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## Form, 990-PF Department of the Treasury Internal Revenue Service

EXTENSION OF TIME TO FILE GRANTED TO AUGUST 15, 2014 | Return of Private Foundation

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

► Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052 Open to Public Inspection

For (	alen	dar year 2013 or tax year beginning		, and ending		
Nar	ne of	foundation			A Employer identification	number
_ <u>C</u>	AR:	LTON FAMILY FOUNDATION	TRUST		_71-6174467	1
Nun		nd street (or P.O. box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
_7		UNSET CIRCLE			501-225-46	06
		own, state or province, country, and ZIP or foreign p	ostal code		C If exemption application is p	pending, check here
		TLE ROCK, AR 72207			<u> </u>	
G	neck	all that apply: Initial return	Initial return of a fo	rmer public charity	D 1. Foreign organization:	s, check here
		Final return	Amended return		Foreign organizations micheck here and attach co	eeting the 85% test,
<u>u (</u>	hock	type of organization: X Section 501(c)(3) ex	Name change		1	
<u> </u>	_	<del></del> -1	Other taxable private founda	tion	E If private foundation sta under section 507(b)(1	
1 F2		arket value of all assets at end of year J Accounting		Accrual	]	
		·	ther (specify)		F If the foundation is in a under section 507(b)(1	
	\$	356 , 415 . (Part I, colu		pasis.)		(C), Chook Hore
Pa	ırt l	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	` income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	459,731.		N/A	
	2	Check Inf the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments			.=	<del></del>
	4	Dividends and interest from securities	15,023.	7,966.		STATEMENT 1
	_ `	` '	12,214.			
μe	l la	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 502,746.	12,213.		RE6	EIVED
Revenue	7	assets on line 6a SUZ, 740 •  Capital gain net income (from Part IV, line 2)		12,214.		S
æ	8	Net short-term capital gain			(Q) A11C	
	9	Income modifications			IS AUG (	7 2014 3
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold			OGD	EN. UT
	C	Gross profit or (loss)				
	11	Other income	496 069	20 100		
	12 13	Total. Add lines 1 through 11  Compensation of officers, directors, trustees, etc	486,968.	20,180. 0.		0.
	14	Other employee salaries and wages	·	<u></u>	·	- 0.
		Pension plans, employee benefits				
ses	ļ.	Legal fees				
ens	1	Accounting fees				
Ĕ	C	Other professional fees STMT 2	1,730.	1,730.		0.
ive		Interest				
trai	1	Taxes STMT 3	106.	0.		0.
inis	19	Depreciation and depletion				
E P	20 21	Occupancy Travel, conferences, and meetings				<del></del>
Þ	22	Printing and publications				
gar	23	Other expenses				
atin		Total operating and administrative				
Operating and Administrative Expens		expenses. Add lines 13 through 23	1,836.	1,730.		0.
22	25	Contributions, gifts, grants paid	491,500.	·		491,500.
<u>ن</u> 2	26	Total expenses and disbursements.				
<u> </u>	<u> </u>	Add lines 24 and 25	493,336.	1,730.		491,500.
	27	Subtract line 26 from line 12:				
0		Excess of revenue over expenses and disbursements	<6,368.	10 450		<del></del>
	ı	Net investment income (if negative, enter -0-)  Adjusted net income (if negative, enter -0-)		18,450.	N/A	<del></del>
	<u> </u>	valacien iser micome (ii nedame aura -o-)				1

					6174467 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
Ė			(a) Book Value	(b) Book Value	(c) Fair Market Value
		Cash - non-interest-bearing	140 700		
		Savings and temporary cash investments	113,733.	117,148.	117,148.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
	İ	Less: allowance for doubtful accounts			
		Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable	]		
		Less: allowance for doubtful accounts			<u>.</u>
ts	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			_ <del>.</del>
⋖	10a	Investments - U.S. and state government obligations STMT 4	69,568.	32,360.	32,993.
	b	Investments - corporate stock STMT 5	138,502.	173,804.	206,274.
	C	Investments - corporate bonds STMT 6	9,370.	0.	0.
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			, <u> </u>
	13	Investments - other			
	14	Land, buildings, and equipment: basis			
	İ	Less accumulated depreciation	]	ı	
	15	Other assets (describe ► )			
		Total assets (to be completed by all filers - see the			
		instructions. Also, see page 1, item 1)	331,173.	323,312.	356,415.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
S	19	Deferred revenue			
Liabilities	20				
폁	21	Mortgages and other notes payable			
Ξ	l	Other liabilities (describe ▶ )			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
<b>Fund Balances</b>	24	Unrestricted			
<u>a</u>	25	Temporarily restricted			
Ba	26	Permanently restricted			
ā		Foundations that do not follow SFAS 117, check here			
		and complete lines 27 through 31.	1		
S	27	Capital stock, trust principal, or current funds	331,173.	323,312.	
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
é	30	Total net assets or fund balances	331,173.	323,312.	
_					
	31	Total liabilities and net assets/fund balances	331,173.	323,312.	
_					
	art	Allalysis of Changes in Net Assets of Fund b	oalalices		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30		<del></del>
(must agree with end-of-year figure reported on prior year's return)					
2	Ente	r amount from Part I, line 27a		2	331,173. <6,368.>
3	Othe	r increases not included in line 2 (itemize)   INCOME INCL	UDED ON 2012 R		103.
4	Add	lines 1, 2, and 3		4	324,908.
5	Decr	eases not included in line 2 (itemize) > ADJUSTMENT TO	SECURITIES COS	T BASIS 5	1,596.
		I net assets or fund balances at end of year (line 4 minus line 5) - Part II, c		6	323,312.
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	ert VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 494	<u>8 - see</u>	instru	ctio	ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔛 and enter "N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕒 🗶 and enter 1%	1		1	<u>85.</u>
	of Part I, line 27b				
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			0.
3	Add lines 1 and 2	3		1	85.
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		_ 1	85.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013 6a 12.				
b	Exempt foreign organizations - tax withheld at source				
C	: Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld 6d				
7	Total credits and payments. Add lines 6a through 6d	7			12.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	В			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 7	9		1	73.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	0			
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ Refunded ▶ 1	1			
Pa	art VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
	any political campaign?		1a		Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published of	)r			
	distributed by the foundation in connection with the activities.				
C	Did the foundation file Form 1120-POL for this year?		_1c		X
d	f 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?		2		_X_
	If "Yes," attach a detailed description of the activities.				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		<u> </u>
48	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X
b	olf "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		_X_
	If "Yes," attach the statement required by General Instruction T.				
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 lav	1			
	remain in the governing instrument?		6	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		7	X	
88	a Enter the states to which the foundation reports or with which it is registered (see instructions)				
	AR				
t	olf the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)				
	of each state as required by General Instruction G? If "No," attach explanation		8b	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 calendary	i <b>r</b>			_
	year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		<u> </u>
10	Did any persons become substantial contributors during the tay year? If "You " ottook a selective lighter they person and addresses		10		v

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Pa	ert 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 ▶ WILLIAM P. CARLTON  Telephone no. ▶ 501-22	25-4	606	
	Located at ▶ 7 SUNSET CIRCLE, LITTLE ROCK, AR ZIP+4 ▶72	2207		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<b></b>	
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16	ł	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	ĺ		
Pa	rt 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.	T	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?	1 1	ļ	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	1	ı	
	a disqualified person?	1 1		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		ł	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?		ĺ	
	(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.)		İ	
b	of fany answer is "Yes" to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations			
_	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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			
٠	before the first day of the tax year beginning in 2013?	40		Х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1c		
-	defined in section 4942(j)(3) or 4942(j)(5)):		İ	
9	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?			
	If "Yes," list the years ▶			
h	Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	0.		
	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.	2b		
·	in the provisions of section 4542(a)(z) are being applied to any of the years listed in za, list the years here.	1		
3.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	:		
Ja	during the year?	1 1		
		1 1		
ט	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after		ļ	
	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,	_		
4-	Form 4720, to determine if the foundation had excess business holdings in 2013.)  N/A	3b		7.
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	4a		<u> </u>
U	had not been removed from leopardy before the first day of the tax year beginning in 2013?	,		v

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Part VII-B Statements Regarding Activities for Which I	orm 4720 May Be	Required (continu	ued)		
5a- During the year did the foundation pay or incur any amount to:					
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No		
(2) Influence the outcome of any specific public election (see section 4955); of	r to carry on, directly or ind				
any voter registration drive?			s 🔀 No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	7	Ye	s X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or				
the prevention of cruelty to children or animals?			s X No		
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify und		I in Regulations			
section 53.4945 or in a current notice regarding disaster assistance (see instru			N/A	<u>5b</u>	
Organizations relying on a current notice regarding disaster assistance check h					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for					
expenditure responsibility for the grant?		N/A L Ye	s L No		
If "Yes," attach the statement required by Regulations section 53.494	• •				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	<del></del>			
a personal benefit contract?		Ye	s X No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		_	6b	<del>_ X</del> _
If "Yes" to 6b, file Form 8870.	h	П.,			
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Ye	s X No		<del></del>
Part VIII Information About Officers, Directors, Trust		onogoro Highb		7b	
Paid Employees, and Contractors	ces, Foundation W	anayers, migniy	•		
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e)	Expense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	acco	unt, other owances
WILLIAM P. CARLTON	TRUSTEE AND	<del>-</del>			
7 SUNSET CIRCLE					
LITTLE ROCK, AR 72207	4.00	0.	0.		0.
2 Compensation of five highest-paid employees (other than those inc	r	e, enter "NONE."	(d) Contributions to		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	employee benefit plans and deferred	acco	Expense unt, other
	devoted to position		compensation	allo	owances
NONE					
				<del></del>	<del></del>
		<del> </del>			<del></del>
				<del> </del>	
				<del></del>	<del></del>
Total number of other employees paid over \$50,000	<u> </u>	<del>_</del>		L	

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Part VIII   Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none, enter "NO	NE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) C	ompensation
NONE			
			<del>-</del>
Total number of others receiving over \$50,000 for professional services		<u> </u>	0
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical in number of organizations and other beneficiaries served, conferences convened, research papers produced,	formation such as the etc.	Expen	ses
1 N/A			
2			
3			
4			
Part IX-B Summary of Program-Related Investments  Describe the two largest program-related investments made by the foundation during the tax year on lines.	and 2.	Amou	
1 N/A			
2	·		
All other program-related investments. See instructions.			
3			
Total, Add lines 1 through 3			
LOTAL AGG IMES 1 INTOURN 3			n

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	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, se	e 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	266,941
b	Average of monthly cash balances	1b	107,273
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	374,214
е	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	374,214
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,613
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	368,601
6	Minimum investment return. Enter 5% of line 5	6	18,430
P	art XI Distributable Amount (see instructions) (Section 4942(I)(3) and (I)(5) private operating foundations are foreign organizations check here  and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	18,430
2a	Tax on investment income for 2013 from Part VI, line 5		
b	Income tax for 2013. (This does not include the tax from Part VI.)	]	
C	Add lines 2a and 2b	2c	185
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,245
4	Recoveries of amounts treated as qualifying distributions	4	0 .
5	Add lines 3 and 4	5	18,245.
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	18,245
P	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		444
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	491,500.
þ		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		3a	
	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	491,500
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	185.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	491,315.
	Note: The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the foundation is	mundian for the	

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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				18,245.
2 Undistributed income, if any, as of the end of 2013				·
a Enter amount for 2012 only			0.	
ь Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
<b>b</b> From 2009				
c From 2010				
d From 2011				
e From 2012 345,801.				
f Total of lines 3a through e	345,801.			
4 Qualifying distributions for 2013 from				
Part XII, line 4: ► \$ 491,500.				
a Applied to 2012, 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 2013 distributable amount				18,245.
e Remaining amount distributed out of corpus	473,255.			
5 Excess distributions carryover applied to 2013 (if an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
6 Enter the net total of each column as indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	819,056.			
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 2012. Subtract line	-	-		
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2014				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 2008				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014.				
Subtract lines 7 and 8 from line 6a	819,056.			
10 Analysis of line 9:			-	· · · · · · · · · · · · · · · · · ·
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012 345,801.				
e Excess from 2013 473, 255.				
				Form <b>QQA_DE</b> (2012)

	990-PF (2013) CARLTON	FAMILY FOU	NDATION TRU	ST		74467 Page 10	
Pa	rt XIV Private Operating F	oundations (see in	structions and Part VII	-A, question 9)	N/A		
1 a	If the foundation has received a ruling o	r determination letter that	t it is a private operating				
	foundation, and the ruling is effective for	r 2013, enter the date of	the ruling	<b>&gt;</b>			
b	Check box to indicate whether the found		ng foundation described i		4942(j)(3) or 49	942(j)(5)	
2 a	Enter the lesser of the adjusted net	Tax year		Prior 3 years			
	income from Part I or the minimum	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total	
	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		<u> </u>				
d	Amounts included in line 2c not						
	used directly for active conduct of						
	exempt activities			•			
e	Qualifying distributions made directly						
Ĭ	for active conduct of exempt activities.						
	Subtract line 2d from line 2c		1				
3	Complete 3a, b, or c for the		1				
	alternative test relied upon:						
a	"Assets" alternative test - enter: (1) Value of all assets		İ				
	• •	· · · · · · · · · · · · · · · · · · ·			_		
	(2) Value of assets qualifying under section 4942(1)(3)(B)(1)						
	"Endowment" alternative test - enter				<del> </del>	-	
U	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						
Pa	rt XV Supplementary Info			if the foundatior	n had \$5,000 or me	ore in assets	
	at any time during t	the year-see inst	ructions.)				
1	Information Regarding Foundation	on Managers:					
а	List any managers of the foundation wh	_	than 2% of the total cont	ributions received by the	e foundation before the clo	se of any tax	
	year (but only if they have contributed r	more than \$5,000). (See s	section 507(d)(2).)	•		•	
WI	LLIAM P. CARLTON						
	List any managers of the foundation wh	no own 10% or more of the	ne stock of a corporation	(or an equally large port	on of the ownership of a p	artnership or	
_	other entity) of which the foundation ha			( <b>-</b> ) <b></b>			
NO	NE.						
2	Information Regarding Contribut	ion Grant Gift Loan	Scholarship etc. Pr	ograme:			
_				_	not accent uncolicited real	iecte for funde. If	
	Check here Lifthe 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 address of the person to whom applications should be addressed:						
a	The hame, address, and telephone hun	idei oi e-man address oi	the person to whom appr	ications should be addre	55cu.		
CE	E STATEMENT 10						
		ha automittad and informa	ation and materials that al	hould include			
U	The form in which applications should l	be submitted and imornia	mon and materials they si	nouta include.			
_	Any submission deadlines:		·				
G	, ocomission deadines.						
d	Any restrictions or limitations on award	ls, such as by geographic	al areas, charitable fields.	kinds of institutions, or	other factors:		
		. , , , , , , , , , , , , , , , , , , ,			-		

Supplementary Information (continued) Part XV 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to status of Amount any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year NONE BAPTIST HEALTH FOUNDATION ASSISTANCE TO INDIGENT 9601 INTERSTATE 630 PAMILIES LITTLE ROCK, AR 72205 227,000. ARKANSAS BAPTIST SCHOOL NONE PRIVATE EDUCATION 1621 DR. MARTIN LUTHER KING DR. LITTLE ROCK AR 72206 10,000. NONE PRIVATE EDUCATION BAYLOR UNIVERSITY 1311 s. 5TH ST. WACO TX 76706 26,000. EASTER SEALS OF ARKANSAS NONE EDUCATION ASSISTANCE 3920 WOODLAND HEIGHTS RD. FOR THE LEARNING LITTLE ROCK, AR 72212 DISABLED 176,000. UNIVERSITY OF ARKANSAS NONE EDUCATION ASSISTANCE 1125 W. MAPLE ST. FAYETTEVILLE AR 72201 5,000. SEE CONTINUATION SHEET(S) ➤ 3a Total 491,500. b Approved for future payment NONE Total **≥** 3b

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

Enter gross amounts unless otherwise indicated.	Unrelated business income		Exclu	ded by section 512, 513, or 514	(e)
	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		COGE		10.101.01.01.00
a	<b> </b>				
b	-				
C	1		ļ		
d					
e			ļ		
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments					
4 Dividends and interest from securities			18	15,023.	
5 Net rental income or (loss) from real estate:	-		1	1370231	
a Debt-financed property			<del>                                     </del>		
	} <del></del>				
b Not debt-financed property		· <u>-</u>	ļ		
6 Net rental income or (loss) from personal					
property	\				
7 Other investment income	ļ				
8 Gain or (loss) from sales of assets other					
than inventory			18	12,214.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b			-	-	
c					,
<u> </u>	-				
6		0.		27,237.	
12 Subtotal. Add columns (b), (d), and (e)	L	U •			
13 Total. Add line 12, columns (b), (d), and (e)				13	27,237.
(See worksheet in line 13 instructions to verify calculations.)				<del></del>	
Part XVI-B Relationship of Activities to	o the Acc	omplishment of Ex	æmp	t Purposes	
					<del> </del>
Line No. Explain below how each activity for which incor			contri	outed importantly to the accon	nplishment of
the foundation's exempt purposes (other than i	by providing tu	inds for such purposes).			
		•			
			_	<del> </del>	
				<del></del>	<del></del>
				<del></del>	<del></del>
					<del>_</del>
				·	

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of

Yes No

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

	Code (other than section 501(c)(3) organizations) or in section		izations?			
	nsfers from the reporting foundation to a noncharitable exempt (	organization of:				ľ
(1)	Cash .		ē		1a(1)	X
(2)	Other assets				1a(2)	X
<b>b</b> Other	er transactions:					
(1)	Sales of assets to a noncharitable exempt organization				1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization				1b(2)	X
(3)	Rental of facilities, equipment, or other assets		•		1b(3)	Х
	Reimbursement arrangements				1b(4)	X
	Loans or loan guarantees				1b(5)	X
	Performance of services or membership or fundraising solicital	none	•		1b(6)	X
	ring of facilities, equipment, mailing lists, other assets, or paid e				1c	X
	e answer to any of the above is "Yes," complete the following sol	• •		 		
			•	•	•	
	ervices given by the reporting foundation. If the foundation rece		e iii any transaction	or snaring arrangement, sn	ow in	
	imn (d) the value of the goods, other assets, or services received		1 (4)		_	
(a) Line no		ne exempt organization	(0) Description	of transfers, transactions, and sh	aring arrangeme	nts
	N/A					
					7	
			<del></del>			
				<del></del>		
			<del></del>	<del></del>		
			<del> </del>			
			<del>-</del>	<del></del> ·		
	<del>- </del>					
	<u> </u>		<u> </u>	<u> </u>		
	ne foundation directly or indirectly affiliated with, or related to, or		ations described			_
	ection 501(c) of the Code (other than section 501(c)(3)) or in se	ction 527?	÷ -		Yes X	] No
b If "Y	es," complete the following schedule.					
	(a) Name of organization	(b) Type of organization	(	c) Description of relationship	0	
	N/A				_	
			<del></del>			
	Under penalties of perjury, I declare that I have examined this return, include	ding accompanying schedules and	statements, and to the b	pest of my knowledge		
Sign	and belief, it is tue, dorrect, and complete. Declaration of preparer (other the	nan taxpayer) is based on all inform	ation of which preparer	return	he IRS discuss t with the prepare	er
Here	( hallowat ( nother)	18/2/001	The state of the s	showing X	below (see insi	7 I
	Signature of officer or trustee	Date	Title		Yes	J No
				Check I if PTIN		
	Print/Type preparer's name Preparer's	, O				
Paid		1 1		self- employed		
	THOMAS G. MAY, CPA		08/01/14		<u> 285630</u>	
Prepa	THE PROPERTY OF THE PROPERTY O	ON MOORE LLP		Firm's EIN ▶ 71-04	48488	
Use C					<del></del>	
	Firm's address ► 400 W. CAPITOL,					
	LITTLE ROCK, AR	72201		Phone no. (501)3	<u>75-85</u> 0	0
		<u> </u>			n 990-PF	

CARLTON	FAMTI.V	FOUNDATION	TRIICT
CUUTION	ramili	LOOMDATION	ILCOLI

Part XV Supplementary Information 3 . Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient BETHANY CHRISTIAN SERVICES NONE FAMILY AND ADOPTION 1100 N. UNIVERSITY AVE., STE 66 ASSISTANCE LITTLE ROCK AR 72207 2,500 FAMILY RESEARCH COUNCIL NONE RESEARCH ASSISTANCE 801 G. STREET, NW WASHINGTON, DC 20001 20,000. NONE FOOD, CLOTHING, RIVER CITY MINISTRIES SHELTER AND MEDICAL 1021 E. WASHINGTON AVE. NORTH LITTLE ROCK, AR 72115 ASSISTANCE FOR THE POOR 20,000. ALZHEIMER'S ARKANSAS NONE ALZHEIMERS EDUCATION 201 MARKHAM CENTER DR. AND FAMILY CAREGIVER LITTLE ROCK, AR 72205 SERVICE ASSISTANCE 2,500, YOUNG LIFE NONE YOUTH MINISTRY P.O. BOX 520 OUTREACH ASSISTANCE COLORADO SPRINGS CO 80901 2,500, Total from continuation sheets 47.500.

#### 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.
 Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

**2013** 

Name of the organization

Employer identification number

CA	ARLTON FAMILY FOUNDATION TRUST	71-6174467
Organization type (check o	ne):	
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	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
	s covered by the <b>General Rule</b> or a <b>Special Rule.</b> (7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	le. See instructions.
	n filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in molete Parts I and II.	oney or property) from any one
Special Rules		
509(a)(1) and 170(l	c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the region b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the gift) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.	
total contributions	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contril of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educruelty to children or animals. Complete Parts I, II, and III.	
contributions for u If this box is check purpose. Do not co	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contril se exclusively for religious, charitable, etc., purposes, but these contributions did not tot ted, enter here the total contributions that were received during the year for an exclusive omplete any of the parts unless the <b>General Rule</b> applies to this organization because it e, etc., contributions of \$5,000 or more during the year	tal to more than \$1,000.  If y religious, charitable, etc., t received <i>nonexclusively</i>
but it must answer "No" on	hat is not covered by the General Rule and/or the Special Rules does not file Schedule E Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Fo 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) (2013)

Name of organization

Employer identification number

## CARLTON FAMILY FOUNDATION TRUST

71-6174467

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional	onal space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM P. CARLTON  7 SUNSET CIRCLE  LITTLE ROCK, AR 72207	\$407,460.	Person Payroll Noncash X (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZiP + 4	(c) Total contributions	(d) Type of contribution
2	WILLIAM P. CARLTON  7 SUNSET CIRCLE  LITTLE ROCK, AR 72207	- - - - -	Person Payroll Noncash X (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	WILLIAM P. CARLTON 7 SUNSET CIRCLE LITTLE ROCK, AR 72207	- \$ 19,341.	Person Payroll Noncash X (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	WILLIAM P. CARLTON  7 SUNSET CIRCLE  LITTLE ROCK, AR 72207	\$206.	Person X Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)

Employer identification number

## CARLTON FAMILY FOUNDATION TRUST

71-6174467

Part II	Noncash Property (see instructions). Use duplicate copies of F	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
	MUNICIPAL BONDS		
<u>1</u>			
		\$ 422,166.	12/05/13
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	MUTUAL FUNDS		
2			
		\$ 34,881.	_05/16/13
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	MUTUAL FUNDS		
<u>3</u>			
		\$\\$\\$\	08/22/13
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
			<del></del>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
			-
453 10-2	4-13	Schedule B (Form 9	90, 990-EZ, or 990-PF) (

ije di digai			Employer Identification number
art III	N FAMILY FOUNDATION TRU Exclusively religious, charitable, etc., indivi- year. Complete columns (a) through (e) and the the total of exclusively religious, charitable, etc. Use duplicate copies of Part III if additional	dual contributions to section 501(c) of following line entry. For organization of contributions of \$1,000 or less for	(7), (8), or (10) organizations that total more than \$1,000 for a completing Part III, enter the year. (Enter this information once)
No. om art 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	d ZIP + 4	Relationship of transferor to transferee
No.	(b) Purpose of gift	(a) Has at sitt	
irt 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	d ZIP + 4	Relationship of transferor to transferee
No. om rt 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	d ZIP + 4	Relationship of transferor to transferee
No. om rt I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, and	(e) Transfer of gift	Relationship of transferor to transferee
-			
	_		

	describe the kind(s) of property solute warehouse; or common stock, 2		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a IN ST SER A BO	<del></del>			VARIOUS	12/06/13
b IN ST BONDS	1100			01/14/11	
c MUNCIE IN BOND	<u> </u>			01/14/11 $05/06/11$	
d PHILADELPH PA				04/28/11	
e BENTON AR PUB				03/23/12	
	TEGIC VALUE DIVI				03/18/13
	STRATEGIC INCOME				VARIOUS
	STRATEGIC INCOME				08/22/13
	STRATEGIC INCOME	FUND	P	VARIOUS	08/22/13
CAPITAL GAINS	DIVIDENDS				
k					
_!					
m					
n					
0					
(a) Cross sales press	(f) Depreciation allowed	(g) Cost or other basis	(h)	Gain or (loss)	
(e) Gross sales price	(or allowable)	plus expense of sale	(e) p	lus (f) minus (g)	
a 100,498.		98,147.			2,351.
b 117,925.		111,475.			6,450.
c 97,991.		100,005.			<2,014.>
d 98,991.		97,427.			1,564.
25 000		35,611.		<del></del>	<611.>
		10,184.			1,316.
<u>f</u> 11,500.					
g 39,516.		37,219.			2,297.
h 225.		209.	<del></del>	<del></del>	16.
<u>i 259.</u>		255.			4.
841.					841.
<u>k</u>					
<u> </u>					
<u>m</u>					
<u>n</u>					
0			<del></del> -		
Complete only for assets showing	ng gain in column (h) and owned by			ses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis	(k) Excess of col. (i)	Gains (excess of	of col. (h) gain ove ot less than "-0-")	r col. (k),
(1)1	as of 12/31/69	over col. (j), if any			
a					<u>2,351.</u>
<u>b</u>					6,450.
<u>c</u>					<2,014.>
d					1,564.
е					<611.>
f					1,316.
g					2,297.
h					16.
i					4.
i					841.
k				<u> </u>	
1					
<u>'</u>			<del></del>	<del></del>	
n					
0					
<u> </u>		<u>'</u>			
2 Capital gain net income or (net ca	anital loss) { If gain, also enter	r in Part I, line 7 )-" in Part I, line 7	2		12,214.
		_			16,614.
3 Net short-term capital gain or (lo		nd (6):			
If gain, also enter in Part I, line 8,		r I		NT / 7	

FORM 990-PF	DIVIDENDS	S AND INTER	REST F	ROM SECUR	ITIES ST	TATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAI GAINS DIVIDENI	]	(A) REVENUE ER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
HILLIARD LYONS - DIVIDENDS	8.		0.	8.	8.	
HILLIARD LYONS -	0.	•	•	0.	•	
INTEREST HILLIARD LYONS - TAX EXEMPT	1,803		0.	1,803.	1,803.	
INTEREST STEPHENS -	6,355	•	0.	6,355.	0.	
ORDINARY DIVIDENDS STEPHENS - TAX	6,741	. 84	11.	5,900.	5,900.	
EXEMPT DIVIDENDS STEPHENS - TAX	2.		0.	2.	0.	
EXEMPT INTEREST STEPHENS - US SAVINGS BONDS	700.		0.	700.	0.	
INTEREST	255	•	0.	255.	255.	
TO PART I, LINE 4	15,864	. 84 = =====	l1. ———	15,023.	7,966.	
FORM 990-PF	O	THER PROFES	SSIONA	L FEES	Si	PATEMENT 2
DESCRIPTION		(A) EXPENSES PER BOOKS	NET :	(B) INVEST- INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY I	FEES	1,730.	•	1,730.	<del></del>	0.
TO FORM 990-PF, PG 1	, LN 16C	1,730.		1,730.		0.
FORM 990-PF		TAX	KES		sı	PATEMENT 3
DESCRIPTION		(A) EXPENSES PER BOOKS	NET		(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX ON INVEST	rment	106.		0.		0.
TO FORM 990-PF, PG 1		106.	<del>-</del>	0.		0.
	_	<del></del>	=	:	<del></del>	<del></del>

FORM 990-PF U.S. ANI	STATE/CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT	4
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKE' VALUE	r
VARIOUS VARIOUS	x	х	5,927. 26,433.	6,1 26,8	
TOTAL U.S. GOVERNMENT OBLIC	GATIONS	_	5,927.	6,1	53.
TOTAL STATE AND MUNICIPAL (	GOVERNMENT OBLIG	SATIONS	26,433.	26,8	40.
TOTAL TO FORM 990-PF, PART	II, LINE 10A	=	32,360.	32,9	93.
FORM 990-PF	CORPORATE	STOCK		STATEMENT	5
DESCRIPTION			BOOK VALUE	FAIR MARKE	r
VARIOUS		_	173,804.	206,2	74.
TOTAL TO FORM 990-PF, PART	II, LINE 10B	=	173,804.	206,2	74.
FORM 990-PF	CORPORATE	BONDS		STATEMENT	6
DESCRIPTION			BOOK VALUE	FAIR MARKE	r
VARIOUS		_	0.		0.
TOTAL TO FORM 990-PF, PART	II, LINE 10C	=	0.		0.
FORM 990-PF	INTEREST AND PEN	ALTIES		STATEMENT	7
TAX DUE FROM FORM 990-PF, LATE PAYMENT INTEREST LATE PAYMENT PENALTY	PART VI			11	73. 1. 3.
TOTAL AMOUNT DUE				1,	77.

FORM 990-PF	LA	LATE PAYMENT PENALTY			STATEMENT 8		
DESCRIPTION	DAT	e AMOUI	NT BAL	ANCE	MONTHS	PENALTY	
TAX DUE DATE FILED	05/15 08/15		173.	173. 173.	3	3	
TOTAL LATE PAYMENT	PENALTY					3 .	
		·					
FORM 990-PF	LÆ	TE PAYMENT	INTEREST		STAT	TEMENT S	
FORM 990-PF DESCRIPTION	LA DATE	ATE PAYMENT :	INTEREST BALANCE	RATI		TEMENT S	
· · · · · · · · · · · · · · · · · · ·	<del></del>			3030	E DAYS		

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WILLIAM P. CARLTON 7 SUNSET CIRCLE LITTLE ROCK, AR 72207

TELEPHONE NUMBER

501-225-4606

### FORM AND CONTENT OF APPLICATIONS

LETTER FORM, INCLUDING ORGANIZATION NAME, ADDRESS, PURPOSE AND OTHER RELEVANT INFORMATION.

#### ANY SUBMISSION DEADLINES

#### RESTRICTIONS AND LIMITATIONS ON AWARDS

# Form **8868**

(Rev. January 2014)

Department of the Treasury Internal Revenue Service

# Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

■ If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).  Do not complete Part II unless you have already been granted an automatic 3-month extension on a providusly filed Form 8868.  Electronic filing (6-file), You can electronically file Form 8868 to request an extension of this to file any of the forms blated in Part I or Part II with the exception of Form 8870, Information Februm for Transfers Associated With Certain Personnal Bernelli Contracts, which must be seen to the IRS in paper format (see instructions). For more details on the electronic filing of this form, yet is with a paper format (see instructions). For more details on the electronic filing of this form, yet when yet you've any of the form form 8870, Information Februm for Transfers Associated With Certain Personnal Bernelli Contracts, which must be seen to the IRS in paper format (see instructions). For more details on the electronic filing of this form, yet when yet when yet a filing filin	If you are filing for an Automatic 3-Month Extension, or	complete only Pa	rt I and check this box		<b>&gt;</b>	×X
Electronic filing (a-file). You can electronically file Form 8888 if you need a 3-month automatic extension of time 16 (if months for a corporation required to file Form 980-17), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8888 to request an extension of time to title any of the forms instead in Part I or Part II with the exception of Form 8870, information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, yet were used to file Form 886 in Part I or Part I with the exception of Time. Only submit original (no copies receded).  Acorporation regivella and cick on a —if fee for Charities & Romptoffix.  Part I I Automatic 3-Month Extension of Time. Only submit original (no copies receded).  Acorporation regivella and cick on a —if fee for Romatic Amount in the Part I only.  I all other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.  Type or print  I all other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time Enter filer's identifying number.  Enter filer's identifying number.  Enter filer's identifying number.  Employer identification number (EIN) or request an extension of time.  CARLTON FAMILY FOUNDATION TRUST  7 SUNSET CIRCLE  Enter the Return code for the return that this application is for (file a separate application for each return).  Q a Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or Form \$00 EZ  Form 990 or				this form).		
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Form 990-PF Form 990-T (sec. 101(a)	Form 4720 (individual)	03	Form 4720 (other than individual)			09
WILLIAM P. CARLTON  Telephone No. ► 501-225-4606 Fax No. ►  If the organization does not have an office or place of business in the United States, check this box Fax No. ►  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 Fax No. ►  If request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014 to file the exempt organization return for the organization named above. The extension is for the organization's return for:    X   Calendar year 2013 or   August 2013 or   Augus	Form 990-PF	04		·		10
WILLIAM P. CARLTON  Telephone No. ► 501-225-4606 Fax No. ►  If the organization does not have an office or place of business in the United States, check this box Fax No. ►  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 Fax No. ►  If request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014 to file the exempt organization return for the organization named above. The extension is for the organization's return for:    X   Calendar year 2013 or   August 2013 or   Augus	Form 990-T (sec. 401(a) 07408(a) trust)	05	Form 6069			11
The books are in the care of ▶ 7 SUNSET CIRCLE - LITTLE ROCK, AR 72207  Telephone No.▶ 501-225-4606 Fax No.▶  If the organization does not have an office or place of business in the United States, check this box	Form 990-T (trust other than above)	06	Form 8870			12
Telephone No. ► 501-225-4606 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.  I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until  AUGUST 15, 2014 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:  ► X calendar year 2013 or  ► and ending  If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return  Change in accounting period  If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.  If this application is for Forms 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.  Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.  3c \$ 0.	WILLIAM P.	CARLTON				
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Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment				3453 EO ai	nd Form 8879-EO	