01/30/2017 2 56 PM

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
2015
Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation
KARL & GEORGIA MARTIN SR,ANNA BELLE
FLYNN, KARL & JUNE MARTIN JR. FDN

A Employer identification number
73-1504147

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 14940

B Telephone number (see instructions)
405-840-8401

City or town, state or province, country, and ZIP or foreign postal code
OKLAHOMA CITY OK 73113

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

G Check all that apply [ ] Initial return [ ] Initial return of a former public charity
[ ] Final return [X] 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) ▶ $ 7,088,510

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	6,282	6,282	6,282	
	4	Dividends and interest from securities	117,333	117,333	117,333	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	72,004			
	b	Gross sales price for all assets on line 6a 845,833				
	7	Capital gain net income (from Part IV, line 2)		72,004		
	8	Net short-term capital gain			185	
	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	316,915	316,555	316,915	
	12	Total. Add lines 1 through 11	512,534	512,174	440,715	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	3,330	3,330	3,330	
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE STMT 2	25	25	25	
	b	Accounting fees (attach schedule) STMT 3	12,200	12,200	12,200	
	c	Other professional fees (attach schedule) STMT 4	66,054	66,054	66,054	
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	14,045	14,045	14,045	
	19	Depreciation (attach schedule) and depletion STMT 6	39,683	39,683	39,683	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch) STMT 7	8,724	8,724	8,724	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	144,061	144,061	144,061	0
	25	Contributions, gifts, grants paid	368,000			368,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	512,061	144,061	144,061	368,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	473			
	b	**Net investment income** (if negative, enter -0-)		368,113		
	c	**Adjusted net income** (if negative, enter -0-)			296,654	

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For Paperwork Reduction Act Notice, see instructions.
DAA

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing	21,995	8,118	8,118
	2	Savings and temporary cash investments	385,651	599,452	598,701
	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) SEE STMT 8	2,644,618	2,692,245	3,955,794
	c	Investments – corporate bonds (attach schedule) SEE STMT 9	1,931,175	1,723,780	1,678,934
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 10	524,235	524,235	846,963
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	5,507,674	5,547,830	7,088,510
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	5,507,674	5,547,830	
	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)	5,507,674	5,547,830	
	31	**Total liabilities and net assets/fund balances** (see instructions)	5,507,674	5,547,830	

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	5,507,674
2	Enter amount from Part I, line 27a	2	473
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	39,683
4	Add lines 1, 2, and 3	4	5,547,830
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,547,830

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	SEE WORKSHEET			
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	72,004
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	185

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))
2014	388,282	7,871,617	0.049327
2013	398,453	7,151,644	0.055715
2012	323,460	6,366,504	0.050807
2011	299,812	6,342,202	0.047273
2010	240,000	5,936,222	0.040430

2	**Total** of line 1, column (d)	2	0.243552
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	0.048710
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	7,123,497
5	Multiply line 4 by line 3	5	346,986
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,681
7	Add lines 5 and 6	7	350,667
8	Enter qualifying distributions from Part XII, line 4	8	368,000

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 ▶ [X] and enter 1% of Part I, line 27b			1	3,681
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	3,681
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,681
6	Credits/Payments.				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,600		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,762		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	7,362
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	3,681
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 3,681 **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?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		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?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state 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) ▶ NONE			
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 2015 or the taxable year beginning in 2015 (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 ▶ WWW.TRUSTOK.COM

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Located at ▶ OKLAHOMA CITY OK ZIP+4 ▶ 73118

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 2015, 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 FinCEN Form 114 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	N/A	1c		
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 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)	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 ▶ 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 2015 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 2015)	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 2015?		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 4945(d)(4)(A)? (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 (No)

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
RICHARD A GORANSON 780 E BRITTON ROAD	OKLAHOMA CITY OK 73114	TRUSTEE 2.00	0	0	0
PAUL KALLENBERGER 1924 S UTICA AVE	TULSA OK 74104-6540	TRUSTEE 2.00	0	0	0
JOE WOMACK 6307 WATERFORD BLVD, SUITE 160	OKLAHOMA CITY OK 73118	TRUSTEE 2.00	3,330	0	0
EDWARD J HAVRILLA 780 E BRITTON ROAD	OKLAHOMA CITY OK 73114	TRUSTEE 2.00	0	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 SCHOLARHIPS FOR PETROLEUM ENGINEERING & GEOLOGY AT OKLAHOMA STATE UNIVERSITY	50,000
2 TO HELP FUND SPEAKER SERIES AT OKLAHOMA CITY UNIVERSITY IN THE FIELD OF ENERGY MANAGEMENT AND RELATED STUDIES	50,000
3 SCHOLARSHIPS FOR 2014-2015 IN THE SCHOOL OF NURSING AT THE UNIVERSITY OF OKLAHOMA	50,000
4 SCHOLARSHIPS FOR 2014-2015 IN THE SCHOOL OF NURSING AT THE UNIVERSITY OF CENTRAL OKLAHOMA	50,000

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	6,183,182
b	Average of monthly cash balances			1b	201,832
c	Fair market value of all other assets (see instructions)			1c	846,963
d	**Total** (add lines 1a, b, and c)			1d	7,231,977
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	7,231,977
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	108,480
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	7,123,497
6	**Minimum investment return.** Enter 5% of line 5			6	356,175

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	356,175
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,681		
b	Income tax for 2015. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,681
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	352,494
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	352,494
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	352,494

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	368,000
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	368,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,681
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	364,319

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7					352,494
2 Undistributed income, if any, as of the end of 2015:					
a Enter amount for 2014 only					
b Total for prior years: 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2015					
a From 2010					
b From 2011					
c From 2012	12,215				
d From 2013	53,965				
e From 2014	93,718				
f Total of lines 3a through e		159,898			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 368,000					
a Applied to 2014, 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 2015 distributable amount					352,494
e Remaining amount distributed out of corpus		15,506			
5 Excess distributions carryover applied to 2015 (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		175,404			
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 2014 Subtract line 4a from line 2a. Taxable amount – see instructions					
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		175,404			
10 Analysis of line 9					
a Excess from 2011					
b Excess from 2012	12,215				
c Excess from 2013	53,965				
d Excess from 2014	93,718				
e Excess from 2015	15,506				

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 2015, 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) 2015	(b) 2014	(c) 2013	(d) 2012	
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

JOE WOMACK 405-840-8401
6307 WATERFORD BLVD, STE 160 OKLAHOMA CITY OK 73118

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

SEE STATEMENT 12

c Any submission deadlines

APRIL 30 FOR THE FOLLOWING FALL SCHOOL YEAR

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

SEE STATEMENT 13

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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				
SEE STATEMENT 14				368,000
Total			▶ **3a**	368,000
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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			14	6,282	
4 Dividends and interest from securities			14	117,333	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	316,555	
8 Gain or (loss) from sales of assets other than inventory			18	72,004	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SECURITIES LITIGATION			18	360	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		512,534	0

13 Total. Add line 12, columns (b), (d), and (e) 13 512,534

(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	

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

Signature of officer or trustee | Date 12/7/17 | Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
EDWARD J HAVRILLA		01/30/17	
Firm's name ▶ CPAOKC, PLLC		PTIN	P00955805
Firm's address ▶ 780 E BRITTON RD OKLAHOMA CITY, OK 73114-7705		Firm's EIN ▶	47-2242686
		Phone no	405-843-1011

Capital Gains and Losses for Tax on Investment Income

Form 990-PF

For calendar year 2015, or tax year beginning , and ending

2015

Name
KARL & GEORGIA MARTIN SR, ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number
73-1504147

	(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)
(1)	100 - APACHE CORP	P	04/25/06	10/19/15
(2)	50 - APACHE CORP	P	04/25/06	11/18/15
(3)	50 - APPLE COMPUTER	P	03/30/12	09/22/15
(4)	550 - BG GROUP	P	06/18/13	08/17/15
(5)	50 - BG GROUP	P	03/24/10	08/17/15
(6)	300 - BG GROUP	P	03/24/10	10/19/15
(7)	200 - BG GROUP	P	03/24/10	11/18/15
(8)	30000 - BMW BANK NA	P	12/03/13	11/16/15
(9)	10 - BLACKROCK INC	P	08/11/14	06/23/15
(10)	50 - CVS CORP	P	05/28/09	09/22/15
(11)	150 - CAPITAL ONE	P	08/07/13	06/23/15
(12)	55 - CHEVRONTEXACO	P	03/19/13	08/17/15
(13)	25 - CHEVRONTEXACO	P	08/21/13	08/17/15
(14)	75 - CHEVRONTEXACO	P	08/21/13	10/19/15
(15)	25 - CHEVRONTEXACO	P	08/21/13	11/18/15

	(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)
(1)	4,521		7,354	-2,833
(2)	2,451		3,677	-1,226
(3)	5,659		4,291	1,368
(4)	9,256		10,346	-1,090
(5)	841		866	-25
(6)	5,001		5,194	-193
(7)	3,074		3,463	-389
(8)	30,000		30,000	
(9)	3,597		3,085	512
(10)	4,963		1,472	3,491
(11)	13,406		10,264	3,142
(12)	4,593		6,574	-1,981
(13)	2,088		2,954	-866
(14)	6,709		8,862	-2,153
(15)	2,285		2,954	-669

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))
(1)				-2,833
(2)				-1,226
(3)				1,368
(4)				-1,090
(5)				-25
(6)				-193
(7)				-389
(8)				
(9)				512
(10)				3,491
(11)				3,142
(12)				-1,981
(13)				-866
(14)				-2,153
(15)				-669

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Capital Gains and Losses for Tax on Investment Income

Form 990-PF | For calendar year 2015, or tax year beginning , and ending | 2015

Name: KARL & GEORGIA MARTIN SR,ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number: 73-1504147

	(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)
(1)	25 - CHEVRONTEXACO	P	09/28/12	11/18/15
(2)	404.422 - COLUMBIA ACORN	P	04/22/14	09/22/15
(3)	552.181 - COLUMBIA ACORN	P	05/22/14	09/22/15
(4)	20.504 - COLUMBIA ACORN	P	06/04/14	09/22/15
(5)	329.942 - COLUMBIA ACORN	P	08/14/14	09/22/15
(6)	199.931 - COLUMBIA ACORN	P	12/09/14	09/22/15
(7)	25 - WALT DISNEY	P	04/24/12	11/18/15
(8)	75 - EXXON MOBILE	P	07/23/04	08/17/15
(9)	50 - EXXON MOBILE	P	07/23/04	10/19/15
(10)	50 - EXXON MOBILE	P	07/23/04	11/18/15
(11)	200 - GENERAL ELECTRIC	P	07/23/04	08/17/15
(12)	50 - GENERAL ELECTRIC	P	07/23/04	08/17/15
(13)	25000 - GOLDMAN SACHS	P	12/23/11	01/15/15
(14)	0.1785 - GOOGLE INC	P	09/16/10	05/19/15
(15)	135 - IBM	P	01/17/08	08/17/15

	(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)
(1)	2,285		2,915	-630
(2)	12,133		15,000	-2,867
(3)	16,567		20,000	-3,433
(4)	615		738	-123
(5)	9,898		12,000	-2,102
(6)	5,998		6,324	-326
(7)	2,933		1,054	1,879
(8)	5,910		3,396	2,514
(9)	4,043		2,264	1,779
(10)	3,990		2,264	1,726
(11)	5,198		6,494	-1,296
(12)	1,300		1,624	-324
(13)	25,000		25,482	-482
(14)	95		43	52
(15)	21,086		13,768	7,318

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))
(1)				-630
(2)				-2,867
(3)				-3,433
(4)				-123
(5)				-2,102
(6)				-326
(7)				1,879
(8)				2,514
(9)				1,779
(10)				1,726
(11)				-1,296
(12)				-324
(13)				-482
(14)				52
(15)				7,318

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Capital Gains and Losses for Tax on Investment Income

Form 990-PF — 2015

For calendar year 2015, or tax year beginning , and ending

Name: KARL & GEORGIA MARTIN SR,ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number: 73-1504147

	(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)
(1)	50 - MCDONALDS	P	04/24/12	06/23/15
(2)	125 - MCDONALDS	P	10/06/11	06/23/15
(3)	175 - MCDONALDS	P	10/06/11	08/17/15
(4)	75 - NIKE CLASS B	P	02/17/09	06/23/15
(5)	25 - NIKE CLASS B	P	02/17/09	11/18/15
(6)	25000 - PEPSICO	P	03/24/11	01/15/15
(7)	25000 - ROYAL BK OF SCOTLAND	P	02/03/12	09/21/15
(8)	50 - SCHLUMBERGER	P	11/15/13	11/18/15
(9)	0.6983 - TALEN ENERGY CORP	P	12/20/11	06/16/15
(10)	24.2829 - TALEN ENERGY CORP	P	12/20/11	06/23/15
(11)	43.7171 - TALEN ENERGY CORP	P	08/21/13	06/23/15
(12)	8.647 - TEMPLETON GLOBAL BOND ADVISO	P	04/15/11	08/17/15
(13)	8.777 - TEMPLETON GLOBAL BOND ADVISO	P	05/16/11	08/17/15
(14)	8.768 - TEMPLETON GLOBAL BOND ADVISO	P	06/15/11	08/17/15
(15)	8.787 - TEMPLETON GLOBAL BOND ADVISO	P	07/15/11	08/17/15

	(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)
(1)	4,860		4,723	137
(2)	12,151		10,830	1,321
(3)	17,498		15,162	2,336
(4)	8,027		1,587	6,440
(5)	3,098		529	2,569
(6)	25,000		26,001	-1,001
(7)	25,000		25,294	-294
(8)	3,863		4,643	-780
(9)	14		11	3
(10)	479		400	79
(11)	862		772	90
(12)	102		120	-18
(13)	103		121	-18
(14)	103		121	-18
(15)	103		122	-19

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))
(1)				137
(2)				1,321
(3)				2,336
(4)				6,440
(5)				2,569
(6)				-1,001
(7)				-294
(8)				-780
(9)				3
(10)				79
(11)				90
(12)				-18
(13)				-18
(14)				-18
(15)				-19

Capital Gains and Losses for Tax on Investment Income

Form 990-PF | For calendar year 2015, or tax year beginning , and ending | 2015

Name
KARL & GEORGIA MARTIN SR,ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number
73-1504147

	(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)
(1)	8.9 - TEMPLETON GLOBAL BOND ADVISOR	P	08/15/11	08/17/15
(2)	25.209 - TEMPLETON GLOBAL BOND ADVIS	P	05/15/13	08/17/15
(3)	1207.508 - TEMPLETON GLOBAL BOND ADV	P	11/12/10	08/17/15
(4)	995.135 - TEMPLETON GLOBAL BOND ADVI	P	11/12/10	09/22/15
(5)	8.583 - TEMPLETON GLOBAL BOND ADVISO	P	11/15/10	09/22/15
(6)	8.778 - TEMPLETON GLOBAL BOND ADVISO	P	01/18/11	09/22/15
(7)	8.769 - TEMPLETON GLOBAL BOND ADVISO	P	02/15/11	09/22/15
(8)	19.311 - TEMPLETON GLOBAL BOND ADVIS	P	02/15/13	09/22/15
(9)	19.509 - TEMPLETON GLOBAL BOND ADVIS	P	03/15/13	09/22/15
(10)	25.293 - TEMPLETON GLOBAL BOND ADVIS	P	04/15/13	09/22/15
(11)	1098.028 - TEMPLETON GLOBAL BOND ADV	P	11/08/12	09/22/15
(12)	12.762 - TEMPLETON GLOBAL BOND ADVIS	P	10/15/12	10/19/15
(13)	763.476 - TEMPLETON GLOBAL BOND ADVI	P	11/08/12	10/19/15
(14)	19.369 - TEMPLETON GLOBAL BOND ADVIS	P	01/15/13	10/19/15
(15)	921.131 - TEMPLETON GLOBAL BOND ADVI	P	03/19/13	10/19/15

	(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)
(1)	105		122	-17
(2)	296		344	-48
(3)	14,188		16,446	-2,258
(4)	11,394		13,554	-2,160
(5)	98		116	-18
(6)	101		119	-18
(7)	100		118	-18
(8)	221		260	-39
(9)	223		262	-39
(10)	290		342	-52
(11)	12,572		14,747	-2,175
(12)	148		171	-23
(13)	8,879		10,253	-1,374
(14)	225		260	-35
(15)	10,713		12,352	-1,639

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))
(1)				-17
(2)				-48
(3)				-2,258
(4)				-2,160
(5)				-18
(6)				-18
(7)				-18
(8)				-39
(9)				-39
(10)				-52
(11)				-2,175
(12)				-23
(13)				-1,374
(14)				-35
(15)				-1,639

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Capital Gains and Losses for Tax on Investment Income

Form 990-PF | For calendar year 2015, or tax year beginning , and ending | 2015

Name: KARL & GEORGIA MARTIN SR,ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number: 73-1504147

	(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)
(1)	65.658 - VANGUARD SHORT TERM CORP	P	09/17/10	09/22/15
(2)	6976.596 - VANGUARD SHORT TERM CORP	P	11/15/13	09/22/15
(3)	63.255 - VANGUARD SHORT TERM CORP	P	05/31/12	11/18/15
(4)	64.076 - VANGUARD SHORT TERM CORP	P	09/30/13	11/18/15
(5)	68.589 - VANGUARD SHORT TERM CORP	P	10/31/13	11/18/15
(6)	24532.249 - VANGUARD SHORT TERM CORP	P	11/15/13	11/18/15
(7)	125.446 - VANGUARD SHORT TERM CORP	P	12/17/13	11/18/15
(8)	124.209 - VANGUARD SHORT TERM CORP	P	01/31/14	11/18/15
(9)	123.172 - VANGUARD SHORT TERM CORP	P	03/31/14	11/18/15
(10)	19.943 - VANGUARD SHORT TERM CORP	P	03/31/14	11/18/15
(11)	120.578 - VANGUARD SHORT TERM CORP	P	04/30/14	11/18/15
(12)	121.485 - VANGUARD SHORT TERM CORP	P	07/31/14	11/18/15
(13)	47.762 - VANGUARD SHORT TERM CORP	P	07/26/12	11/18/15
(14)	113.024 - VANGUARD SHORT TERM CORP	P	10/31/14	11/18/15
(15)	370.751 - VANGUARD SHORT TERM CORP	P	08/07/13	11/18/15

	(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)
(1)	699		708	-9
(2)	74,301		74,998	-697
(3)	672		679	-7
(4)	680		686	-6
(5)	728		737	-9
(6)	260,532		263,722	-3,190
(7)	1,332		1,346	-14
(8)	1,319		1,334	-15
(9)	1,308		1,322	-14
(10)	212		214	-2
(11)	1,281		1,296	-15
(12)	1,290		1,305	-15
(13)	507		512	-5
(14)	1,200		1,213	-13
(15)	3,937		3,967	-30

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))
(1)				-9
(2)				-697
(3)				-7
(4)				-6
(5)				-9
(6)				-3,190
(7)				-14
(8)				-15
(9)				-14
(10)				-2
(11)				-15
(12)				-15
(13)				-5
(14)				-13
(15)				-30

01/30/2017 2 56 PM

Capital Gains and Losses for Tax on Investment Income

Form 990-PF — 2015

For calendar year 2015, or tax year beginning , and ending

Name: KARL & GEORGIA MARTIN SR,ANNA BELLE FLYNN, KARL & JUNE MARTIN JR. FDN

Employer Identification Number: 73-1504147

	(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)
(1)	65 - VANGUARD CONSUMER DISCRETIONARY	P	11/15/13	11/18/15
(2)	725 - COVIDIEN PLC	P	12/07/12	01/28/15
(3)	0.1 - MEDTRONIC PLC	P	01/27/15	02/10/15
(4)	CAPITAL GAIN DISTRIBUTIONS			
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	8,061		6,835	1,226
(2)	77,575		38,323	39,252
(3)	7		8	-1
(4)	33,881			33,881
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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))
(1)				1,226
(2)				39,252
(3)				-1
(4)				33,881
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	$ 264,554	$ 264,554	$ 264,554
LEASE BONUS	52,001	52,001	52,001
SECURITIES LITIGATION	360		360
TOTAL	$ 316,915	$ 316,555	$ 316,915

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES - ROYALTIES	$ 25	$ 25	$ 25	$
TOTAL	$ 25	$ 25	$ 25	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	$ 12,200	$ 12,200	$ 12,200	$
TOTAL	$ 12,200	$ 12,200	$ 12,200	$ 0

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TRUSTEE FEES - MARTIN OIL	$ 26,256	$ 26,256	$ 26,256	$
TRUSTEE FEES	39,782	39,782	39,782	
ADR FEES	16	16	16	
TOTAL	$ 66,054	$ 66,054	$ 66,054	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES - DIVIDENDS	$ 1,713	$ 1,713	$ 1,713	$
FEDERAL EXCISE TAX	3,680	3,680	3,680	
GPT - ROYALTIES	8,652	8,652	8,652	
TOTAL	$ 14,045	$ 14,045	$ 14,045	$ 0

Statement 6 - 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
DEPLETION							
	$	$			$ 39,683	$ 39,683	$ 39,683
TOTAL	$ 0	$ 0			$ 39,683	$ 39,683	$ 39,683

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
OTHER ROYALTY EXPENSES	8,339	8,339	8,339	
OTHER MISC EXPENSES	385	385	385	
TOTAL	$ 8,724	$ 8,724	$ 8,724	$ 0

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
900 ABBOTT LABORATORIES	$ 16,650	$ 16,650		$ 40,419
750 ACCENTURE PLC IRELAND SHS CLASS	40,681	40,681		78,375
65 ALPHABET INC CL A		16,380		50,571
65 ALPHABET INC CL C		16,380		49,327
4352.6 AMERICAN BEACON SMALL CAP VAL	80,860	80,860		97,759
500 APACHE	37,017	25,986		22,235
1105 APPLE INC	62,108	57,818		116,312
300 BARD C R INC	20,464	20,463		56,832
1100 BG GROUP PLC ADR	38,914	19,042		15,971
115 BLACKROCK INC	38,564	35,479		39,160
500 CAPITAL ONE FINANCIAL	43,666	33,402		36,090
600 CELGENE CORP	41,631	41,631		71,856
325 CHEVRON CORPORATION	61,090	36,830		29,237
400 CHUBB	22,980	22,980		53,056
300 CITIGROUP INC		17,220		15,525
1000 COGNIZANT TECHNOLOGY SOLUTIONS	36,015	36,015		60,020
943.9 COHEN & STEERS REALTY SHS CLAS	28,370	28,370		43,353
1,506.98 COLUMBIA ACORN CL Z	54,062			
300 COSTCO WHOLESALE	29,357	29,357		48,450
725 COVIDIEN	38,323			
1000 CVS HEALTH CORP	30,002	28,530		97,770
600 DANAHER CORP	32,595	32,595		55,728
1050 DICKS SPORTING GOODS	30,238	44,928		37,118
750 DISNEY WALT HOLDING COMPANY	25,928	24,874		78,810
4867.9 DODGE & COX INTERNATIONAL STO	175,334	175,334		177,581
900 EXPRESS SCRIPTS HLDG	48,969	48,969		78,669
375 EXXON MOBIL	24,779	16,855		29,231
500 FEE INTL	500	500		
2250 GENERAL ELECTRIC	61,853	53,735		70,088
65 GOOGLE INC CLASS A	16,380			
65 GOOGLE INC CLASS C	16,422			
3753.78 HARBOR INTERNATIONAL FUND CL	169,645	169,645		223,087
800 HONEYWELL INTL	67,188	67,188		82,856
150 INTERCONTINENTAL EXCHANGE	27,233	27,233		38,439
135 INTERNATIONAL BUSINESS MAC	13,768			
1700 ITT CORP NEW	31,533	31,533		61,744
4812.81 LAZARD EMERGING MKTS CL I	96,158	96,158		64,684
1150 MATERIALS SELECT SECTOR SPDRF	42,476	42,476		49,933

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
350 MCDONALDS	$ 30,714	$		$
693 MEDTRONIC PLC		52,055		53,306
700 MONDELEZ INTERNATIONAL INC	23,800	23,800		31,388
1500 NIKE INC	17,987	15,871		93,750
900 NOBLE ENERGY INC	20,396	20,396		29,637
600 NOVARTIS AG SPONSORED ADR	42,300	42,300		51,624
800 PEPSICO	39,589	39,589		79,936
550 PPL	16,434	15,252		18,772
35 PRICELINE GROUP INC		41,838		44,623
800 QUALCOMM	49,904	49,904		39,988
550 SCHLUMBERGER LTD	48,040	43,397		38,363
800 SELECT SPDR ETF - ENERGY		54,700		48,256
325 THERMO FISHER SCIENTIFIC	30,137	40,317		46,101
575 UNITED TECHNOLOGIES	25,986	25,986		55,240
1018.92 VANGUARD ADMIRAL INT'L GROWT	56,888	56,888		68,329
1085 VANGUARD CONSUMER DISCRETIONARY	88,406	81,571		132,969
4900 VANGUARD FINANCIALS ETF	135,433	135,433		237,405
1200 VANGUARD INFO TECHNOLOGY ETF	38,779	38,779		129,948
1499.32 VANGUARD MID CAP INDEX-ADM		210,367		222,979
835.29 VANGUARD SIGNAL MID CA	110,367			
5042.05 VANGUARD SMALL-CAP INDEX-ADM	144,214	144,214		267,481
300 VANGUARD TELECOMMUNICATION ETF	25,529	25,529		25,173
1800 VISA INC CL A	63,287	63,287		139,590
500 WAL-MART	34,675	34,675		30,650
TOTAL	$ 2,644,618	$ 2,692,245		$ 3,955,794

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
40,000 G E	$ 40,000	$ 40,000		$ 40,014
23,516.18 METRO WEST TOTAL RET	225,848	241,221		235,162
22,190.66 PIMCO HIGH YIELD	211,034	212,125		183,295
23,898.72 PIMCO TOTAL RETURN	249,389	249,332		240,660
6,955.30 TEMPLETON GLOB BOND	160,849	91,295		80,195

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
20,723.44 THORNBURG LTD TERM INCOME	$	$ 275,000		$ 273,135
38,157.44 VANGUARD ADM S/T INV	744,888	392,038		402,943
16,631.18 VANGUARD TOTAL BOND	182,451	182,830		176,956
1,847.51 VANGUARD ADM INFLATIO	39,939	39,939		46,574
25,000 GOLDMAN SACHS 5.125	25,482			
25,000 PEPSICO	26,001			
25,000 ROYAL BANK OF SCOTLAND	25,294			
TOTAL	$ 1,931,175	$ 1,723,780		$ 1,678,934

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
OIL & GAS PROPERTIES-NON-PRODUCING	$ 524,235	$ 524,235		$ 250,728
OIL & GAS PRODUCING				596,235
TOTAL	$ 524,235	$ 524,235		$ 846,963

Statement 11 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
DEPLETION	$ 39,683
TOTAL	$ 39,683

Statement 12 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

PREPRINTED APPLICATION SHOULD BE REQUESTED FROM THE FOUNDATION.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

APRIL 30 FOR THE FOLLOWING FALL SCHOOL YEAR

Statement 13 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

PRIMARY PURPOSE FOR OKLAHOMA COLLEGES AND NON PROFIT ORGANIZATIONS TO FURTHER THE EDUCATION OF STUDENTS IN THE FIELDS OF PETROLEUM,AEROSPACE ENGINEERING, ENERGY, ENGINEERING, EDUCATION, NURSING & OTHER FIELDS OF STUDY.

Federal Statements

Statement 14 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship / Status	Purpose	Amount
UNIVERSITY OF OKLAHOMA FOUNDATION NORMAN OK 73019	307 WEST BROOKS, RM 105-K	2015-2016 ENERGY MGMT SCHOLARSHIPS	27,000
UNIVERSITY OF OKLAHOMA FOUNDATION NORMAN OK 73019	307 WEST BROOKS, RM 105-K	2015-2016 PROGRAM SUPPORT	10,000
OSU FOUNDATION STILLWATER OK 74074	400 SOUTH MONROE	SCHOLORSHIPS FOR PETRO. ENGINEERING	50,000
OKLAHOMA CITY UNIVERSITY OKLAHOMA CITY OK 73106	2501 N BLACKWELDER	ENERGY SPEAKER PROGRAM	50,000
UNIVERSITY OF TULSA TULSA OK 74101	800 SOUTH TUCKER DR	MINERAL MANAGEMENT PROGRAM	31,000
THE UNIVERSITY OF OKLAHOMA NORMAN OK 73019	307 WEST BROOKS, RM 105-K	FOR NURSING SCHOLARSHIPS	50,000
UNIVERSITY OF CENTRAL OKLAHOMA EDMOND OK 73034	100 N UNIVERSITY DRIVE	FOR NURSING SCHOLARSHIPS	50,000
SPECIAL CARE INC OKLAHOMA CITY OK 73114	12201 N WESTERN AVE	PROVIDE CARE FOR CHILDREN	30,000
POSITIVE TOMORROWS OKLAHOMA CITY OK 73106	1804 N BAUER AVE	PROVIDE ELEM. EDUCATION TO HOMELESS	20,000
REGIONAL FOOD BANK OF OKLAHOMA OKLAHOMA CITY OK 73179	3355 SOUTH PURDUE	PROVIDE FOOD AND GOODS FOR IMPOVERI.	25,000
JOHN 3:16 MISSION TULSA OK 74101	205 E PONE STREET STE 103	PROVIDE SHELTER AND FOOD FOR HOMELES	5,000
COMMUNITY FOOD BANK OF EASTERN OK TULSA OK 74106	1304 N KENOSHA AVE	PROVIDE FOOD AND GOODS FOR IMPOVERI.	5,000
NEIGHBOR FOR NEIGHBOR TULSA OK 74106-1812	505 E 36TH STREET N	PROVIDE FOOD AND SERVICES FOR IMPROV	15,000
TOTAL			368,000

Form 990-PF - Reason for Amending Return

Description
AMENDING TO REFLECT FEES PAID TO JOE WOMACK

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
CORPORATE BONDS	$ 2,447		14		
US GOVERNTMENT - MARTIN OIL	9		14		100.000%
CD	3,826		14		
TOTAL	$ 6,282				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
DOMESTIC CORPORATIONS	$ 97,966		14		
FOREIGN CORPORATIONS	15,484		14		
US GOVT INT REPORTED AS DIV	3,883		14		100.000%
TOTAL	$ 117,333				