



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 **SEP 1, 2013**, and ending **AUG 31, 2014**

Name of foundation JOHN P. CADLE FOUNDATION C/O PHILLIP STEPHEN MILLER		A Employer identification number 37-1389249
Number and street (or P O box number if mail is not delivered to street address) 11 EAST NORTH STREET	Room/suite	B Telephone number (217) 442-0350
City or town, state or province, country, and ZIP or foreign postal code DANVILLE, IL 61832		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 15,085,559. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		558.	558.		STATEMENT 1
4 Dividends and interest from securities		49,144.	49,144.		STATEMENT 2
5a Gross rents		865,621.	865,621.		STATEMENT 3
b Net rental income or (loss) 340,276.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		106,023.			
b Gross sales price for all assets on line 6a 547,918.					
7 Capital gain net income (from Part IV, line 2)			106,023.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		1,021,346.	1,021,346.		
13 Compensation of officers, directors, trustees, etc		60,455.	6,046.		54,409.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 5		4,875.	2,438.		2,437.
c Other professional fees STMT 6		15,517.	15,517.		0.
17 Interest		21,833.	21,833.		0.
18 Taxes STMT 7		20,898.	20,898.		0.
19 Depreciation and depletion		11,698.	11,698.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		481,446.	470,916.		0.
24 Total operating and administrative expenses Add lines 13 through 23		616,722.	549,346.		56,846.
25 Contributions, gifts, grants paid		443,771.			443,771.
26 Total expenses and disbursements. Add lines 24 and 25		1,060,493.	549,346.		500,617.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-39,147.			
b Net investment income (if negative, enter -0-)			472,000.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		353,545.	42,866.	42,866.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			2,800.	2,800.
	10a	Investments - U.S. and state government obligations STMT 9		690,887.	781,832.	774,185.
	b	Investments - corporate stock STMT 10		917,094.	946,919.	1,425,586.
	c	Investments - corporate bonds STMT 11		409,914.	517,317.	521,737.
	11	Investments - land, buildings, and equipment basis ▶ 3,129,438.				
	Less accumulated depreciation STMT 12 ▶ 124,892.		3,016,244.	3,004,546.	12,293,491.	
12	Investments - mortgage loans					
13	Investments - other STMT 13		0.	30,351.	22,914.	
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶ HEDGING ACCOUNT)		1.	1,980.	1,980.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		5,387,685.	5,328,611.	15,085,559.	
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 STMT 14		487,072.	474,502.	
	22	Other liabilities (describe ▶ ACCRUED TAXES)		7,357.	0.	
23	Total liabilities (add lines 17 through 22)		494,429.	474,502.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		4,893,256.	4,854,109.	
30	Total net assets or fund balances		4,893,256.	4,854,109.		
31	Total liabilities and net assets/fund balances		5,387,685.	5,328,611.		

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	4,893,256.
2	Enter amount from Part I, line 27a	2	-39,147.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,854,109.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,854,109.

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 OLD NATIONAL AGENCY SALES	P	VARIOUS	VARIOUS
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 547,918.		441,895.	106,023.
b			
c			
d			
e			

(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			106,023.
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	106,023.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	313,406.	12,916,870.	.024263
2011	333,697.	5,252,999.	.063525
2010	325,238.	4,846,740.	.067104
2009	287,401.	4,466,283.	.064349
2008	289,746.	4,511,896.	.064218

2 Total of line 1, column (d)	2	.283459
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	.056692
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,941,261.
5 Multiply line 4 by line 3	5	790,358.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,720.
7 Add lines 5 and 6	7	795,078.
8 Enter qualifying distributions from Part XII, line 4	8	500,617.

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.

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249 Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	9,440.
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	9,440.
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	9,440.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	12,240.	
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	12,240.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	2,800.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 2,800. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PHILLIP STEPHEN MILLER Telephone no. ► (217) 442-0350 Located at ► 11 E. NORTH ST., DANVILLE, IL ZIP+4 ► 61832			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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

Form 990-PF (2013)

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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

If "Yes" to 6b, file Form 8870

X

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVE MILLER	TRUSTEE			
11 EAST NORTH STREET				
DANVILLE, IL 61832	2.00	15,739.	0.	0.
THOMAS BECKNER	TRUSTEE			
35369 N 1830 E ROAD				
ROSSVILLE, IL 60963	2.00	15,739.	0.	0.
STAN SEAMAN	TRUSTEE			
PO BOX 50				
ALVIN, IL 61811	2.00	15,739.	0.	0.
JOHN C. ALEXANDER	TRUSTEE			
3022 GOLF CIRCLE				
DANVILLE, IL 61832	2.00	13,238.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Form 990-PF (2013)

Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
------------------	--

3 Five highest-paid independent contractors for professional services. 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

0

Part IX-A	Summary of Direct Charitable Activities
------------------	--

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical 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
------------------	---

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		
3	All other program-related investments. See instructions.	

Total. Add lines 1 through 3

0.

Form **990-PF** (2013)

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	2,541,509.
b	Average of monthly cash balances	1b	104,849.
c	Fair market value of all other assets	1c	11,507,206.
d	Total (add lines 1a, b, and c)	1d	14,153,564.
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	14,153,564.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	212,303.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,941,261.
6	Minimum investment return. Enter 5% of line 5	6	697,063.

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	697,063.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,440.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,440.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	687,623.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	687,623.
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	687,623.

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	500,617.
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	500,617.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	500,617.

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.

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

Form 990-PF (2013)

37-1389249 Page 9

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				687,623.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			94,941.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 500,617.				
a Applied to 2012, but not more than line 2a			94,941.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				405,676.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				281,947.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
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				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

PHILLIP STEPHEN MILLER, (217)442-0350
11 EAST NORTH ST., DANVILLE, IL 61832

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

PREPRINTED FORM PROVIDED

- c** Any submission deadlines:

OCTOBER 31 OF EACH YEAR

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

EXEMPT ORGANIZATIONS ONLY

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALLERTON FIRE PROTECTION DISTRICT 102 N CHICAGO ST ALLERTON, IL 61810	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
ALVIN CHRISTIAN CHURCH 109 CENTER STREET ALVIN, IL 61811	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	6,000.
BIG BROTHERS/BIG SISTERS 100 NORTH FRANKLIN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,000.
BISMARCK HENNING YOUTH FOOTBALL BISMARCK, IL 61814	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,500.
BISMARCK HENNING SCHOOL DISTRICT 17268 E 2750 NORTH RD BISMARCK, IL 61814	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	16,770.
Total SEE CONTINUATION SHEET(S) ▶ 3a				443,771.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						558.
4 Dividends and interest from securities						49,144.
5 Net rental income or (loss) from real estate:						
a Debt-financed property						340,276.
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						106,023.
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.		0.		496,001.
13 Total. Add line 12, columns (b), (d), and (e)						496,001.

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

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

[illegible]

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.		


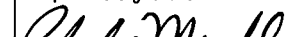
[illegible]

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 instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		01/06/2015 Date		TRUSTEE Title		
Paid Preparer Use Only	Print type preparer's name PHIL MUEHL		Preparer's signature 		Date 12/12/14	Check <input type="checkbox"/> if self-employed	PTIN P00622760
	Firm's name ▶ CLIFTONLARSONALLEN LLP					Firm's EIN ▶ 41-0746749	
	Firm's address ▶ 2 E. MAIN ST., SUITE 120 DANVILLE, IL 61832					Phone no. (217) 442-1643	

Form **990-PF** (2013)

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CATLIN COMMUNITY SCHOOL DISTRICT 701 W VERMILION CATLIN, IL 61817	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
COLLISON UNITED METHODIST CHURCH 104 MAPLE ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	6,000.
DANVILLE AREA COMMUNITY COLLEGE FOUNDATION 2000 EAST MAIN DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE AREA UNITED WAY 28 WEST NORTH ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,000.
DANVILLE ART LEAGUE 320 N FRANKLIN ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	6,100.
DANVILLE BEARS YOUTH FOOTBALL DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
DANVILLE BOYS AND GIRLS CLUB 850 N GRIFFIN ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	8,000.
DANVILLE FAMILY YMCA 1111 N VERMILION ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,100.
DANVILLE LIBRARY FOUNDATION 319 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	1,000.
DANVILLE PUBLIC SCHOOL FOUNDATION 516 NORTH JACKSON DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
Total from continuation sheets				405,501.

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DANVILLE RESCUE MISSION 834 N BOWMAN AVE DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
DANVILLE SAINTS YOUTH FOOTBALL DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,500.
DANVILLE SYMPHONY ORCHESTRA 149 N VERMILION ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
DANVILLE YOUTH HOCKEY ASSOCIATION 100 WEST MAIN STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,500.
EASTERN IL FOODBANK 2405 N SHORE DR URBANA, IL 61802	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	6,000.
GEORGETOWN FIRST UNITED METHODIST CHURCH 400 N MAIN ST GEORGETOWN, IL 61846	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,800.
HELP MINISTRIES DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,000.
HOLY FAMILY CHURCH 444 E MAIN ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
HOOPESTON AREA SCHOOL DISTRICT 615 EAST ORANGE STREET HOOPESTON, IL 60942	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	6,073.
HOOPESTON MULTI-AGENCY 206 SOUTH FIRST AVE HOOPESTON, IL 60942	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
ILLINI LAND FCA 115 N NEIL ST CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,100.
I SING THE BODY ELECTRIC 2000 E MAIN ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,620.
JAMAICA SCHOOL DISTRICT JAMAICA, IL 61850	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
LOVE INC OF VERMILION COUNTY 533 S BOWMAN AVE DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
MISS GEORGETOWN FAIR PAGEANT GEORGETOWN, IL 61846	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,000.
MUSTARD SEED CHRISTIAN DAYCARE 350A NORTH CHICAGO ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	15,000.
NEWELL TOWNSHIP HISTORICAL SOCIETY BISMARCK, IL 61814	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,500.
OAKWOOD EMERGENCY RESCUE SERVICE 102 LAKE BLUFF DR OAKWOOD, IL 61858	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,846.
POST 428 - HARRY CARPENTER POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,000.
POTOMAC SCHOOL DISTRICT 7915 US RTE 136 POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRAIRIE CENTER 122 W. HILL STREET CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	3,338.
RED MASK PLAYERS 601 N VERMILION ST DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,500.
ROSS/SOUTH ROSS CEMETERY ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,875.
ROSSVILLE ALVIN SCHOOL DISTRICT 350 NORTH CHICAGO ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	23,032.
ROSSVILLE CHURCH OF CHRIST 514 E ATTICA ST ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	15,000.
ROSSVILLE COMMUNITY AMBULANCE SERVICE ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	20,000.
ROSSVILLE FIRE PROTECTION DISTRICT 120 EAST ATTICA ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	7,000.
ROSSVILLE PARK DISTRICT ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	63,367.
ROSSVILLE UMC 116 MAPLE ROSSVILLE, IL 60963	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
SALVATION ARMY 855 EAST FAIRCHILD DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	15,000.
Total from continuation sheets				

JOHN P. CADLE FOUNDATION
C/O PHILLIP STEPHEN MILLER

37-1389249

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SCHLARMAN HIGH SCHOOL 2112 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	15,000.
UNIVERSITY OF ILLINOIS I-FUND 1700 SOUTH FOURTH STREET CHAMPAIGN, IL 61820	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	8,000.
ST JOSEPH FUTBOL CLUB ST JOSEPH, IL 61873	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	2,500.
TIDAL WAVE CRYSTAL LAKE, IL 60039	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	10,000.
VERMILION COUNTY 4-H EXTENTION FOUNDATION 3164 NORTH VERMILION DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	4,000.
VERMILION COUNTY CONSERVATION DISTRICT 22296-A HENNING ROAD DANVILLE, IL 61834	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
VERMILION COUNTY FAIR U S 150 DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
VERMILION COUNTY MUSEUM SOCIETY 116 NORTH GILBERT STREET DANVILLE, IL 61832	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
VERMILION COUNTY ROUGH RIDERS SADDLE CLUB POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
VILLAGE OF POTOMAC POTOMAC, IL 61865	NONE	501(C)(3)	OPERATING/CAPITAL EXPENDITURES	5,000.
Total from continuation sheets				

37-1389249

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OLD NATIONAL CHECKING	3.	3.	
OLD NATIONAL FARM ACCOUNTS	555.	555.	
TOTAL TO PART I, LINE 3	558.	558.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OLD NATIONAL TRUST AGENCY	49,144.	0.	49,144.	49,144.	
TO PART I, LINE 4	49,144.	0.	49,144.	49,144.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FARM INCOME AND EXPENSES	1	865,621.
TOTAL TO FORM 990-PF, PART I, LINE 5A		865,621.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		11,698.	
SEED		120,108.	
FERTILIZER		122,067.	
CHEMICALS		46,817.	
MACHINE HIRE		109,340.	

REAL ESTATE TAXES	20,898.	
GRAIN DRYING	20,667.	
INSURANCE	24,585.	
MISCELLANEOUS	2,232.	
MANAGEMENT FEE	2,100.	
INTEREST	21,833.	
HEDGING LOSS	1,971.	
REPAIRS	20,950.	
STORAGE	79.	
- SUBTOTAL -	1	525,345.
TOTAL RENTAL EXPENSES		525,345.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B		340,276.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,875.	2,438.		2,437.
TO FORM 990-PF, PG 1, LN 16B	4,875.	2,438.		2,437.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT SERVICES	15,517.	15,517.		0.
TO FORM 990-PF, PG 1, LN 16C	15,517.	15,517.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	20,898.	20,898.		0.
TO FORM 990-PF, PG 1, LN 18	20,898.	20,898.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
990-PF TAX	9,440.	0.		0.
ADMINISTRATIVE	1,075.	0.		0.
IL-AG990 FILING FEE	15.	0.		0.
SEED	120,108.	120,108.		0.
FERTILIZER	122,067.	122,067.		0.
CHEMICALS	46,817.	46,817.		0.
MACHINE HIRE	109,340.	109,340.		0.
GRAIN DRYING	20,667.	20,667.		0.
INSURANCE	24,585.	24,585.		0.
MISCELLANEOUS	2,232.	2,232.		0.
MANAGEMENT FEE	2,100.	2,100.		0.
HEDGING LOSS	1,971.	1,971.		0.
REPAIRS	20,950.	20,950.		0.
STORAGE	79.	79.		0.
TO FORM 990-PF, PG 1, LN 23	481,446.	470,916.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL AGENCY US GOVT OBLIGATIONS	X		731,832.	722,028.
OLD NATIONAL AGENCY MUNICIPAL BONDS		X	50,000.	52,157.
TOTAL U.S. GOVERNMENT OBLIGATIONS			731,832.	722,028.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			50,000.	52,157.
TOTAL TO FORM 990-PF, PART II, LINE 10A			781,832.	774,185.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL AGENCY EQUITY INVESTMENTS	946,919.	1,425,586.
TOTAL TO FORM 990-PF, PART II, LINE 10B	946,919.	1,425,586.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL AGENCY CORPORATE BONDS	517,317.	521,737.
TOTAL TO FORM 990-PF, PART II, LINE 10C	517,317.	521,737.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	12
-------------	--	-----------	----

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND-187.9 ACRES	280,800.	0.	280,800.
LAND-114.848 ACRES	209,687.	0.	209,687.
LAND-361 ACRES	494,619.	0.	494,619.
TILE-187.9 ACRES	18,790.	18,235.	555.
TILE-119 ACRES	11,900.	11,549.	351.

TILE-361 ACRES	36,100.	35,034.	1,066.
TILE-2001 ADDITION	9,075.	8,071.	1,004.
LAND-74 ACRES	144,850.	0.	144,850.
TILE-74 ACRES	7,400.	6,308.	1,092.
LAND-172 ACRES	378,400.	0.	378,400.
TILE-172 ACRES	17,200.	13,646.	3,554.
TILE (C72 FARM)	9,348.	6,658.	2,690.
LAND-HUNLEY (79.03 ACRES)	313,239.	0.	313,239.
TILE-HUNLEY PROPERTY (79.03 ACRES)	7,903.	4,871.	3,032.
LAND-POTTER FARM (157 ACRES)	579,520.	0.	579,520.
TILE-POTTER FARM (157 ACRES)	15,700.	9,674.	6,026.
LAND-SWANK FARM	549,687.	0.	549,687.
TILE-SWANK FARM (88 ACRES)	26,400.	8,117.	18,283.
TILE	18,820.	2,729.	16,091.
TOTAL TO FM 990-PF, PART II, LN 11	3,129,438.	124,892.	3,004,546.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OLD NATIONAL MISCELLANEOUS BONDS	COST	30,351.	22,914.
TOTAL TO FORM 990-PF, PART II, LINE 13		30,351.	22,914.

FORM 990-PF	MORTGAGES PAYABLE	STATEMENT 14
-------------	-------------------	--------------

DESCRIPTION	BALANCE DUE
OLD NATIONAL BANK	339,804.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B	339,804.