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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: LARKIN BAILEY FOUNDATION

A Employer identification number: 73-1258217

Number and street (or P O box number if mail is not delivered to street address): 612 SOUTH DENVER

Room/suite:

B Telephone number (see instructions):

City or town, state or province, country, and ZIP or foreign postal code: TULSA OK 74119

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] 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 ▶ [ ]

H Check type of organization: [X] 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, col (c), line 16) ▶ $ 11,970,986

J Accounting method [X] 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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	15,245	15,245		
	4	Dividends and interest from securities				
	5a	Gross rents	154,267	154,267		
	b	Net rental income or (loss) 154,267				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	638	638		
	12	**Total.** Add lines 1 through 11	170,150	170,150	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	96,000	96,000		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE STMT 2	538	538		
	b	Accounting fees (attach schedule) STMT 3	10,974	10,974		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	13,498	13,498		
	19	Depreciation (attach schedule) and depletion STMT 5	8,166			
	20	Occupancy	9,714	9,714		
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 6	33,183	33,183		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	172,073	163,907	0	0
	25	Contributions, gifts, grants paid	112,278			112,278
	26	**Total expenses and disbursements.** Add lines 24 and 25	284,351	163,907	0	112,278
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-114,201			
	b	**Net investment income** (if negative, enter -0-)		6,243		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing	106,447	186,253	186,253
	2	Savings and temporary cash investments	2,447,567	2,261,726	2,261,726
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 2,994,964			
		Less accumulated depreciation (attach sch) ▶ STMT 7 197,946	2,805,184	2,797,018	9,523,007
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	5,359,198	5,244,997	11,970,986
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ SEE STATEMENT 8)	571,000	1,311,000	
	23	**Total liabilities** (add lines 17 through 22)	571,000	1,311,000	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	-2,173,941	-3,028,142	
	25	Temporarily restricted			
	26	Permanently restricted	6,962,139	6,962,139	
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	4,788,198	3,933,997	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,359,198	5,244,997	

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	4,788,198
2	Enter amount from Part I, line 27a	2	-114,201
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,673,997
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	740,000
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,933,997

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	N/A			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	598,835	11,960,492	0.050068
2011	66,225	12,084,656	0.005480
2010	207,371	12,100,290	0.017138
2009	148,029	12,386,555	0.011951
2008	368,008	11,488,301	0.032033

2 Total of line 1, column (d)	2	0.116670
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	0.023334
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	11,845,231
5 Multiply line 4 by line 3	5	276,397
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	62
7 Add lines 5 and 6	7	276,459
8 Enter qualifying distributions from Part XII, line 4	8	852,278

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)

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% of Part I, line 27b		1	62
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	62
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	62
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 1,062		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	1,062
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	1,000
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,000 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
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 or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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?	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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OK			
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	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 calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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 ▶ PATSY CRAVENS, TRUSTEE Telephone no ▶ 918-582-5777
612 SOUTH DENVER
Located at ▶ TULSA OK ZIP+4 ▶ 74119

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

			Yes	No
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
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?	☐ 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)?		1b		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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 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 ▶ 20 12 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions)		2b		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 ▶ 20 , 20 , 20 , 20				
3a	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)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?	N/A	**5b**	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
PATSY CRAVENS 612 SOUTH DENVER	TULSA OK 74119	TRUSTEE 20.00	48,000	0	0
ROY CARTWRIGHT 612 SOUTH DENVER	TULSA OK 74119	TRUSTEE 20 00	48,000	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 ▶ 0

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 ▶		

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 N/A	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	2,502,608
c	Fair market value of all other assets (see instructions)	1c	9,523,007
d	**Total** (add lines 1a, b, and c)	1d	12,025,615
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,025,615
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	180,384
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,845,231
6	**Minimum investment return** Enter 5% of line 5	6	592,262

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	592,262
2a	Tax on investment income for 2013 from Part VI, line 5	2a	62		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	62
3	Distributable amount before adjustments Subtract line 2c from line 1			3	592,200
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	592,200
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	592,200

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	112,278
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	740,000
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	852,278
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	62
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	852,216

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					592,200
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				225,935	
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2013					
a From 2008					
b From 2009					
c From 2010					
d From 2011					
e From 2012					
f **Total** of lines 3a through e					
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 852,278					
a Applied to 2012, but not more than line 2a				225,935	
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					592,200
e Remaining amount distributed out of corpus		34,143			
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		34,143			
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions					
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) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		34,143			
10 Analysis of line 9					
a Excess from 2009					
b Excess from 2010					
c Excess from 2011					
d Excess from 2012					
e Excess from 2013	34,143				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a 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))

N/A

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

N/A

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 address of the person to whom applications should be addressed

PATSY CRAVENS
612 SOUTH DENVER TULSA OK 74119

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

SEE STATEMENT 10

c Any submission deadlines

N/A

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

N/A

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				
CONTRIBUTIONS				112,278
Total			▶ **3a**	112,278
b Approved for future payment				
N/A				
Total			▶ **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15,245	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	154,267	
6 Net rental income or (loss) from personal property					
7 Other investment income			1	638	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		170,150	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 170,150

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

DAA

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other 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)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Patsy R. Cravens, 11/10/14 TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
MICHELLE SMYTHE, CPA	Michelle Smythe, CPA	11/04/14	
Firm's name ▶ CURZON, CUMBEY & KUNKEL		PTIN	P00936049
Firm's address ▶ 5100 E SKELLY DR # 1040		Firm's EIN ▶	73-1528194
TULSA, OK 74135-6573		Phone no	918-491-4036

Part XI Limitation on Grant Administrative Expenses

Calendar year (or fiscal year beginning in)	(a) 1989	(b) 1988	(c) 1987	(d) Total
1 Net value of noncharitable-use assets (see instructions)	None	None	None	None
2 Multiply line 1 by .0065	None	None	None	None
3 Grant administrative expenses treated as qualifying distributions (from Part XI, line 7, from the Form 990-PF for each of the two prior years)				
4 Grant administrative expenses for 1989 (from Part XII, line 13)	None			
5 Maximum amount of 1989 grant administrative expenses that may be treated as qualifying distributions (line 2, column (d), minus line 3, column (d))	None			
6 Excess grant administrative expenses for 1989 (line 4 minus line 5; if negative, enter -0-; enter result in Part XIII, line 5)	None			
7 Grant administrative expenses treated as qualifying distributions in 1989 (line 4 minus line 6)	None			

Note: *The amount on line 7 will be used in completing the schedule for 1990.*

Part XII Schedule of Grant Administrative Expenses (see instructions)

1	Compensation of officers, directors, trustees, etc.	1	
2	Other employee salaries and wages	2	
3	Pension plans, employee benefits	3	
4	Legal fees	4	
5	Accounting fees	5	
6	Other professional fees	6	
7	Interest	7	
8	Taxes	8	
9	Occupancy	9	
10	Travel, conferences, and meetings	10	
11	Printing and publications	11	
12	Other expenses	12	
13	Total (add lines 1 through 12)	13	None

Part XIII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	None
b	Program-related investments	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Total (add lines 1a through 3b)	4	None
5	Enter excess grant administrative expenses from Part XI, line 6	5	None
6	Total qualifying distributions (line 4 minus line 5). Enter this amount in Part XIV, line 4	6	None
7	Organizations 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)	7	None
8	Qualifying distributions (line 6 minus line 7)	8	None

Note: *The amount on line 8 will be used in Part V, column (b), when calculating the section 4940(e) reduction of tax in subsequent years.*

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Part XIV Computation of Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 1988	(c) 1988	(d) 1989
1	Distributable amount for 1989 from Part X				None
2	Undistributed income, if any, as of the end of 1988:				
a	Enter amount for 1988only			None	
b	Total for prior years: 19____, 19____, 19____		None		
3	Excess distributions carryover, if any, to 1989:				
a	From 1984				
b	From 1985				
c	From 1986				
d	From 1987				
e	From 1988				
f	**Total** of lines 3a through e	None			
4	Qualifying distributions for 1989: ________				
a	Applied to 1988, but not more than line 2a			None	
b	Applied to undistributed income of prior years (Election required—see instructions)		N/A		
c	Treated as distributions out of corpus (Election required—see instructions)	None			
d	Applied to 1989 distributable amount				None
e	Remaining amount distributed out of corpus	None			
5	Excess distributions carryover applied to 1989. *(If an amount appears in column (d), the same amount must be shown in column (a))*	None			None
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	None			
b	Prior years' undistributed income (line 2b minus line 4b)		N/A		
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		N/A		
d	Subtract line 6c from line 6b. Taxable amount—see instructions		None		
e	Undistributed income for 1988 (line 2a minus line 4a). Taxable amount—see instructions			None	
f	Undistributed income for 1989 (line 1 minus lines 4d and 5). This amount must be distributed in 1990.				None
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	None			
8	Excess distributions carryover from 1984 not applied on line 5 or line 7 (see instructions)	None			
9	Excess distributions carryover to 1990 (line 6a minus lines 7 and 8)	None			
10	Analysis of line 9:				
a	Excess from 1985				
b	Excess from 1986				
c	Excess from 1987				
d	Excess from 1988				
e	Excess from 1989				

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Part XI Limitation on Grant Administrative Expenses

Calendar year (or fiscal year beginning in):	(a) 1990	(b) 1989	(c) 1988	(d) Total
1 Net value of noncharitable-use assets (see instructions)	None	None	None	None
2 Multiply line 1 by .0065	None	None	None	None
3 Grant administrative expenses treated as qualifying distributions (from Part XI, line 7, from the Form 990-PF for each of the two prior years)				
4 Grant administrative expenses for 1990 (from Part XII, line 13)	None			
5 Maximum amount of 1990 grant administrative expenses that may be treated as qualifying distributions (line 2, column (d), minus line 3, column (d))	None			
6 Excess grant administrative expenses for 1990 (line 4 minus line 5; if negative, enter "-0-"; enter result in Part XIII, line 5)	None			
7 Grant administrative expenses treated as qualifying distributions in 1990 (line 4 minus line 6)	None			

Part XII Schedule of Grant Administrative Expenses (see instructions)

1 Compensation of officers, directors, trustees, etc.	1	
2 Other employee salaries and wages	2	
3 Pension plans, employee benefits	3	
4 Legal fees	4	
5 Accounting fees	5	
6 Other professional fees	6	
7 Interest	7	
8 Taxes	8	
9 Occupancy	9	
10 Travel, conferences, and meetings	10	
11 Printing and publications	11	
12 Other expenses	12	
13 Total (add lines 1 through 12) (Enter in Part XI, line 4.)	13	None

Part XIII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	None
b Program-related investments	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Total (add lines 1a through 3b)	4	None
5 Enter excess grant administrative expenses from Part XI, line 6	5	None
6 Total qualifying distributions (line 4 minus line 5). (Enter in Part V, line 8 and Part XIV, line 4)	6	None
7 Organizations 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)	7	None
8 Qualifying distributions (line 6 minus line 7)	8	None

Note: *The amount on line 8 will be used in Part V, column (b), when calculating the section 4940(e) reduction of tax in subsequent years*

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Part XIV Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 1989	(c) 1989	(d) 1990
1	Distributable amount for 1990 from Part X, line 7				None
2	Undistributed income, if any, as of the end of 1989.				
a	Enter amount for 1989 only			None	
b	Total for prior years. 19____, 19____, 19____		None		
3	Excess distributions carryover, if any, to 1990.				
a	From 1985 ____				
b	From 1986 ____				
c	From 1987 ____				
d	From 1988 ____				
e	From 1989 ____				
f	Total of lines 3a through e	None			
4	Qualifying distributions for 1990 from Part XIII, line 6 $ ____				
a	Applied to 1989, but not more than line 2a			None	
b	Applied to undistributed income of prior years (Election required—see instructions)		N/A		
c	Treated as distributions out of corpus (Election required—see instructions)	None			
d	Applied to 1990 distributable amount				None
e	Remaining amount distributed out of corpus	None			
5	Excess distributions carryover applied to 1990. *(If an amount appears in column (d), the same amount must be shown in column (a))*	None			None
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5.	None			
b	Prior years' undistributed income (line 2b minus line 4b)		N/A		
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		N/A		
d	Subtract line 6c from line 6b. Taxable amount—see instructions		None		
e	Undistributed income for 1989 (line 2a minus line 4a). Taxable amount—see instructions			None	
f	Undistributed income for 1990 (line 1 minus lines 4d and 5). This amount must be distributed in 1991.				None
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	None			
8	Excess distributions carryover from 1985 not applied on line 5 or line 7 (see instructions)	None			
9	Excess distributions carryover to 1991 (line 6a minus lines 7 and 8)	None			
10	Analysis of line 9.				
a	Excess from 1986 ____				
b	Excess from 1987 ____				
c	Excess from 1988 ____				
d	Excess from 1989 ____				
e	Excess from 1990 ____				

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Part X **Minimum Investment Return** (All organizations must complete this part.)

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	
b	Average of monthly cash balances	1b	89
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	89
e	Reduction claimed for blockage or other factors (attach detailed explanation) ▶ 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	89
4	Cash deemed held for charitable activities—Enter 1½% of line 3 (for greater amount, see instructions)	4	89
5	**Net-value of noncharitable-use assets**—Line 3 minus line 4 (Enter in Part V, line 4.)	5	0
6	**Minimum investment return** (Enter 5% of line 5.)	6	0

Part XI **Distributable Amount (see instructions)** (Section 4942(j)(3) and (j)(5) private operating foundations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	0
2a	Tax on investment income for 1991 from Part VI, line 5	2a	0		
b	Income tax under subtitle A, for 1991	2b			
c	Line 2a plus line 2b			2c	0
3	Distributable amount before adjustments (line 1 minus line 2c)			3	0
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Line 4a plus line 4b			4c	0
5	Line 3 plus line 4c			5	0
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted (line 5 minus line 6) (Also enter in Part XIII, line 1.)			7	0

Part XII **Qualifying Distributions (see instructions)**

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	NONE
b	Program-related investments—total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** (add lines 1a through 3b). (Enter in Part V, line 8 and Part XIII, line 4.)	4	NONE
5	Organizations 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	
6	Adjusted qualifying distributions (line 4 minus line 5)	6	NONE

Note: *The amount on line 6 will be used in Part V, column (b), when calculating the section 4940(e) reduction of tax in subsequent years.*

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 1990	(c) 1990	(d) 1991
1	Distributable amount for 1991 from Part XI, line 7				0
2	Undistributed income, if any, as of the end of 1990:				
a	Enter amount for 1990 only			0	
b	Total for prior years: 19____,19____,19____		0		
3	Excess distributions carryover, if any, to 1991:				
a	From 1986 ______				
b	From 1987 ______				
c	From 1988 ______				
d	From 1989 ______				
e	From 1990 ______				
f	Total of lines 3a through e	0			
4	Qualifying distributions for 1991 from Part XII, line 4: $ ______				
a	Applied to 1990, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see instructions)		N/A		
c	Treated as distributions out of corpus (Election required—see instructions)	0			
d	Applied to 1991 distributable amount				0
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 1991. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f 4c, and 4e. Subtract line 5	0			
b	Prior years' undistributed income (line 2b minus line 4b)		N/A		
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		N/A		
d	Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e	Undistributed income for 1990 (line 2a minus line 4a). Taxable amount—see instructions			0	
f	Undistributed income for 1991 (line 1 minus lines 4d and 5). This amount must be distributed in 1992				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	0			
8	Excess distributions carryover from 1986 not applied on line 5 or line 7 (see instructions)	0			
9	Excess distributions carryover to 1992 (line 6a minus lines 7 and 8)	0			
10	Analysis of line 9:				
a	Excess from 1987 ______				
b	Excess from 1988 ______				
c	Excess from 1989 ______				
d	Excess from 1990 ______				
e	Excess from 1991 ______				

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	53.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	53.
e	Reduction claimed for blockage or other factors (attach detailed explanation) ▶ 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	53.
4	Cash deemed held for charitable activities -- Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1.
5	**Net value of noncharitable-use assets** -- Line 3 minus line 4. (Enter in Part V, line 4.)	5	52.
6	**Minimum investment return.** (Enter 5% of line 5.)	6	3.

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	3.
2a	Tax on investment income for 1992 from Part VI, line 5 — 2a		
b	Income tax under subtitle A, for 1992 — 2b		
c	Line 2a plus line 2b	2c	
3	Distributable amount before adjustments (line 1 minus line 2c)	3	3.
4a	Recoveries of amounts treated as qualifying distributions — 4a		
b	Income distributions from section 4947(a)(2) trusts — 4b		
c	Line 4a plus line 4b	4c	
5	Line 3 plus line 4c	5	3.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)	7	3.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	
5	Organizations 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	
6	Adjusted qualifying distributions (line 4 minus line 5)	6	

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 1991	(c) 1991	(d) 1992
1 Distributable amount for 1992 from Part XI, line 7				3.
2 Undistrib. income, if any, as of end of 1991:				
a Enter amount for 1991 only				
b Total for prior yrs.: 19 ___,19 ___,19 ___				
3 Excess distribs. carryover, if any, to 1992:				
a From 1987				
b From 1988				
c From 1989				
d From 1990				
e From 1991				
f Total of lines 3a through e				
4 Qualifying distribs. for 1992 from Part XII, line 4: $ ______				
a Applied to 1991, but not more than line 2a.				
b Applied to undistributed income of prior years (Election required -- see inst.)				
c Treated as distributions out of corpus (Election required -- see instructions)				
d Applied to 1992 distributable amount				
e Remaining amt. distributed out of corpus				
5 Excess distribs. carryover applied to 1992. (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, & 4e. Subtr. line 5.				
b Prior years' undistributed income (line 2b minus line 4b)				
c Enter amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the sec. 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount -- see instructions				
e Undistributed income for 1991 (line 2a minus line 4a). Taxable amount -- see inst.				
f Undistributed income for 1992 (line 1 minus lines 4d and 5). This amount must be distributed in 1993				3.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see inst.)				
8 Excess distributions carryover from 1987 not applied on line 5 or line 7 (see inst.)				
9 Excess distributions carryover to 1993 (line 6a minus lines 7 and 8)				
10 Analysis of line 9:				
a Excess from 1988.				
b Excess from 1989.				
c Excess from 1990.				
d Excess from 1991.				
e Excess from 1992.				

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	9,223.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,223.
e	Reduction claimed for blockage or other factors (attach detailed explanation) ▶ 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	9,223.
4	Cash deemed held for charitable activities -- Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	138.
5	**Net value of noncharitable-use assets** -- Line 3 minus line 4. (Enter in Part V, line 4.)	5	9,085.
6	**Minimum investment return.** (Enter 5% of line 5.)	6	454.

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	454.
2a	Tax on investment income for 1993 from Part VI, line 5	2a			
b	Income tax under subtitle A, for 1993	2b			
c	Line 2a plus line 2b			2c	
3	Distributable amount before adjustments (line 1 minus line 2c)			3	454.
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Line 4a plus line 4b			4c	
5	Line 3 plus line 4c			5	454.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)			7	454.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	
5	Organizations 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	
6	Adjusted qualifying distributions (line 4 minus line 5)	6	

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 1992	(c) 1992	(d) 1993
1 Distributable amount for 1993 from Part XI, line 7				454.
2 Undistrib. income, if any, as of end of 1992:				
a Enter amount for 1992 only			3.	
b Total for prior yrs.: 19 ___ ,19 ___ ,19 ___				
3 Excess distribs. carryover, if any, to 1993:				
a From 1988				
b From 1989				
c From 1990				
d From 1991				
e From 1992				
f Total of lines 3a through e				
4 Qualifying distribs. for 1993 from Part XII, line 4: $ ________				
a Applied to 1992, but not more than line 2a.				
b Applied to undistributed income of prior years (Election required -- see inst.)				
c Treated as distributions out of corpus (Election required -- see instructions)				
d Applied to 1993 distributable amount				
e Remaining amt. distributed out of corpus				
5 Excess distribs. carryover applied to 1993 (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, & 4e. Subtr. line 5.				
b Prior years' undistributed income (line 2b minus line 4b)				
c Enter amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the sec. 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount -- see instructions				
e Undistributed income for 1992 (line 2a minus line 4a). Taxable amount -- see inst.			3.	
f Undistributed income for 1993 (line 1 minus lines 4d and 5). This amount must be distributed in 1994				454.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see inst.)				
8 Excess distributions carryover from 1988 not applied on line 5 or line 7 (see inst.)				
9 Excess distributions carryover to 1994 (line 6a minus lines 7 and 8)				
10 Analysis of line 9:				
a Excess from 1989.				
b Excess from 1990.				
c Excess from 1991.				
d Excess from 1992.				
e Excess from 1993.				

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	226,487.
c	Fair market value of all other assets (see instructions)	1c	3,623,278.
d	Total (add lines 1a, b, and c)	1d	3,849,765.
e	Reduction claimed for blockage or other factors (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	3,849,765.
4	Cash deemed held for charitable activities -- Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,746.
5	Net value of noncharitable-use assets -- Line 3 minus line 4. (Enter in Part V, line 4.)	5	3,792,019.
6	Minimum investment return. (Enter 5% of line 5.)	6	189,601.

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	189,601.
2a	Tax on investment income for 1994 from Part VI, line 5	2a	1,938.		
b	Income tax under subtitle A, for 1994	2b			
c	Line 2a plus line 2b			2c	1,938.
3	Distributable amount before adjustments (line 1 minus line 2c)			3	187,663.
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Line 4a plus line 4b			4c	
5	Line 3 plus line 4c			5	187,663.
6	Deduction from distributable amount (see instructions)			6	
7	Distributable amount as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)			7	187,663.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	24,165.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	24,165.
5	Organizations 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	1,938.
6	Adjusted qualifying distributions (line 4 minus line 5)	6	22,227.

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.

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 1993	(c) 1993	(d) 1994
1	Distributable amount for 1994 from Part XI, line 7				187,663.
2	Undistrib. income, if any, as of end of 1993:				
a	Enter amount for 1993 only			454.	
b	Total for prior yrs.: 19 92 ,19 ,19		3.		
3	Excess distribs. carryover, if any, to 1994:				
a	From 1989				
b	From 1990				
c	From 1991				
d	From 1992				
e	From 1993				
f	Total of lines 3a through e				
4	Qualifying distributions for 1994 from Part XII, line 4: ▶ $ 24,165.				
a	Applied to 1993, but not more than line 2a.			454.	
b	Applied to undistributed income of prior years (Election required -- see inst.)		3.		
c	Treated as distributions out of corpus (Election required -- see instructions)				
d	Applied to 1994 distributable amount				23,708.
e	Remaining amt. distributed out of corpus				
5	Excess distribs carryover applied to 1994. (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, & 4e. Subtr. line 5.				
b	Prior years' undistributed income (line 2b minus line 4b)				
c	Enter 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				
e	Undistributed income for 1993 (line 2a minus line 4a). Taxable amount -- see inst.				
f	Undistributed income for 1994 (line 1 minus lines 4d and 5). This amount must be distributed in 1995.				163,955.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see inst.)				
8	Excess distributions carryover from 1989 not applied on line 5 or line 7 (see inst.)				
9	Excess distributions carryover to 1995 (line 6a minus lines 7 and 8)				
10	Analysis of line 9:				
a	Excess from 1990.				
b	Excess from 1991.				
c	Excess from 1992.				
d	Excess from 1993.				
e	Excess from 1994.				

Part IX-B **Summary of Program-Related Investments** (see page 19 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1	
2	
3	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 19 of the 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	
b	Average of monthly cash balances	1b	303,096.
c	Fair market value of all other assets (see page 19 of the instructions)	1c	9,431,096.
d	**Total** (add lines 1a, b, and c)	1d	9,734,192.
e	Reduction claimed for blockage or other factors (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	9,734,192.
4	Cash deemed held for charitable activities -- Enter 1 1/2% of line 3 (for greater amount, see page 20 of the instructions)	4	146,013.
5	**Net value of noncharitable-use assets** -- Line 3 minus line 4. (Enter in Part V, line 4.)	5	9,588,179.
6	**Minimum investment return.** (Enter 5% of line 5.)	6	479,409.

Part XI **Distributable Amount** (see page 20 of the 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	479,409.
2a	Tax on investment income for 1995 from Part VI, line 5	2a	3,620.		
b	Income tax for 1995. (This does not include the tax from Part VI.)	2b			
c	Line 2a plus line 2b			2c	3,620.
3	Distributable amount before adjustments (line 1 minus line 2c)			3	475,789.
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Line 4a plus line 4b			4c	
5	Line 3 plus line 4c			5	475,789.
6	Deduction from distributable amount (see page 20 of the instructions)			6	
7	**Distributable amount** as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)			7	475,789.

Part XII **Qualifying Distributions** (see page 21 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	215,697.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	215,697.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income -- enter 1% of Part I, line 27b (see page 21 of the instructions)	5	3,620.
6	Adjusted qualifying distributions (line 4 minus line 5)	6	212,077.

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 page 21 of the instructions)

	(a) Corpus	(b) Years prior to 1994	(c) 1994	(d) 1995
1 Distributable amount for 1995 from Part XI, line 7				475,789.
2 Undistrib. income, if any, as of end of 1994:				
a Enter amount for 1994 only			163,955.	
b Total for prior yrs.: 19 92 ,19 93 ,19 ___		457.		
3 Excess distribs. carryover, if any, to 1995:				
a From 1990				
b From 1991				
c From 1992				
d From 1993				
e From 1994				
f Total of lines 3a through e				
4 Qualifying distributions for 1995 from Part XII, line 4: ▶ $ 215,697.				
a Applied to 1994, but not more than line 2a.			163,955.	
b Applied to undistributed income of prior years (Election required -- see page 21 of instructions)				
c Treated as distributions out of corpus (Election required -- see page 22 of the instructions)				
d Applied to 1995 distributable amount				51,742.
e Remaining amt. distributed out of corpus				
5 Excess distribs. carryover applied to 1995 (If an amount appears in column (d), the same amount must be shown in col. (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income (line 2b minus line 4b)		457.		
c Enter 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 page 22 of the instructions)		457.		
e Undistributed income for 1994 (line 2a minus line 4a). Taxable amount -- see page 22 of the instructions				
f Undistributed income for 1995 (line 1 minus lines 4d and 5). This amount must be distributed in 1996				424,047.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see page 22 of the instructions)				
8 Excess distributions carryover from 1990 not applied on line 5 or line 7 (see page 22 of the instructions)				
9 Excess distributions carryover to 1996 (line 6a minus lines 7 and 8)				
10 Analysis of line 9:				
a Excess from 1991				
b Excess from 1992				
c Excess from 1993				
d Excess from 1994				
e Excess from 1995				

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Part IX-B Summary of Program-Related Investments (see page 18 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1	
2	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 18 of the 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	
b	Average of monthly cash balances	1b	338,815.
c	Fair market value of all other assets (see page 19 of the instructions)	1c	8,755,114.
d	Total (add lines 1a, b, and c)	1d	9,093,929.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Line 1d minus line 2	3	9,093,929.
4	Cash deemed held for charitable activities -- Enter 1 1/2% of line 3 (for greater amount, see page 20 of the instructions)	4	136,409.
5	Net value of noncharitable-use assets -- Line 3 minus line 4. (Enter in Part V, line 4.)	5	8,957,520.
6	Minimum investment return. (Enter 5% of line 5.)	6	447,876.

Part XI Distributable Amount (see page 20 of the 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	447,876.
2a	Tax on investment income for 1998 from Part VI, line 5 2a		
b	Income tax for 1998. (This does not include the tax from Part VI.) 2b		
c	Line 2a plus line 2b	2c	
3	Distributable amount before adjustments (line 1 minus line 2c)	3	447,876.
4a	Recoveries of amounts treated as qualifying distributions 4a		
b	Income distributions from section 4947(a)(2) trusts 4b		
c	Line 4a plus line 4b	4c	
5	Line 3 plus line 4c	5	447,876.
6	Deduction from distributable amount (see page 20 of the instructions)	6	
7	Distributable amount as adjusted (line 5 minus line 6). (Also enter in Part XIII, line 1.)	7	447,876.

Part XII Qualifying Distributions (see page 20 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	704,089.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions (add lines 1a through 3b). (Enter in Part V, line 8, and Part XIII, line 4.)	4	704,089.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income -- enter 1% of Part I, line 27b (see page 21 of the instructions)	5	
6	Adjusted qualifying distributions (line 4 minus line 5)	6	704,089.

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 page 21 of the instructions)

		(a) Corpus	(b) Years prior to 1995	(c) 1995	(d) 1996
1	Distributable amount for 1996 from Part XI, line 7				447,876.
2	Undistrib. income, if any, as of end of 1995:				
a	Enter amount for 1995 only			424,047.	
b	Total for prior yrs.: 19___,19___,19___				
3	Excess distribs. carryover, if any, to 1996:				
a	From 1991				
b	From 1992				
c	From 1993				
d	From 1994				
e	From 1995				
f	Total of lines 3a through e				
4	Qualifying distributions for 1996 from Part XII, line 4: ▶ $ 704,089.				
a	Applied to 1995, but not more than line 2a.			424,047.	
b	Applied to undistributed income of prior years (Election required — see page 21 of instructions)				
c	Treated as distributions out of corpus (Election required — see page 21 of the instructions)				
d	Applied to 1996 distributable amount				280,042.
e	Remaining amt. distributed out of corpus				
5	Excess distribs. carryover applied to 1996. (If an amount appears in column (d), the same amount must be shown in col. (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income (line 2b minus line 4b)				
c	Enter 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 page 21 of the instructions.				
e	Undistributed income for 1995 (line 2a minus line 4a). Taxable amount -- see page 21 of the instructions				
f	Undistributed income for 1996 (line 1 minus lines 4d and 5). This amount must be distributed in 1997				167,834.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see page 21 of the instructions)				
8	Excess distributions carryover from 1991 not applied on line 5 or line 7 (see page 22 of the instructions)				
9	Excess distributions carryover to 1997 (line 6a minus lines 7 and 8)				
10	Analysis of line 9:				
a	Excess from 1992.				
b	Excess from 1993.				
c	Excess from 1994.				
d	Excess from 1995.				
e	Excess from 1996.				

Part IX-B Summary of Program-Related Investments (see page 20 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1	
2	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 20 of the 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	
b	Average of monthly cash balances	1b	317,091.
c	Fair market value of all other assets (see page 21 of the instructions)	1c	5,328,792.
d	Total (add lines 1a, b, and c)	1d	5,645,883.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,645,883.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 21 of the instructions)	4	84,688.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,561,195.
6	**Minimum investment return.** Enter 5% of line 5	6	278,060.

Part XI Distributable Amount (see page 21 of the 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	278,060.
2a	Tax on investment income for 1997 from Part VI, line 5	2a	7,227.		
b	Income tax for 1997. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,227.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	270,833.
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Add lines 4a and 4b			4c	
5	Add lines 3 and 4c			5	270,833.
6	Deduction from distributable amount (see page 22 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	270,833.

Part XII Qualifying Distributions (see page 22 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	182,531.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	182,531.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 22 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	182,531.

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 page 22 of the instructions)

	(a) Corpus	(b) Years prior to 1996	(c) 1996	(d) 1997
1 Distributable amount for 1997 from Part XI, line 7				270,833.
2 Undistrib income, if any, as of end of 1996:				
a Enter amount for 1996 only			167,834.	
b Total for prior yrs: 19___,19___,19___				
3 Excess distribs. carryover, if any, to 1997:				
a From 1992				
b From 1993				
c From 1994				
d From 1995				
e From 1996				
f Total of lines 3a through e				
4 Qualifying distributions for 1997 from Part XII, line 4 ▶ $ 182,531.				
a Applied to 1996, but not more than line 2a			167,834.	
b Applied to undistributed income of prior years (Election required -- see page 23 of instructions)				
c Treated as distributions out of corpus (Election required -- see page 23 of the instructions)				
d Applied to 1997 distributable amount				14,697.
e Remaining amt distributed out of corpus				
5 Excess distribs. carryover applied to 1997 (If an amount appears in column (d), the same amount must be shown in col. (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter 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 page 23 of the instructions				
e Undistributed income for 1996. Subtract line 4a from line 2a. Taxable amount -- see page 23 of the instructions				
f Undistributed income for 1997. Subtract lines 4d and 5 from line 1. This amount must be distributed in 1998				256,136.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see page 23 of the instructions)				
8 Excess distributions carryover from 1992 not applied on line 5 or line 7 (see page 23 of the instructions)				
9 **Excess distributions carryover to 1998.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 1993				
b Excess from 1994				
c Excess from 1995				
d Excess from 1996				
e Excess from 1997				

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Part IX-B Summary of Program-Related Investments (see page 20 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1	
2	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 20 of the 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	
b	Average of monthly cash balances	1b	852,575.
c	Fair market value of all other assets (see page 21 of the instructions)	1c	5,155,842.
d	**Total** (add lines 1a, b, and c)	1d	6,008,417.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,008,417.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 21 of the instructions)	4	90,126.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,918,291.
6	**Minimum investment return.** Enter 5% of line 5	6	295,915.

Part XI Distributable Amount (see page 21 of the 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	295,915.
2a	Tax on investment income for 1998 from Part VI, line 5 ... 2a		
b	Income tax for 1998. (This does not include the tax from Part VI.) ... 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	295,915.
4a	Recoveries of amounts treated as qualifying distributions ... 4a		
b	Income distributions from section 4947(a)(2) trusts ... 4b		
c	Add lines 4a and 4b	4c	
5	Add lines 3 and 4c	5	295,915.
6	Deduction from distributable amount (see page 22 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	295,915.

Part XII Qualifying Distributions (see page 22 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	1,405,060.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,405,060.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 22 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,405,060.

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.

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Part XIII Undistributed Income (see page 22 of the instructions)

	(a) Corpus	(b) Years prior to 1997	(c) 1997	(d) 1998
1 Distributable amount for 1998 from Part XI, line 7				295,915.
2 Undistrib income, if any, as of end of 1997				
a Enter amount for 1997 only			256,136.	
b Total for prior yrs 19___,19___,19___				
3 Excess distribs carryover, if any, to 1998:				
a From 1993				
b From 1994				
c From 1995				
d From 1996				
e From 1997				
f Total of lines 3a through e				
4 Qualifying distributions for 1998 from Part XII, line 4 ▶ $ 1,405,060.				
a Applied to 1997, but not more than line 2a.			256,136.	
b Applied to undistributed income of prior years (Election required -- see page 23 of instructions)				
c Treated as distributions out of corpus (Election required -- see page 23 of the instructions)				
d Applied to 1998 distributable amount				295,915.
e Remaining amt. distributed out of corpus	853,009.			
5 Excess distribs. carryover applied to 1998 (If an amount appears in column (d), the same amount must be shown in col (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5.	853,009.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter 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 page 23 of the instructions.				
e Undistributed income for 1997. Subtract line 4a from line 2a Taxable amount -- see page 23 of the instructions				
f Undistributed income for 1998 Subtract lines 4d and 5 from line 1. This amount must be distributed in 1999				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see page 23 of the instructions).				
8 Excess distributions carryover from 1993 not applied on line 5 or line 7 (see page 23 of the instructions)				
9 Excess distributions carryover to 1999. Subtract lines 7 and 8 from line 6a	853,009.			
10 Analysis of line 9				
a Excess from 1994.				
b Excess from 1995.				
c Excess from 1996.				
d Excess from 1997.				
e Excess from 1998 853,009.				

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

Describe any program-related investments made by the foundation during the tax year.	Amount
1	
2	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	186,399.
c	Fair market value of all other assets (see instructions)	1c	5,061,687.
d	**Total** (add lines 1a, b, and c)	1d	5,248,086.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,248,086.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,721.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,169,365.
6	**Minimum investment return.** Enter 5% of line 5	6	258,468.

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	258,468.
2a	Tax on investment income for 1999 from Part VI, line 5 — 2a		
b	Income tax for 1999. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	258,468.
4a	Recoveries of amounts treated as qualifying distributions — 4a		
b	Income distributions from section 4947(a)(2) trusts — 4b		
c	Add lines 4a and 4b	4c	
5	Add lines 3 and 4c	5	258,468.
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	258,468.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. -- total from Part I, column (d), line 26	1a	303,469.
b	Program-related investments -- total of lines 1-3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	303,469.
5	Organizations 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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	303,469.

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.

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Part XIII Undistributed Income (see instructions for this form)

	(a) Corpus	(b) Years prior to 1998	(c) 1998	(d) 1999
1 Distributable amount for 1999 from Part XI, line 7				258,468.
2 Undistrib. income, if any, as of end of 1998:				
a Enter amount for 1998 only				
b Total for prior yrs.: 19 ___ ,19 ___ ,19 ___				
3 Excess distribs. carryover, if any, to 1999:				
a From 1994				
b From 1995				
c From 1996				
d From 1997				
e From 1998 853,009.				
f Total of lines 3a through e	853,009.			
4 Qualifying distributions for 1999 from Part XII, line 4. ▶ $ 303,469.				
a Applied to 1998, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see the instructions)				
d Applied to 1999 distributable amount				258,468.
e Remaining amt. distributed out of corpus	45,001.			
5 Excess distribs. carryover applied to 1999. (If an amount appears in column (d), the same amount must be shown in col. (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	898,010.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter 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 the instructions				
e Undistributed income for 1998. Subtract line 4a from line 2a. Taxable amount -- see the instructions				
f Undistributed income for 1999. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2000				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by sec. 170(b)(1)(E) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 1994 not applied on line 5 or line 7 (see the instructions)				
9 Excess distributions carryover to 2000 Subtract lines 7 and 8 from line 6a	898,010.			
10 Analysis of line 9:				
a Excess from 1995				
b Excess from 1996				
c Excess from 1997				
d Excess from 1998 853,009.				
e Excess from 1999 45,001.				

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	
b	Average of monthly cash balances		1b	514,447.
c	Fair market value of all other assets		1c	5,640,995.
d	**Total** (add lines 1a, b, and c)		1d	6,155,442.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	6,155,442.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	92,332.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	6,063,110.
6	**Minimum investment return.** Enter 5% of line 5.		6	303,156.

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	303,156.
2a	Tax on investment income for 2000 from Part VI, line 5	2a 1,622.		
b	Income tax for 2000. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,622.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	301,534.
4a	Recoveries of amounts treated as qualifying distributions	4a 0.		
b	Income distributions from section 4947(a)(2) trusts	4b 0.		
c	Add lines 4a and 4b		4c	0.
5	Add lines 3 and 4c		5	301,534.
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	301,534.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	524,543.
b	Program-related investments - total of lines 1-3 of Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	524,543.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	1,622.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	522,921.

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.*

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				301,534.
2 Undistributed income, if any, as of the end of 1999				
a Enter amount for 1999 only			0.	
b Total for prior years 19 ___ ,19 ___ ,19 ___		0.		
3 Excess distributions carryover, if any, to 2000				
a From 1995				
b From 1996				
c From 1997				
d From 1998 853,009.				
e From 1999 45,001.				
f Total of lines 3a through e	898,010.			
4 Qualifying distributions for 2000 from Part XII, line 4: ▶ $ 524,543.				
a Applied to 1999, 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 2000 distributable amount				301,534.
e Remaining amount distributed out of corpus	223,009.			
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,121,019.			
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 1999. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2000. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2001				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2001. Subtract lines 7 and 8 from line 6a	1,121,019.			
10 Analysis of line 9:				
a Excess from 1996				
b Excess from 1997				
c Excess from 1998 853,009.				
d Excess from 1999 45,001.				
e Excess from 2000 223,009.				

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Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.			
a Average monthly fair market value of securities		1a	
b Average of monthly cash balances		1b	506,213.
c Fair market value of all other assets		1c	4,638,045.
d **Total** (add lines 1a, b, and c)		1d	5,144,258.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	5,144,258.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	77,164.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	5,067,094.
6 **Minimum investment return.** Enter 5% of line 5		6	253,355.

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	253,355.
2a Tax on investment income for 2001 from Part VI, line 5	2a 145.		
b Income tax for 2001. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	145.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	253,210.
4a Recoveries of amounts treated as qualifying distributions	4a 0.		
b Income distributions from section 4947(a)(2) trusts	4b 0.		
c Add lines 4a and 4b		4c	0.
5 Add lines 3 and 4c		5	253,210.
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	253,210.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	67,351.
b Program-related investments - Total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	67,351.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	67,351.

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 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				253,210.
2 Undistributed income, if any, as of the end of 2000				
a Enter amount for 2000 only			0.	
b Total for prior years 19 ___,19 ___,19 ___		0.		
3 Excess distributions carryover, if any, to 2001				
a From 1996				
b From 1997				
c From 1998 853,009.				
d From 1999 45,001.				
e From 2000 223,009.				
f **Total** of lines 3a through e	1,121,019.			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ $ 67,351.				
a Applied to 2000, 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 2001 distributable amount				67,351.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a).)	185,859.			185,859.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	935,160.			
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 2000. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2002				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1996 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2002.** Subtract lines 7 and 8 from line 6a	935,160.			
10 Analysis of line 9:				
a Excess from 1997				
b Excess from 1998 667,150.				
c Excess from 1999 45,001.				
d Excess from 2000 223,009.				
e Excess from 2001				

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Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	
b	Average of monthly cash balances		1b	578,638.
c	Fair market value of all other assets		1c	4,322,270.
d	**Total** (add lines 1a, b, and c)		1d	4,900,908.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,900,908.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	73,514.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,827,394.
6	**Minimum investment return.** Enter 5% of line 5		6	241,370.

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	241,370.
2a	Tax on investment income for 2002 from Part VI, line 5	2a 6,852.		
b	Income tax for 2002 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,852.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	234,518.
4a	Recoveries of amounts treated as qualifying distributions	4a 0.		
b	Income distributions from section 4947(a)(2) trusts	4b 0.		
c	Add lines 4a and 4b		4c	0.
5	Add lines 3 and 4c		5	234,518.
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	234,518.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	30,508.
b	Program-related investments - Total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,508.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	30,508.

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 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7					234,518.
2 Undistributed income, if any, as of the end of 2001					
a Enter amount for 2001 only				0.	
b Total for prior years: ____ , ____ , ____ ,			0.		
3 Excess distributions carryover, if any, to 2002:					
a From 1997					
b From 1998	667,150.				
c From 1999	45,001.				
d From 2000	223,009.				
e From 2001					
f **Total** of lines 3a through e		935,160.			
4 Qualifying distributions for 2002 from Part XII, line 4: ▶ $ 30,508.					
a Applied to 2001, 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 2002 distributable amount					30,508.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2002 (If an amount appears in column (d), the same amount must be shown in column (a).)		204,010.			204,010.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		731,150.			
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 2001. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2002. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2003					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)		0.			
8 Excess distributions carryover from 1997 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2003.** Subtract lines 7 and 8 from line 6a		731,150.			
10 Analysis of line 9:					
a Excess from 1998	463,140.				
b Excess from 1999	45,001.				
c Excess from 2000	223,009.				
d Excess from 2001					
e Excess from 2002					

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	
b	Average of monthly cash balances		1b	751,656.
c	Fair market value of all other assets		1c	4,329,842.
d	**Total** (add lines 1a, b, and c)		1d	5,081,498.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	5,081,498.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	76,222.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	5,005,276.
6	**Minimum investment return.** Enter 5% of line 5		6	250,264.

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	250,264.
2a	Tax on investment income for 2003 from Part VI, line 5	2a 5,540.		
b	Income tax for 2003. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	5,540.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	244,724.
4a	Recoveries of amounts treated as qualifying distributions	4a 0.		
b	Income distributions from section 4947(a)(2) trusts	4b 0.		
c	Add lines 4a and 4b		4c	0.
5	Add lines 3 and 4c		5	244,724.
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	244,724.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	130,327.
b	Program-related investments - Total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	130,327.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	130,327.

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 2002	(c) 2002	(d) 2003
1 Distributable amount for 2003 from Part XI, line 7				244,724.
2 Undistributed income, if any, as of the end of 2002				
a Enter amount for 2002 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2003:				
a From 1998 463,140.				
b From 1999 45,001.				
c From 2000 223,009.				
d From 2001				
e From 2002				
f **Total** of lines 3a through e	731,150.			
4 Qualifying distributions for 2003 from Part XII, line 4: ▶ $ 130,327.				
a Applied to 2002, 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 2003 distributable amount				130,327.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2003 (If an amount appears in column (d), the same amount must be shown in column (a).)	114,397.			114,397.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	616,753.			
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 2002. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2003. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2004				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1998 not applied on line 5 or line 7	348,743.			
9 **Excess distributions carryover to 2004.** Subtract lines 7 and 8 from line 6a	268,010.			
10 Analysis of line 9:				
a Excess from 1999 45,001.				
b Excess from 2000 223,009.				
c Excess from 2001				
d Excess from 2002				
e Excess from 2003				

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	
b Average of monthly cash balances	1b	1,683,424.
c Fair market value of all other assets	1c	5,537,297.
d **Total** (add lines 1a, b, and c)	1d	7,220,721.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	7,220,721.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	108,311.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,112,410.
6 **Minimum investment return.** Enter 5% of line 5	6	355,621.

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	355,621.
2a Tax on investment income for 2004 from Part VI, line 5 2a 455.		
b Income tax for 2004. (This does not include the tax from Part VI.) 2b		
c Add lines 2a and 2b	2c	455.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	355,166.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	355,166.
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	355,166.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	47,050.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	47,050.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	47,050.

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 2003	(c) 2003	(d) 2004
1 Distributable amount for 2004 from Part XI, line 7				355,166.
2 Undistributed income, if any, as of the end of 2003				
a Enter amount for 2003 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2004:				
a From 1999 — 45,001.				
b From 2000 — 223,009.				
c From 2001				
d From 2002				
e From 2003				
f **Total** of lines 3a through e	268,010.			
4 Qualifying distributions for 2004 from Part XII, line 4 ▶ $ 47,050.				
a Applied to 2003, 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 2004 distributable amount				47,050.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount must be shown in column (a).)	268,010.			268,010.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2003. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2004. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2005				40,106.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1999 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2005.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2000				
b Excess from 2001				
c Excess from 2002				
d Excess from 2003				
e Excess from 2004				

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	2,928,946.
c	Fair market value of all other assets	1c	8,648,509.
d	**Total** (add lines 1a, b, and c)	1d	11,577,455.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,577,455.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	173,662.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,403,793.
6	**Minimum investment return.** Enter 5% of line 5	6	570,190.

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	570,190.
2a	Tax on investment income for 2005 from Part VI, line 5 — 2a 18,890.		
b	Income tax for 2005. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	18,890.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	551,300.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	551,300.
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	551,300.

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	1a	2,175,775.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,175,775.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	18,890.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,156,885.

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 2004	(c) 2004	(d) 2005
1 Distributable amount for 2005 from Part XI, line 7				551,300.
2 Undistributed income, if any, as of the end of 2004				
a Enter amount for 2004 only			40,106.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2005:				
a From 2000				
b From 2001				
c From 2002				
d From 2003				
e From 2004				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2005 from Part XII, line 4: ▶$ 2,175,775.				
a Applied to 2004, but not more than line 2a			40,106.	
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 2005 distributable amount				551,300.
e Remaining amount distributed out of corpus	1,584,369.			
5 Excess distributions carryover applied to 2005 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,584,369.			
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 2004. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2005. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2006				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2000 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2006.** Subtract lines 7 and 8 from line 6a	1,584,369.			
10 Analysis of line 9:				
a Excess from 2001				
b Excess from 2002				
c Excess from 2003				
d Excess from 2004				
e Excess from 2005 1,584,369.				

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 25 of the 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	0
b	Average of monthly cash balances		1b	4,330,067
c	Fair market value of all other assets (see page 25 of the instructions)		1c	8,618,328
d	**Total** (add lines 1a, b, and c)		1d	12,948,395
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	12,948,395
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 26 of the instructions)		4	194,226
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	12,754,169
6	**Minimum investment return.** Enter 5% of line 5		6	637,708

Part XI Distributable Amount (see page 26 of the 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	637,708
2a	Tax on investment income for 2006 from Part VI, line 5	2a 6,287		
b	Income tax for 2006 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	6,287
3	Distributable amount before adjustments Subtract line 2c from line 1		3	631,421
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	631,421
6	Deduction from distributable amount (see page 26 of the instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	631,421

Part XII Qualifying Distributions (see page 26 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc -total from Part I, column (d), line 26	1a	413,604
b	Program-related investments-total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	351,363
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	764,967
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 page 27 of the instructions)	5	6,287
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	758,680

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 page 27 of the instructions)

		(a) Corpus	(b) Years prior to 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7					631,421
2 Undistributed income, if any, as of the end of 2005					
a Enter amount for 2005 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2006					
a From 2001					
b From 2002					
c From 2003					
d From 2004					
e From 2005	1,584,369				
f **Total** of lines 3a through e		1,584,369			
4 Qualifying distributions for 2006 from Part XII, line 4 ▶ $ 764,967					
a Applied to 2005, but not more than line 2a					
b Applied to undistributed income of prior years (Election required-see page 27 of the instructions)					
c Treated as distributions out of corpus (Election required-see page 27 of the instructions)					
d Applied to 2006 distributable amount					631,421
e Remaining amount distributed out of corpus		133,546			
5 Excess distributions carryover applied to 2006 (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		1,717,915			
b Prior years' undistributed income Subtract line 4b from line 2b					
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 page 27 of the instructions					
e Undistributed income for 2005 Subtract line 4a from line 2a Taxable amount-see page 27 of the instructions					
f Undistributed income for 2006 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2007					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 28 of the instructions)					
8 Excess distributions carryover from 2001 not applied on line 5 or line 7 (see page 28 of the instructions)					
9 **Excess distributions carryover to 2007.** Subtract lines 7 and 8 from line 6a		1,717,915			
10 Analysis of line 9					
a Excess from 2002					
b Excess from 2003					
c Excess from 2004					
d Excess from 2005	1,584,369				
e Excess from 2006	133,546				

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	0
b	Average of monthly cash balances	1b	3,698,831
c	Fair market value of all other assets (see page 25 of the instructions)	1c	8,613,140
d	**Total** (add lines 1a, b, and c)	1d	12,311,971
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,311,971
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	184,680
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,127,291
6	**Minimum investment return.** Enter 5% of line 5	6	606,365

Part XI Distributable Amount (see page 25 of the 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	606,365
2a	Tax on investment income for 2007 from Part VI, line 5	2a	1,318		
b	Income tax for 2007 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,318
3	Distributable amount before adjustments Subtract line 2c from line 1			3	605,047
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	605,047
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	605,047

Part XII Qualifying Distributions (see page 26 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	782,764
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	782,764
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 page 26 of the instructions)	5	1,318
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	781,446

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 page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1	Distributable amount for 2007 from Part XI, line 7					605,047
2	Undistributed income, if any, as of the end of 2006					
a	Enter amount for 2006 only					
b	Total for prior years 20____ , 20____ , 20____					
3	Excess distributions carryover, if any, to 2007					
a	From 2002					
b	From 2003					
c	From 2004					
d	From 2005	1,584,369				
e	From 2006	133,546				
f	Total of lines 3a through e		1,717,915			
4	Qualifying distributions for 2007 from Part XII, line 4 ▶ $ 782,764					
a	Applied to 2006, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see page 27 of the instructions)					
c	Treated as distributions out of corpus (Election required—see page 27 of the instructions)					
d	Applied to 2007 distributable amount					605,047
e	Remaining amount distributed out of corpus		177,717			
5	Excess distributions carryover applied to 2007 (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		1,895,632			
b	Prior years' undistributed income Subtract line 4b from line 2b					
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 page 27 of the instructions					
e	Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f	Undistributed income for 2007 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8	Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)					
9	**Excess distributions carryover to 2008.** Subtract lines 7 and 8 from line 6a		1,895,632			
10	Analysis of line 9					
a	Excess from 2003					
b	Excess from 2004					
c	Excess from 2005	1,584,369				
d	Excess from 2006	133,546				
e	Excess from 2007	177,717				

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the 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	0
b	Average of monthly cash balances	1b	3,050,110
c	Fair market value of all other assets (see page 24 of the instructions)	1c	8,613,140
d	**Total** (add lines 1a, b, and c)	1d	11,663,250
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	11,663,250
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	174,949
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,488,301
6	**Minimum investment return.** Enter 5% of line 5	6	574,415

Part XI Distributable Amount (see page 25 of the 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	574,415
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,153		
b	Income tax for 2008 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,153
3	Distributable amount before adjustments Subtract line 2c from line 1			3	573,262
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	573,262
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	573,262

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	368,008
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	368,008
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	368,008

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

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Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7					573,262
2 Undistributed income, if any, as of the end of 2007					
a Enter amount for 2007 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2008					
a From 2003					
b From 2004					
c From 2005	1,584,369				
d From 2006	133,546				
e From 2007	177,717				
f **Total** of lines 3a through e		1,895,632			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 368,008					
a Applied to 2007, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2008 distributable amount					368,008
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))		205,254			205,254
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,690,378			
b Prior years' undistributed income Subtract line 4b from line 2b					
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 page 27 of the instructions					
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a		1,690,378			
10 Analysis of line 9					
a Excess from 2004					
b Excess from 2005	1,379,115				
c Excess from 2006	133,546				
d Excess from 2007	177,717				
e Excess from 2008					

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	0
b	Average of monthly cash balances	1b	2,906,679
c	Fair market value of all other assets (see page 24 of the instructions)	1c	9,668,504
d	**Total** (add lines 1a, b, and c)	1d	12,575,183
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,575,183
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	188,628
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,386,555
6	**Minimum investment return.** Enter 5% of line 5	6	619,328

Part XI Distributable Amount (see page 25 of the 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	619,328
2a	Tax on investment income for 2009 from Part VI, line 5 2a 183		
b	Income tax for 2009 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	183
3	Distributable amount before adjustments Subtract line 2c from line 1	3	619,145
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	619,145
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	619,145

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	148,029
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	148,029
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	148,029

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

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Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				619,145
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005 1,379,115				
c	From 2006 133,546				
d	From 2007 177,717				
e	From 2008				
f	**Total** of lines 3a through e	1,690,378			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 148,029				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				148,029
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	471,116			471,116
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,219,262			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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 page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	1,219,262			
10	Analysis of line 9				
a	Excess from 2005 907,999				
b	Excess from 2006 133,546				
c	Excess from 2007 177,717				
d	Excess from 2008				
e	Excess from 2009				

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	0
b	Average of monthly cash balances	1b	2,720,157
c	Fair market value of all other assets (see page 25 of the instructions)	1c	9,564,401
d	**Total** (add lines 1a, b, and c)	1d	12,284,558
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,284,558
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	184,268
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,100,290
6	**Minimum investment return.** Enter 5% of line 5	6	605,015

Part XI Distributable Amount (see page 25 of the 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	605,015
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	605,015
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	605,015
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	605,015

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	207,371
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	207,371
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	207,371

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

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Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					605,015
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2010					
a From 2005	907,999				
b From 2006	133,546				
c From 2007	177,717				
d From 2008					
e From 2009					
f **Total** of lines 3a through e		1,219,262			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 207,371					
a Applied to 2009, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2010 distributable amount					207,371
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))		397,644			397,644
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		821,618			
b Prior years' undistributed income Subtract line 4b from line 2b					
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 page 27 of the instructions					
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		510,355			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		311,263			
10 Analysis of line 9					
a Excess from 2006	133,546				
b Excess from 2007	177,717				
c Excess from 2008					
d Excess from 2009					
e Excess from 2010					

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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	1a	0
b	Average of monthly cash balances	1b	2,704,758
c	Fair market value of all other assets (see instructions)	1c	9,563,928
d	**Total** (add lines 1a, b, and c)	1d	12,268,686
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,268,686
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	184,030
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,084,656
6	**Minimum investment return.** Enter 5% of line 5	6	604,233

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	604,233
2a	Tax on investment income for 2011 from Part VI, line 5 2a		
b	Income tax for 2011 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	604,233
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	604,233
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	604,233

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	66,225
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	66,225
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	66,225

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					604,233
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
b Total for prior years 20____ , 20____ , 20____					
3 Excess distributions carryover, if any, to 2011					
a From 2006	133,546				
b From 2007	177,717				
c From 2008					
d From 2009					
e From 2010					
f **Total** of lines 3a through e		311,263			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 66,225					
a Applied to 2010, but not more than line 2a					
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 2011 distributable amount					66,225
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))		311,263			311,263
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					226,745
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 2006 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a					
10 Analysis of line 9					
a Excess from 2007					
b Excess from 2008					
c Excess from 2009					
d Excess from 2010					
e Excess from 2011					

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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	1a	0
b	Average of monthly cash balances	1b	2,619,151
c	Fair market value of all other assets (see instructions)	1c	9,523,480
d	**Total** (add lines 1a, b, and c)	1d	12,142,631
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	12,142,631
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	182,139
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,960,492
6	**Minimum investment return.** Enter 5% of line 5	6	598,025

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	598,025
2a	Tax on investment income for 2012 from Part VI, line 5 2a		
b	Income tax for 2012 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	598,025
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	598,025
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	598,025

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	38,835
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	560,000
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	598,835
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	598,835

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				598,025
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			226,745	
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 598,835				
a Applied to 2011, but not more than line 2a			226,745	
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 2012 distributable amount				372,090
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				225,935
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 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ROYALTIES	$ 638	$ 638	$
TOTAL	$ 638	$ 638	$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROFESSIONAL FEES-LEGAL	$ 538	$ 538	$	$
TOTAL	$ 538	$ 538	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROFESSIONAL FEES-CCK	$ 10,974	$ 10,974	$	$
TOTAL	$ 10,974	$ 10,974	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
REAL ESTATE TAXES	$ 13,498	$ 13,498	$	$
TOTAL	$ 13,498	$ 13,498	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description: Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
DEPRECIATION EXPENSE							
	$	$ 16,332			$ 8,166	$	$
TOTAL	$ 0	$ 16,332			$ 8,166	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
CONTRACT LABOR	31,000	31,000		
PROMOTIONAL EXPENSE	1,728	1,728		
BANK CHARGES	25	25		
INSURANCE	322	322		
MEALS & ENTERTAINMENT	108	108		
TOTAL	$ 33,183	$ 33,183	$ 0	$ 0

Statement 7 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
BUILDING & PARKING LOT	$ 963,655	$ 1,120,000	$ 164,037	$ 1,650,000
IMPROVEMENTS	3,455	36,890	33,909	2,982
RANCH REAL ESTATE	1,838,074	1,838,074		7,870,025
TOTAL	$ 2,805,184	$ 2,994,964	$ 197,946	$ 9,523,007

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
SET ASIDE - LAND	$ 560,000	$ 1,300,000
DEPOSITS ON SALE OPTION	11,000	11,000
TOTAL	$ 571,000	$ 1,311,000

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
2013 SET ASIDE	$ 740,000
TOTAL	$ 740,000

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
LETTER FORM: AMOUNT, PAYOR, NAME, ADDRESS AND CONTACT PERSON

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No **179**

Name(s) shown on return: LARKIN BAILEY FOUNDATION

Identifying number: 73-1258217

Business or activity to which this form relates: INDIRECT DEPRECIATION

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

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

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

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

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	8,165
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	8,165
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

DAA

THERE ARE NO AMOUNTS FOR PAGE 2

Form **990PF**

Two Year Comparison Report

2012 & 2013

For calendar year 2013, or tax year beginning , ending

Name: LARKIN BAILEY FOUNDATION

Taxpayer Identification Number: 73-1258217

Section	Line	No.	2012 Revenue and expenses per books	2012 Net investment income	2013 Revenue and expenses per books	2013 Net investment income	Differences Revenue and expenses per books	Differences Net investment income
Revenue	1. Contributions, gifts, grants, and similar amounts received	1.						
Revenue	2. Interest on savings and temporary cash investments	2.	21,188	21,188	15,245	15,245	-5,943	-5,943
Revenue	3. Dividends and interest from securities	3.						
Revenue	4. Gross rents	4.	142,351	142,351	154,267	154,267	11,916	11,916
Revenue	5. Net gain or (loss) from sale of assets	5.						
Revenue	6. Capital gain net income	6.						
Revenue	7. Gross profit or (loss)	7.						
Revenue	8. Other income	8.	52	52	638	638	586	586
Revenue	**9. Total.** Add lines 1 through 8	9.	163,591	163,591	170,150	170,150	6,559	6,559
Expenses & Deductions	10. Compensation of officers, directors, trustees, etc	10.	96,000	96,000	96,000	96,000		
Expenses & Deductions	11. Other employee salaries and wages	11.						
Expenses & Deductions	12. Pension plans, employee benefits	12.						
Expenses & Deductions	13. Professional fees	13.	6,771	6,771	11,512	11,512	4,741	4,741
Expenses & Deductions	14. Interest	14.						
Expenses & Deductions	15. Taxes	15.	14,491	14,491	13,498	13,498	-993	-993
Expenses & Deductions	16. Depreciation and depletion	16.	8,166		8,166			
Expenses & Deductions	17. Occupancy	17.	19,600	19,600	9,714	9,714	-9,886	-9,886
Expenses & Deductions	18. Other expenses	18.	31,435	31,435	33,183	33,183	1,748	1,748
Expenses & Deductions	19. Contributions, gifts, grants paid	19.	38,835		112,278		73,443	
Expenses & Deductions	**20. Total expenses and disbursements.** Add lines 10 through 19	20.	215,298	168,297	284,351	163,907	69,053	-4,390
Expenses & Deductions	**21. Net income (if negative investment activity, enter -0-)**	21.	-51,707	0	-114,201	6,243	-62,494	6,243
Taxes	22. Excise Tax	22.				62		62
Taxes	23. Section 511 Tax	23.						
Taxes	24. Subtitle A income tax	24.						
Taxes	**25. Total Taxes**	25.				62		62
Due / Refund	26. Estimates and overpayments credited	26.		1,222		1,062		-160
Due / Refund	27. Foreign tax withheld	27.						
Due / Refund	28. Other Payments	28.						
Due / Refund	**29. Total payments and credits**	29.		1,222		1,062		-160
Due / Refund	**30. Balance due / (Overpayment)**	30.		-1,222		-1,000		222
Due / Refund	31. Overpayment credited to next year	31.		1,222		1,000		-222
Due / Refund	32. Penalty	32.						
Due / Refund	**33. Net due / (Refund)**	33.		0		0		
Other	34. Total assets	34.	5,359,198		5,244,997		0	
Other	35. Total liabilities	35.	571,000		1,311,000		0	
Other	**36. Net assets**	36.	4,788,198		3,933,997		0	

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
INTEREST INCOME	$ 15,245		14		
TOTAL	$ 15,245				

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 **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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 previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed 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, visit www irs gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ▶ [ ]

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions LARKIN BAILEY FOUNDATION	Employer identification number (EIN) or 73-1258217
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions 612 SOUTH DENVER	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions TULSA OK 74119	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PATSY CRAVENS, TRUSTEE
612 SOUTH DENVER

- The books are in the care of ▶TULSA OK 74119

Telephone No ▶ 918-582-5777 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/14 , 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
▶ [ ] tax year beginning , and ending

COPY

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	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	3a	$ 1,062
b	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	3b	$ 1,062
c	**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

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 instructions

LAR12F01 08/11/2014 10 49 AM

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions LARKIN BAILEY FOUNDATION	Employer identification number (EIN) or 73-1258217
	Number, street, and room or suite no If a P O box, see instructions 612 SOUTH DENVER	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions TULSA OK 74119	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

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

- The books are in the care of ▶ PATSY CRAVENS, TRUSTEE 612 SOUTH DENVER TULSA OK 74119

  Telephone No ▶ 918-582-5777 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15/14

5 For calendar year 2013 , or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED TO GATHER INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 1,062
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 1,062
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$ 0

Signature and Verification must be completed for Part II only.

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

Signature ▶ COPY Title ▶ Date ▶ 08/11/14

DAA

LARKIN BAILEY FOUNDATION
EIN 73-1258217
FORM 990-PF
PART XV 3a
Grants and Contributions Paid During the Year or Approved for Future Payment
For the Year Ending December 31, 2013

Name and address	Relationship	Status of recipient	Purpose	Amount
Owasso Bouquet of Garden Owasso, Oklahoma	N/A	Public	Charity	300.00
Jim Riley Outreach Edmond, Oklahoma	N/A	Public	Charity	20,000.00
Town & Country School Tulsa, Oklahoma	N/A	Public	Charity	5,000.00
Community Action Resource Claremore, Oklahoma	N/A	Public	Charity	3,225.00
Owasso Educational Foundation Owasso, Oklahoma	N/A	Public	Charity	671.00
Owasso Band Owasso, Oklahoma	N/A	Public	Charity	5,753.75
Tulsa Sunrise Rotary Club Tulsa, Oklahoma	N/A	Public	Charity	10,000.00
Oklahoma Land Title Association Oklahoma City, Oklahoma	N/A	Public	Charity	1,000.00
Make a Difference Mondays Tulsa, Oklahoma	N/A	Public	Charity	700.00
Tulsa Weather Coalition Tulsa, Oklahoma	N/A	Public	Charity	500.00
Bailey Educational Foundation Owasso, Oklahoma	N/A	Public	Charity	500.00
City of Owasso Owasso, Oklahoma	N/A	Public	Charity	64,628.61
				112,278.36

Reporting Set-asides under the Cash Distribution Test

Organization: Larkin Bailey Foundation

TIN: 73-1258217

Tax Year Ended: 12/31/13

Form 990-PF, Part XII, Line 3b

1. The nature and purposes of the project for which the amounts are to be set aside are described as follows: Larkin Bailey Foundation will donate $740,000 worth of land and land easements to the city of Owasso, Oklahoma. The land and land easements are designated for Parks and Recreation development in the city of Owasso.

2. The amounts set aside for the project described in item 1 will actually be paid within the 12-month period that ends no more than 60 months after the date of the set-aside.

3. The project will not be completed before the end of the above-referenced tax year (the year in which the set-aside was made)

4. Attached as Exhibit I is a list of the distributable amounts determined under IRC Sec. 4942(d) for all past tax years in the taxpayer's start-up and full payment periods. Also attached as Exhibit I is a list of actual payments made in cash or its equivalent for exempt purposes during each tax year in the taxpayer's start-up and full payment periods. Applicable pages from Form 990-PF are attached for reference as well.

Larkin Bailey Foundation
EIN: 73-1258217

Form 990-PF
Part XII, Line 3b

Exhibit 1

Year	Distibutable Amount	Qualifying Distributions	Carryover Available	Excess (Deficit)
1985	0	0	0	0
1986	0	0	0	0
1987	0	0	0	0
1988	0	0	0	0
1989	0	0	0	0
1990	0	0	0	0
1991	0	0	0	0
1992	3	0	0	-3
1993	454	0	0	-454
1994	187,663	24,165	0	-163,955
1995	475,789	215,697	0	-424,047
1996	447,876	704,089	0	-167,834
1997	270,833	182,531	0	-256,136
1998	295,915	1,405,060	0	853,009
1999	258,468	303,469	853,009	898,010
2000	301,534	524,543	898,010	1,121,019
2001	253,210	67,351	1,121,019	935,160
2002	234,518	30,508	935,160	731,150
2003	244,724	130,327	731,150	268,010
2004	355,166	47,050	268,010	-40,106
2005	551,300	2,175,775	0	1,584,369
2006	631,421	764,967	1,584,369	1,717,915
2007	605,047	782,764	1,717,915	1,895,632
2008	573,262	368,008	1,895,632	1,690,378
2009	619,145	148,029	1,690,378	1,219,262
2010	605,015	207,371	1,219,262	311,263
2011	604,233	66,225	311,263	-226,745
2012	598,025	598,835	0	-225,935