line 10c

Continued

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
General Electric Bond	713,030.	658,000.
JP Morgan Chase Bond	478,957.	448,750.
Morgan Stanley Bond	514,713.	545,660.
Murphy Oil Bond	254,667.	251,520.
Prudential Financial Bond	488,232.	483,750.
Wells Fargo Bond	504,924.	492,925.
Morgan Stanley Bond	271,531.	255,915.
Total	<u>6,271,556.</u>	<u>6,165,727.</u>

Supporting Statement of:

Form 990-PF, p12/Line 4 Column (d)

Description	Amount
Corporate Bond Interest	174,528.
Bond Premium Amortization	-37,028.
Accrued Interest Purchased	-16,776.
Money Market Interest	43.
Dividends	234,495.
Total	<u>355,262.</u>