

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**Note:** The organization may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2005**For calendar year 2005, or tax year beginning** , **and ending****G** Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of organization J Lyndall McCrory, Robert Fulton McCrory and Montie Ray McCrory Foundation		A Employer identification number 73-1439304
	Number and street (or P O box number if mail is not delivered to street address) C/O J. Larry Wilkes 303 E Street N W	Room/suite	B Telephone number (see page 10 of the instructions)
	City or town, state, and ZIP code Ardmore OK 73401		C If exemption application is pending, check here <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			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,243,638			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

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 page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	203,333	203,333		
4 Dividends and interest from securities	0			
5 a Gross rents	404	404		
b Net rental income or (loss)	404			
6 a Net gain or (loss) from sale of assets not on line 10	82,295			
b Gross sales price for all assets on line 6a	444,670			
7 Capital gain net income (from Part IV, line 2)		82,295		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	302,561	302,561	0	
12 Total. Add lines 1 through 11	588,593	588,593	0	
13 Compensation of officers, directors, trustees, etc	86,327	28,125		58,202
14 Other employee salaries and wages				
15 Pension plans and other benefits				
16 a Legal fees (attach schedule)	1,568	1,568		
b Accounting fees (attach schedule)	1,900			1,900
c Other professional fees (attach schedule)	0			
17 Interest				
18 Taxes (attach schedule) (See page 14 of the instructions)	5,916	2,933		
19 Depreciation (attach schedule) and depletion	50,676	50,676	0	
20 Occupancy	7,164	2,388		4,776
21 Travel, conferences, and meetings	1,389			1,389
22 Printing and publications				
23 Other expenses (attach schedule)	6,978	0	0	6,978
24 Total operating and administrative expenses. Add lines 13 through 23	161,918	85,690	0	73,245
25 Contributions, gifts, grants paid	297,926			297,926
26 Total expenses and disbursements. Add lines 24 and 25	459,844	85,690	0	371,171
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	128,749			
b Net investment income (if negative, enter -0-)		502,903		
c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2005)

(HTA)

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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	40,249	12,587	12,587
	2	Savings and temporary cash investments	2,698,300	2,672,170	2,615,647
	3	Accounts receivable ▶ 174			
		Less: allowance for doubtful accounts ▶ 0	174	174	0
	4	Pledges receivable ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	1,527,069	1,314,695	1,271,505
	b	Investments—corporate stock (attach schedule)	4,314,721	4,760,313	5,462,423
	c	Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11	Investments—land, buildings, and equipment basis ▶ 596,401			
		Less: accumulated depreciation (attach schedule) ▶ 288,857	358,221	307,544	656,542
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment: basis ▶ 224,934			
		Less: accumulated depreciation (attach schedule) ▶ 0	224,934	224,934	224,934
	15	Other assets (describe ▶)	0	0	0
	16	Total assets (to be completed by all filers—see page 16 of the instructions. Also, see page 1, item I)	9,163,668	9,292,417	10,243,638
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Organizations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	9,163,668	9,292,417	
	25	Temporarily restricted			
	26	Permanently restricted			
		Organizations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	9,163,668	9,292,417	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,163,668	9,292,417	

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	9,163,668
2	Enter amount from Part I, line 27a	2	128,749
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,292,417
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	9,292,417

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 Attached Schedule for Line 6a			
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 82,295	0	0	82,295
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

(i) FMV 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 0	0	0	82,295
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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	82,295
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see page 18 of 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))
2004	340,425	9,197,192	0.037014
2003	554,604	8,652,947	0.064094
2002	344,010	8,542,173	0.040272
2001	53,565	8,682,659	0.006169
2000	32,249	2,088,039	0.015445

2 Total of line 1, column (d)	2	0.162994
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	0.032599
4 Enter the net value of noncharitable-use assets for 2005 from Part X, line 5	4	9,574,634
5 Multiply line 4 by line 3	5	312,123
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,029
7 Add lines 5 and 6	7	317,152
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.	8	371,171

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1	a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter. (attach copy of ruling letter if necessary—see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,029
c	All other domestic organizations 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	5,029
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,029
6	Credits/Payments:		
a	2005 estimated tax payments and 2004 overpayment credited to 2005	6a	4,425
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	604
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,029
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2006 estimated tax 0 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization 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 page 19 of the instructions for 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 organization in connection with the activities.		X
c Did the organization 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 organization. \$ (2) On organization managers. \$		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers. \$		
2 Has the organization 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 organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the organization 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?	N/A	
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 organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OK		
b If the answer is "Yes" to line 7, has the organization 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 organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2005 or the taxable year beginning in 2005 (see instructions for Part XIV on page 26)? 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
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address	X	
12 The books are in care of Larry Wilkes, CPA Telephone no. 580-223-0112 Located at 303 E Street NW Ardmore OK ZIP+4 73401		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year	13	N/A

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 organization (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 checked="" type="checkbox"/> Yes <input 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 organization 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the organization 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 2005?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2005, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2005? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/> 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the organization 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 page 20 of the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/> 20____, 20____, 20____, 20____		
3a Did the organization 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 2005 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2005.)	3b	N/A
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the organization 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 2005?	4b	X
5a During the year did the organization pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	5b	X
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).		
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If you answered "Yes" to 6b, also file Form 8870	6b	X

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 page 21 of the 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
Larry Wilkes 303 E Street N.W. Ardmore OK 73401	Co-Trustee and Accountant - 9 3	48,827	0	0
Mary Strawn 303 E Street N.W. Ardmore OK 73401	Co-Trustee 38.5	37,500	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 21 of the 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		0	0	0

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

**3 Five highest-paid independent contractors for professional services—(see page 21 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
none		0
		0
		0
		0
		0
		0

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 none	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	none	
2		
All other program-related investments See page 22 of the instructions		
3		
Total. Add lines 1 through 3		0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,027,915
b	Average of monthly cash balances	1b	38,985
c	Fair market value of all other assets (see page 23 of the instructions)	1c	653,541
d	Total (add lines 1a, b, and c)	1d	9,720,441
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,720,441
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see page 23 of the instructions)	4	145,807
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,574,634
6	Minimum investment return. Enter 5% of line 5	6	478,732

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	478,732
2a	Tax on investment income for 2005 from Part VI, line 5	2a	5,029
b	Income tax for 2005 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,029
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	473,703
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	473,703
6	Deduction from distributable amount (see page 24 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	473,703

Part XII Qualifying Distributions (see page 24 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	371,171
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	371,171
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	5,029
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	366,142

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

Part XIII Undistributed Income (see page 24 of the instructions)

	(a) Corpus	(b) Years prior to 2004	(c) 2004	(d) 2005
1 Distributable amount for 2005 from Part XI, line 7				473,703
2 Undistributed income, if any, as of the end of 2004				
a Enter amount for 2004 only			338,375	
b Total for prior years 20 <u>01</u> , 20 <u>02</u> , 20 <u>03</u>		0		
3 Excess distributions carryover, if any, to 2005:				
a From 2000				
b From 2001				
c From 2002				
d From 2003				
e From 2004				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2005 from Part XII, line 4: ▶\$ <u>371,171</u>				
a Applied to 2004, but not more than line 2a			338,375	
b Applied to undistributed income of prior years (Election required—see page 25 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 25 of the instructions)				
d Applied to 2005 distributable amount				32,796
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2005 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 25 of the instructions		0		
e Undistributed income for 2004 Subtract line 4a from line 2a Taxable amount—see page 25 of the instructions			0	
f Undistributed income for 2005. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2006				440,907
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)				
8 Excess distributions carryover from 2000 not applied on line 5 or line 7 (see page 25 of the instructions)	0			
9 Excess distributions carryover to 2006. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2001	0			
b Excess from 2002	0			
c Excess from 2003	0			
d Excess from 2004	0			
e Excess from 2005	0			

Part XIV Private Operating Foundations (see page 26 of the instructions and Part VII-A, question 9)

- 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 2005, enter the date of the ruling . . . not applicable
- b** Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

- | | Tax Year | Prior 3 years | | | (e) Total |
|--|----------|---------------|----------|----------|-----------|
| | (a) 2005 | (b) 2004 | (c) 2003 | (d) 2002 | |
| 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 | 0 | 0 | 0 | 0 | 0 |
| b 85% of line 2a | 0 | 0 | 0 | 0 | 0 |
| c Qualifying distributions from Part XII, line 4 for each year listed | 0 | 0 | 0 | 0 | 0 |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | 0 |
| e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c | 0 | 0 | 0 | 0 | 0 |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test—enter | | | | | |
| (1) Value of all assets | | | | | 0 |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | 0 |
| b "Endowment" alternative test—enter ^{2/3} of minimum investment return shown in Part X, line 6 for each year listed | 0 | 0 | 0 | 0 | 0 |
| 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) | | | | | 0 |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | 0 |
| (3) Largest amount of support from an exempt organization | | | | | 0 |
| (4) Gross investment income | | | | | 0 |

Part XV **Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 26 of the 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))

- 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.

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

Check here ☐ if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

Larry Wilkes, Co-Trustee 303 E Street NW Ardmore OK 73401

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

Brief letter describing organization and project

- c** Any submission deadlines:

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

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?	Yes	No
a	Transfers from the reporting organization 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 organization. If the organization 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 organization 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

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.

Sign Here

Signature of officer or trustee

Paid Preparer's Use Only	Preparer's signature	<i>Larry Pulliam</i>	1
	Firm's name (or yours if self-employed), address, and ZIP code	Larry A. Pulliam, CPA PO Box 38, Springer, OK 734	

Totals.	Gross sales	Cost, other basis and expenses	Net gain or loss
Securities	354,488	362,375	-7,887
Other sales	90,182	0	90,182

To add more lines to this schedule, press CTRL+Q.

To add more lines to this schedule, press CTRL+Q.

Line 11 (990-PF) - Other Income

		Revenue and expenses per books	Net Investment Income	Adjusted Net Income
1 Oil & Gas Royalty Income	1	302,561	302,561	
2	2			
3	3			
4	4			
5	5			
6	6			
7	7			
8	8			
9	9			
10 Total other revenue	10	302,561	302,561	0

Line 16 (990-PF) - Legal, Accounting and Other Professional Fees

Legal fees		
1	Property title review	1 1,568
2		2
3		3
4		4
5		5
6		6
7		7
8		8
9		9
10		10
11		11
12		12
13		13
14		14
15		15
16	Total. Enter on line 16a, column a	16 1,568
Accounting fees		
1	Prepare 990PF, 990T and State Returns	1 1,900
2		2
3		3
4		4
5		5
6		6
7		7
8		8
9		9
10		10
11		11
12		12
13		13
14		14
15		15
16	Total. Enter on line 16b, column a	16 1,900
Other professional fees		
1		1
2		2
3		3
4		4
5		5
6		6
7		7
8		8
9		9
10		10
11		11
12		12
13		13
14		14
15		15
16	Total. Enter on line 16c, column a	16 0

Line 18 (990-PF) - Taxes

1	Real estate tax not included in line 20	1	2,124
2	Tax on investment income	2	3,000
3	Income tax	3	
4	state tax refund	4	-27
5	Foreign income tax withheld	5	819
6		6	
7		7	
8		8	
9		9	
10		10	
11	Total	11	5,916

Line 19 (990-PF) - Depreciation and Depletion

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
Land (net of any amortization)			
1	1		
2	2		
3	3		
4	4		
5	5		
6	6		
Subtotal - land	0	0	0
Buildings and equipment			
7	7		
8	8		
9	9		
10	10		
11	11		
12	12		
13	13		
14	14		
15	15		
16	16		
17	17		
Subtotal - buildings and equipment	0	0	0
Depletion			
18	18		
Oil & Gas Cost Depletion	49,570	49,570	
19	19		
Office equipment depreciation	1,106	1,106	
20	20		
21	21		
22	22		
23	23		
Subtotal - depletion	50,676	50,676	0
24	24		
Total	50,676	50,676	0

25 Depreciable items included in cost of goods sold and not included in line 19 25

Line 23 (990-PF) - Other Expenses

6,978

0

0

6,978

		Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes
1					
2					
3	Maintenance and Repair on Houses held	6,978			6,978
4	for charitable purposes				
5					
6					
7					
8					
9					
10					

Line 10a, Part II (990-PF) - Investments - U.S. and State Government Obligations

		1,527,069	1,314,695		0	1,271,505
		(a) Book value beg of year	(b) Book value end of year	Num shares/ face value	FMV beg of year	(c) FMV end of year
1						
2	USTN 11/15/05	368,565	368,565			343,267
3	FHLB	153,470	0			
4	FHLB 11/15/06	309,488	309,488			313,327
5	FNMA	208,905	0			
6	FNMA 11/15/07	335,242	335,242			317,346
7	FHLB 5/15/06	151,399	151,400			148,595
8	FNMA 12/27/11	0	150,000			148,970
9						
10						
11						
12						
13						
14						
15						
16						
17						

Line 10b, Part II (990-PF) - Investments - Corporate Stock

		4,314,721	4,760,313		0	5,462,423
		(a) Book value beg of year	(b) Book value end of year	Num shares/ face value	FMV beg of year	(c) FMV end of year
1						
2	Vanguard S&P 500	913,531	932,977			1,085,719
3	Vanguard Windsor II	877,490	933,472			1,150,579
4	AmCap	424,340	509,794			524,551
5	Growth Fund	415,740	494,484			517,290
6	Investment Company	433,525	532,797			531,625
7	New Perspective	414,485	521,179			531,710
8	Chase	835,610	835,610			1,120,949
9						
10						
11						
12						
13						
14						
15						
16						
17						

Line 11, Part II (990-PF) - Investments - Land, Buildings, and Equipment

			Investment land, bldgs, equipment	Accumulated depreciation	Fair market value
1	Ranch Land	Beginning	1 179,934		
		Ending	179,934		179,934
2	Ranch Buildings	Beginning	2 39,993	13,621	
		Ending	39,993	14,846	25,147
3	Ranch Equipment	Beginning	3 22,988	22,811	
		Ending	22,988	22,612	376
4	Ranch Vehicles	Beginning	4 0	0	
		Ending			
5	Ranch Livestock	Beginning	5		
		Ending			
6	Ranch Office Equipment	Beginning	6 3,549	3,468	
		Ending	3,549	3,549	
7	Mineral Interests-Producing	Beginning	7 346,989	198,280	
		Ending	346,989	247,850	388,395
8	Mineral Interests-Nonproducing	Beginning	8 2,948		
		Ending	2,948		62,690
9		Beginning	9		
		Ending			
10		Beginning	10		
		Ending			
11	Total beginning year amount		11 596,401	238,180	
12	Total end of year amount		12 596,401	288,857	
13	Total fair market value				13 656,542

Line 14, Part II (990-PF) - Land, Buildings, and Equipment

		Land (net of any amortization)		Fair market value
		Beginning	End	
Land				
1	1			
2	2			
3	3			
4	4			
5	5			
6	6			
7	7			
8	8			
9	9			
10	10			
11	11	0	0	0
Total land (net of any amortization)				
		Buildings and equipment		Fair market value
		Beginning	End	
Buildings and equipment				
12	12	76,685	76,685	76,685
13	13	148,249	148,249	148,249
14	14			
15	15			
16	16			
17	17			
18	18			
19	19			
20	20			
21	21			
22	22	224,934	224,934	224,934
Total buildings and equipment				
		Accumulated depreciation		Fair market value
		Beginning	End	
Accumulated depreciation				
12	12	0		
13	13	0		
14	14			
15	15			
16	16			
17	17			
18	18			
19	19			
20	20			
21	21			
22	22	0	0	0
Total accumulated depreciation				
23	23	224,934	224,934	
Buildings and equipment (less accumulated depreciation)				
24	24	224,934	224,934	
Total land, buildings and equipment				
25	25			224,934
Total fair market value				

PART VII-B

Line 5a

Expenditure Responsibility for grant to 501 (c)(4) organization

Southern Oklahoma Rural Council
PO Box 856
Healdton, Oklahoma

Amount \$25,000

Paid March 16, 2005

For the purpose of constructing a Prisoner Work Release Center to benefit the municipalities of Wilson, Healdton, Ringling and Tatums located in Carter County, Oklahoma.

As of June 8, 2006, \$8,226 96 has been expended by the grantee, all of which was spent for the purpose of the grant.

No part of the grant has been misused.

The date of the first annual report from the grantee was June 8, 2006.

Verification of the progress of this project was conducted by personal discussions on numerous occasions with Carl Cumpton, Trustee of the SORC. These discussions revealed that all activities and expenditures were consistent with the terms of the grant. Grantee also sends a report of their monthly meetings that includes discussions of the progress on the Center.

PART VIII LINE 1

<u>Name</u> <u>Address</u>	<u>Title</u> <u>Average hrs/wk.</u>	<u>Compensation</u>	<u>Employee Benefit Plans</u>	<u>Expense Account</u>
J Larry Wilkes, CPA 303 E Street NW Ardmore, OK	Co-Trustee 4.7 hrs/week	37,500	0	-
	Accountant 1 hour/week by Mr. Wilkes, approximately 3.6 hours/week by his staff.	11,327	0	0

Co-Trustee duties consist of making investment decisions, evaluating grant applications, making granting decisions, doing follow-up on grants awarded, and general management matters.

In addition, Mr. Wilkes' CPA firm is paid to maintain the books of the Foundation, prepare financial statements for use by management and for Form 990PF purposes.

Mary Strawn PO Box 70 Graham OK	Co-Trustee 38.5 hrs/week	37,500	0	0
---------------------------------------	-----------------------------	--------	---	---

Co-Trustee duties consist of making investment decisions, evaluating grant applications, making granting decisions, doing follow-up on grants awarded, and general management matters.

In addition, Mrs. Strawn manages the foundation's office, responding to telephone and mail inquiries regarding grants and the foundation's oil and gas properties. She processes the payments received by the foundation from its oil and gas properties.

J. LYNDALL MCCRORY, ROBERT FULTON MCCRORY AND MONTIE RAY MCCRORY FOUNDATION
2005 FORM 990PF

73-1439304

PART XV, LINE 3a

Grants and Contributions Paid During Year

Name and Address	Status	Purpose of Grant	Amount
	PC=Public Charity I=Instrumentality		
Arbuckle Area Council of Boy Scouts Veterans Boulevard Ardmore, OK	PC	Operating Funds	10,000.00
Ardmore Family YMCA 920 15th Street, NW Ardmore, OK	PC	After school mentoring	10,000.00
Ardmore Soup Kitchen, Inc. 303 E Street NW Ardmore, OK	PC	Operating funds	13,175.00
The Boy's and Girl's Club of Wilson, Inc. 323 E. Birch Wilson, OK	PC	Operating Support	14,704.39
Cameron University Lawton, OK	I	KCCU support	5,000.00
Carter County Free Fair 600 South Lake Murray Drive Ardmore, OK	I	Operating Funds	7,500.00
Carter County Health Department 800 South Washington Ardmore, OK	I	Operating Support	10,000.00
City of Ardmore PO Box 248 Ardmore, OK	I	Police Department Volunteers	1,450.00
Court Appointed Special Advocate 107 1st SW Ardmore, OK	PC	Operating Support	3,838.00
Daughters of the American Revolution 204 Stonewall Rd Ardmore, OK	PC	Operating Support	3,000.00
Family Shelter of Southern Oklahoma 220 C street SW Ardmore, OK	PC	Operating Support	12,000.00
Fox/Graham Volunteer Fire Department PO Box 141 Fox, OK	I	Fire Station	14,562.22

J. LYNDALE MCCRORY, ROBERT FULTON MCCRORY AND MONTIE RAY MCCRORY FOUNDATION
2005 FORM 990PF
PART XV, LINE 3a - Continued

73-1439304

Gloria S. Ainsworth Day Care Center, Inc. PO Box 2147 Ardmore, OK	PC	Operating funds	16,500.00
Good Shepherd Medical and Dental Clinic Foundation 802 16th Avenue, NW Ardmore, OK	PC	Operating funds	10,000.00
Greater Ardmore Scholarship Foundation 1000 Energy Center Ardmore, OK	PC	Operating Funds	5,000.00
HFV Wilson Community Center 625 East Main Ardmore, OK	PC	Operating Support	20,000.00
Healdton Beautiful, Inc 445 West Main Healdton, OK	PC	Operating Support	15,000.00
Healdton Municipal Hospital Healdton, OK	PC	Operating Support	10,000.00
Mercy Memorial Health Center Foundation 1220 K street NW Ardmore, OK	PC	Construct Patient Tower	50,000.00
Red River Arts Council, Inc. 1405 North 4th Durant, OK	PC	Summer Youth Camp	1,000.00
Sneed Volunteer Fire Department Sneed, OK	I	Operating Support	10,000.00
Southern Oklahoma Ambulance Service 517 Grand Ardmore, OK	PC	Operating Support	10,000.00
Southern Oklahoma Rural Council PO Box 856 Healdton, OK	501(c)(4)	Prisoner Work Release Center	25,000.00
Wilson Public Schools HWY 70A Wilson, OK	I	Capital Campaign	10,000.00
YWCA of Ardmore 27 West Broadway Ardmore, OK	PC	Operating Funds for Mercy House and Family Resource Center	10,196.55
Total			<u>297,926.16</u>

- ▶ File a separate application for each return

OMB No 1545-1709

- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Form 990-T corporations requesting an automatic 6-month extension—check this box and complete Part I only ☐

Electronic Filing (e-file). Form 8868 can be filed electronically if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for corporate Form 990-T filers). However, you cannot file it electronically if you want the additional (not automatic) 3-month extension, instead you must submit the fully completed signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile.

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization J. Lyndall McCrory, Robert Fulton McCrory and Montie Ray McCrory Foundation		Employer identification number 73-1439304
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O J. Larry Wilkes 303 E Street N.W		
	City, town or post office, state, and ZIP code For a foreign address, see instructions Ardmore, OK 73401		

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► Larry Wilkes, CPA 303 E Street NW Ardmore OK

Telephone No. ► 580-223-0112

FAX No. ►

- If the organization does **not** have an office or place of business in the United States, check this box ☐

- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the **whole** group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1** I request an automatic 3-month (6-months for a **Form 990-T corporation**) extension of time until 8/15/2006 to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year 2005 or
- ▶ ☐ tax year beginning _____, and ending _____.

- 2** If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

- | | | | |
|------------|--|-----------|--------------|
| 3 a | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions | \$ | <u>5,029</u> |
| b | If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit | \$ | <u>4,425</u> |
| c | Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions | \$ | 604 |

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

(HTA)

Form **8868** (Rev 12-2004)

Sent 5/15/06 *lp*