

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

| | | | |
|---|--|--|--|
| Name of foundation KEN W. DAVIS FOUNDATION | | A Employer identification number 75-6012722 | |
| Number and street (or P O box number if mail is not delivered to street address) PO BOX 3419 | | B Telephone number (see instructions) 817-332-4081 | |
| City or town, state, and ZIP code FORT WORTH, TX 76113 | | C If exemption application is pending, check here <input type="checkbox"/> | |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> | |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> | |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,115,840 | | 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 type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis) | | | |

| 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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | 12,281 | 12,281 | | |
| | 4 Dividends and interest from securities | 254,878 | 254,878 | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 100,835 | | | |
| | b Gross sales price for all assets on line 6a | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 100,835 | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | 354,987 | 354,987 | | | |
| 12 Total. Add lines 1 through 11 | 722,891 | 722,981 | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | 4,076 | | | 4,076 |
| | b Accounting fees (attach schedule) | 4,750 | 2,138 | | 2,612 |
| | c Other professional fees (attach schedule) | | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | 28,752 | 23,518 | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 67,175 | 66,706 | | 469 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 104,753 | 92,362 | | 7,157 |
| | 25 Contributions, gifts, grants paid | 545,101 | | | 545,101 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 649,854 | 92,362 | | 552,258 | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | 73,127 | | | | |
| b Net investment income (if negative, enter -0-) | | 630,619 | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

| 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 | 272,877 | 295,206 | 295,206 |
| | 2 Savings and temporary cash investments | 721,360 | 472,332 | 472,332 |
| | 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 (attach schedule) ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 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) | 4,447,494 | 5,277,529 | 5,907,895 |
| | c Investments—corporate bonds (attach schedule) | 3,883,839 | 3,354,130 | 3,548,213 |
| | 11 Investments—land, buildings, and equipment: basis ▶ | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 12 Investments—mortgage loans | | | | |
| 13 Investments—other (attach schedule) . ROYALTIES | | | 892,194 | |
| 14 Land, buildings, and equipment: basis ▶ | | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I) | 9,325,570 | 9,399,197 | 11,115,840 | |
| 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) | | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 5,236,861 | 5,237,361 | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | 4,088,709 | 4,161,836 | |
| 30 Total net assets or fund balances (see instructions) | 9,325,570 | 9,399,197 | | |
| 31 Total liabilities and net assets/fund balances (see instructions) | 9,325,570 | 9,399,197 | | |

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 | 9,325,570 |
| 2 Enter amount from Part I, line 27a | 2 | 73,127 |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 500 |
| 4 Add lines 1, 2, and 3 | 4 | 9,399,197 |
| 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 | 9,399,197 |

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 PUBLICLY TRADED SECURITIES | | | | |
| 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 | | | 100,835 | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
| (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 | | |
| 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 | 100,835 | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | | 3 | | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

| (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)) |
|--|--|--|---|
| 2010 | 443,409 | 7,708,619 | .0575 |
| 2009 | 380,106 | 6,537,923 | .0581 |
| 2008 | 375,854 | 7,171,992 | .0524 |
| 2007 | 353,316* | 7,153,738 | .0494 |
| 2006 | 304,833 | 6,549,992 | .0465 |
| * ON FULL YEAR BASIS (see Statement 2) | | | |
| 2 Total of line 1, column (d) | | | 2 0.2639 |
| 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 .0528 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | | | 4 10,836,990 |
| 5 Multiply line 4 by line 3 | | | 5 572,193 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 6,306 |
| 7 Add lines 5 and 6 | | | 7 578,499 |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 552,258 |

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | | |
| 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 | 12,612 | |
| 3 | Add lines 1 and 2 | 3 | 12,612 | |
| 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 | 12,612 | |
| 6 | Credits/Payments: | | | |
| a | 2011 estimated tax payments and 2010 overpayment credited to 2011 | 6a | 4,700 | |
| b | Exempt foreign organizations—tax withheld at source | 6b | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d | Backup withholding erroneously withheld | 6d | | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 4,700 | |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 7,912 | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | |
| 11 | Enter the amount of line 10 to be: Credited to 2012 estimated tax 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? | | ✓ |
| 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)? <i>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.</i> | | ✓ |
| c Did the foundation file Form 1120-POL for this year? | | ✓ |
| 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? <i>If "Yes," attach a detailed description of the activities.</i> | | ✓ |
| 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? <i>If "Yes," attach a conformed copy of the changes.</i> | | ✓ |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | ✓ |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i> | | ✓ |
| 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? | ✓ | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i> | ✓ | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TEXAS, NEW MEXICO | | |
| 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> | ✓ | |
| 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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> | | ✓ |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | | ✓ |

Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|----|-----|--------------------------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | ✓ |
| 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 | | ✓ |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.dfcenter.org/grantmaker/davis</u> | 13 | ✓ | |
| 14 | The books are in care of ► <u>DAVID WHITNEY</u> Telephone no. ► <u>817-332-4081</u> Located at ► <u>PO BOX 3419, FORT WORTH, TX</u> ZIP+4 ► <u>76113-4081</u> | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. | 15 | | <input type="checkbox"/> |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | 16 | Yes | No |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

| | Yes | No |
|---|-----|----|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | |
| Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | | |
| 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 2011? | 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2011 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 2011.) | 3b | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | ✓ |
| 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 2011? | 4b | ✓ |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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? ☐ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**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 |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 3 | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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 |
|---|---|------------------|---|---------------------------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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 |
|---|---------------------|------------------|
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| 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 | |
| 2 | |
| 3 | |
| 4 | |

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

| | Amount |
|--|--------|
| 1 | |
| 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 | 9,328,637 |
| b | Average of monthly cash balances | 1b | 781,189 |
| c | Fair market value of all other assets (see instructions) | 1c | 892,194 |
| d | Total (add lines 1a, b, and c) | 1d | 11,002,020 |
| 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 | 11,002,020 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) | 4 | 165,030 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 10,836,990 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 541,850 |

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 | 541,850 |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | 12,612 |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 12,612 |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 529,238 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 529,238 |
| 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 | 529,238 |

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 | 552,258 |
| 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 | 552,258 |
| 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 | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 552,258 |

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 2010 | (c) 2010 | (d) 2011 |
|---|---------------|----------------------------|---------------|----------------|
| 1 Distributable amount for 2011 from Part XI, line 7 | | | | 529,238 |
| 2 Undistributed income, if any, as of the end of 2011: | | | | |
| a Enter amount for 2010 only | | | 60,653 | |
| b Total for prior years: 20____, 20____, 20____ | | | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | | | | |
| b From 2007 | | | | |
| c From 2008 | | | | |
| d From 2009 | | | | |
| e From 2010 | | | | |
| f Total of lines 3a through e | | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 552,258 | | | | |
| a Applied to 2010, but not more than line 2a | | | 60,653 | |
| b Applied to undistributed income of prior years (Election required—see instructions) | | | | |
| c Treated as distributions out of corpus (Election required—see instructions) | | | | |
| d Applied to 2011 distributable amount | | | | 491,605 |
| e Remaining amount distributed out of corpus | | | | |
| 5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b. Taxable amount—see instructions | | | | |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions | | | 0 | |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 | | | | 37,633 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) | | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | | | | |
| b Excess from 2008 | | | | |
| c Excess from 2009 | | | | |
| d Excess from 2010 | | | | |
| e Excess from 2011 | | | | |

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 2011, 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) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | |
| 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 $\frac{2}{3}$ 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).)
- SEE STATEMENT 4**
- 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 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 of the person to whom applications should be addressed:
- KEN W. DAVIS FOUNDATION, PO BOX 3419, FORT WORTH, TX 76113-3419 817-332-4081**
- b** The form in which applications should be submitted and information and materials they should include:
- SEE STATEMENT 5**
- c** Any submission deadlines:
- DECEMBER 31**
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
- BASIC HUMAN NEEDS FOR THE FORT WORTH AND MIDLAND, TEXAS AREAS**

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 <i>Paid during the year</i> SEE STATEMENT 6 | | | | 545,101 |
| Total | | | 3a | 545,101 |
| b <i>Approved for future payment</i> | | | | |
| Total | | | 3b | 0 |

| | |
|-------------------|--|
| Part XVI-A | Analysis of Income-Producing Activities |
|-------------------|--|

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (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 | | | | | |
| 4 | Dividends and interest from securities | | | | | |
| 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 | | | | | |
| 8 | Gain or (loss) from sales of assets other than inventory | | | | | |
| 9 | Net income or (loss) from special events . . . | | | | | |
| 10 | Gross profit or (loss) from sales of inventory . . | | | | | |
| 11 | Other revenue: a _____ | | | | | |
| b | _____ | | | | | |
| c | _____ | | | | | |
| d | _____ | | | | | |
| e | _____ | | | | | |
| 12 | Subtotal. Add columns (b), (d), and (e) | | | | | |
| 13 | Total. Add line 12, columns (b), (d), and (e) | | | | | |

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

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

[illegible]

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

- | | | Yes | No |
|----------|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | ✓ |
| | (2) Other assets | | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | | ✓ |
| | (3) Rental of facilities, equipment, or other assets | | ✓ |
| | (4) Reimbursement arrangements | | ✓ |
| | (5) Loans or loan guarantees | | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | ✓ |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

4/30/2
Date

Firm's address ► 306 W 7TH ST, STE 642, FORT WORTH,

KEN W DAVIS FOUNDATION

75-6012722

FORM 990-PF

STATEMENT 1

PART 1, LINE 18 TAXES

| | <u>PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|----------------------|------------------|----------------------------------|
| FEDERAL EXCISE TAXES | 5,234 | |
| AD VALOREM FEES | <u>23,518</u> | <u>23,518</u> |
| TOTAL | <u>28,752</u> | <u>23,518</u> |

PART 1, LINE 23 OTHER EXPENSES

| | <u>PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>DISBUR.</u> |
|------------------------------|------------------|----------------------------------|----------------|
| OTHER EXPENSES | 469 | | 469 |
| INVESTMENT FEES (NET OF ADM) | <u>66,706</u> | <u>66,706</u> | |
| TOTAL | <u>67,175</u> | <u>66,706</u> | <u>469</u> |

UNAUDITED
KEN W. DAVIS FOUNDATION
FORT WORTH, TEXAS
2011 - FORM 990-PF

STATEMENT 2

PART V – STATEMENT CONCERNING ADJUSTED QUALIFYING
DISTRIBUTIONS AND NET VALUE OF NONCHARITABLE USE ASSETS

The base year for the calendar year beginning in 2007 was a two month period which was caused by the changing of the accounting period of the Ken W. Davis Foundation from an ending month of October to an ending month of December. In order to normalize the calculations required by Part V, the adjusted qualifying distributions for the two month period beginning November 1, 2007 and ending December 31, 2007 have been annualized.

KEN W. DAVIS FOUNDATION

75-6012722

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 3

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVG HRS/WK</u> | <u>COMPENSATION</u> | <u>EMPLOYEE BEN PLAN CONTRIB</u> | <u>EXPENSE ACCOUNT</u> |
|--|---------------------------------|---------------------|--|----------------------------|
| KEN W. DAVIS, JR PO BOX 831 FORT WORTH, TX 76101 | PRESIDENT AS REQUIRED | 0 | 0 | 0 |
| T. C. DAVIS PO BOX 831 FORT WORTH, TX 76101 | VICE-PRES AS REQUIRED | 0 | 0 | 0 |
| LORENE SMITH PO BOX 831 FORT WORTH, TX 76101 | SECRETARY AS REQUIRED | 0 | 0 | 0 |
| E. K. KAUFMANN PO BOX 831 FORT WORTH, TX 76101 | TREASURER AS REQUIRED | 0 | 0 | 0 |
| ALANA MARSH PO BOX 831 FORT WORTH, TX 76101 | DIRECTOR AS REQUIRED | 0 | 0 | 0 |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | <u>0</u> | <u>0</u> | <u>0</u> |

STATEMENT 4

FORM 990-PF PART XV - LIST OF FOUNDATION MANAGERS - LINE A1

NAMEKEN W. DAVIS, JR
T. C. DAVIS

KEN W. DAVIS FOUNDATION
FORT WORTH, TEXAS
2011 - FORM 990-PF

STATEMENT 5

INFORMATION REGARDING CONTRIBUTION, GRANT, GIFT,
LOAN, AND SCHOLARSHIP PROGRAMS

PART XV, LINE 2(b)

The request should include a description of the recipient project or program of the charitable organization, the contribution goal of the project or program, the amount of the specific request, a copy of the charitable organization's most recent audited financial statements, most recent Form 990, Better Business Charity Report (if available), and most recent Annual Report (if available), and a copy of the organization's IRS determination letter documenting its exempt status.

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
APPROVED FOR FUTURE PAYMENT
FYE DECEMBER 31, 2011
TAX ID NO 75-6012722

Statement 6

1

| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Accuracy in Media 4455 Connecticut Ave NW, Suite #330 Washington DC 20008 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Admiral Nimitz Foundation 328 East Main St Fredericksburg, TX 78624 | 501(c)(3) | Fund general operating expenses | 100 00 |
| AdoptaPlatoon PO Box 5038 Hagerstown, MD 21741-5038 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| Airborne Angel Cadets of Tx 1328 E Branch Hollow Dr Carrollton, TX 75007 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Alice Lloyd College 100 Purpose Road Pippa Passes, KY 41844 | 501(c)(3) | Fund general operating expenses | 1,250 00 |
| Alliance Defense Fund 15100 N 90th Street Scottsdale, AZ 85260 | 501(c)(3) | Fund general operating expenses | 2,125 00 |
| Alliance School for Choice 1860 L Street, NW, Suite 1000 Washington, TX 20036 | 501(c)(3) | Fund general operating expenses | 2,500 00 |
| American Bible Society 1865 Broadway New York, NY 10023 | 501(c)(3) | Fund general operating expenses | 300 00 |
| American Border Patrol 2160 E Fry Blvd, #426 Sierra Vista, AZ 85635 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| American Cause 501 Church St, Suite 315 Vienna, VA 22180 | 501(c)(3) | Fund general operating expenses | 150 00 |
| American Center for Law & Justice PO Box 90555 Washington, DC 20090-0555 | 501(c)(3) | Fund general operating expenses | 4,000 00 |
| American Civil Rights Union (ACRU) 3213 Duke St, #625 Alexandria, VA 22314 | 501(c)(3) | Fund general operating expenses | 400 00 |
| American Council of Trustees & Alumni (ACTA) 1726 M St, NW # 802 Washington DC 20036 | 509(a)(a) | Fund general operating expenses | 1,000 00 |

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| American Council on Science & Health 1995 Broadway, 2nd Floor New York, NY 10023-5860 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| American Family Association PO Drawer 2440 Tupelo, MS 38803 | 501(c)(3) | Fund general operating expenses | 2,000 00 |
| Am Federation of Police & Concerned Citizens 6350 Horizon Drive Titusville, FL 32780 | 501(c)(3) | Fund general operating expenses | 400 00 |
| Americans for Prosperity Foundation 1726 M Street, NW 10th Floor Washington, DC 20036 | 501(c)(3) | Fund general operating expenses | 2,000 00 |
| Americans Helping Americans c/o Christian Relief Svcs, POBox 87 Mt Vernon, VA 22121-9845 | 501(c)(3) | Fund general operating expenses | 40 00 |
| American Indian Relief Council c/o Nations Relief Council POBox 6200 Rapid City, SD 57709 | 501(c)(3) | Fund general operating expenses | 250 00 |
| American Leprosy Missions 1 Alm Way Greenville, SC 29601-9948 | 501(c)(3) | Fund general operating expenses | 200 00 |
| American Majority PO Box 87 Purcellville, VA 20134 | 501(c)(3) | Fund general operating expenses | 5,000 00 |
| Amenca's Prayer Network PO Box 98214 Washington, DC 20090 | 501(c)(3) | Fund general operating expenses | 350 00 |
| American Spectator Foundation 1611 N Kent St, Suite 901 Arlington, VA 22209 | 501(c)(3) | Fund general operating expenses | 500 00 |
| American Studies Center 1100 Glebe Rd, Suite 900 Arlington, VA 22201 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Amnesty International 5 Penn Plaza New York, NY 10001 | 501(c)(3) | Fund general operating expenses | 100 00 |
| AMVETS National Service Foundation 4647 Forbes Blvd Lanham, MD 20706-4380 | 501(c)(3) | Fund general operating expenses | 750 00 |

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Angel Tree (Prison Fellowship Ministries) PO Box 1550 Memphis, VA 22116-1550 | 501(c)(3) | Fund general operating expenses | 50.32 |
| Armed Forces Aid Campaign (TREA) PO Box 96303 Washington, DC 20090-6303 | 501(c)(3) | Fund general operating expenses | 1,050.00 |
| The Ashbrook Ctr (Ashland Univ) 401 College Avenue Ashland, OH 44805 | 501(c)(3) | Fund general operating expenses | 1,000.00 |
| Atlas Economic Research Foundation 2000 North 14th Street, Suite 550 Arlington, VA 22201 | 509(a)(1) | Fund general operating expenses | 1,275.00 |
| Battered Women's Foundation P O Box 54888 Hurst, TX 76054 | 509(a)(1) | Fund general operating expenses | 5,000.00 |
| Better Business Bureau Wise Giving 4200 Wilson Blvd, Suite 800 Arlington, VA 22203 | 501(c)(3) | Fund general operating expenses | 200.00 |
| Bible League PO Box 28000 Chicago, IL 60628 | 501(c)(3) | Fund general operating expenses | 100.00 |
| Big Brothers Big Sisters-Midland 1007 West Texas Ave Midland 79701 | 509(a)(1) | Fund general operating expenses | 3,500.00 |
| Bill of Rights Institute 200 N Gelbe Rd Ste 1050 Arlington VA 22203 | 509(a)(1) | Fund general operating expenses | 5,000.00 |
| Blinded Veterans Association 477 H Street Northwest Washington, DC 2001-2694 | 501(c)(3) | Fund general operating expenses | 2,000.00 |
| Boys Town 100 Flannagan Blvd Boys Town, NE 68010-9989 | 501(c)(3) | Fund general operating expenses | 400.00 |
| Bread to the World Institute 425 3rd Street SW, Suite 1200 Washington DC 20024 | 501(c)(3) | Fund general operating expenses | 400.00 |
| Brotherhood Organization of a New Destiny PO Box 35090 Los Angeles, CA 90035 | 501(c)(3) | Fund general operating expenses | 4,000.00 |

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|---|-----------|
| a Paid during the year | | | |
| Buckner Foundation 600 No Pearl St, Ste 2000 Dallas, TX 75201 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Buffalo Trails Council (BSA) Midland 1101 E Texas Midland, TX 79701-6171 | 509(a)(1) | Assist w/Equip purchase for project | 15,000 00 |
| Cal Farley's Boys Home PO Box 1890 Amarillo, TX 79174-0001 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Capital Research Center 1513 16th St, NW Washington, DC 20036-1480 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| CARE USA 151 Ellis Street NE Atlanta, GA 30303-2440 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| CATO Institute 1000 Massachusetts Ave NW Washington DC 20001 | 509(a)(1) | Fund general operating expenses | 2,000 00 |
| Cenikor Foundation Inc 2209 S Main St Fort Worth 76110 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| Center for Competative Politics 124 S West St, Ste 201 Alexandria, VA 22314 | 501(c)(3) | Fund general operating expenses | 400 00 |
| Center for Education Reform 1000 Connecticut Ave, NW, Ste 204 Washington, DC 20036 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Center for Immigration Studies 1522 K Street, NW Ste 820 Washington, DC 20005 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Center for Individual Rights 1233 Twentieth St, NW, Ste 300 Washington, DC 20036 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Centers for Children & Families 1004 N Big Spring St, Ste 325 Midland, TX 79701 | 509(a)(1) | Support the Clinical Counseling Program | 5,000 00 |
| C F A C T 1875 Eye St, NW, 5th Floor Washington, TX 20006 | 509(a)(1) | Fund general operating expenses | 14,000 00 |

KEN W DAVIS FOUNDATION
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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|--|----------|
| a Paid during the year | | | |
| Children's Hunger Relief Fund PO Box 96012 Washington, DC 96012 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Christian Action Network PO Box 808 Forest, VA 24551-0608 | 501(c)(3) | Fund general operating expenses | 900 00 |
| Christian Anti-Communism Crusade PO Box 129 Manitou Springs, CO 80829 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Christian Appalachian Project 8550 South KY, Rt 321 Hagerhill, KY 41222 | 501(c)(3) | Fund general operating expenses | 350 00 |
| Christian Law Association PO Box 4010 Seminole, FL 33775-4010 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Christian's Reviving America's Values 3817 Landridge Drive Lexington, KY 40514 | 501(c)(3) | Fund general operating expenses | 2,250 00 |
| Christmas in Action PO Box 3744 Midland, TX 79702 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Citizens Against Govt Waste 1301 Connecticut Ave, NW, Ste 400 Washington, DC 20036 | 501(c)(3) | Fund general operating expenses | 3,000 00 |
| Citizen United Foundation PO Box 96408 Washington, DC 20090-6408 | 501(c)(3) | Fund general operating expenses | 2,300 00 |
| Clare Boothe Luce Policy Institute 112 Elden Street, Suite P Herndon, VA 20170 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| Claremont Institute 937 West Foothill Blvd, Ste E Claremont, CA 91711 | 509(a)(1) | Fund general operating expenses | 1,100 00 |
| Clayton Child Care 1215 Country Club Lane Fort Worth, TX 76112 | 509(a)(1) | Support scholarship program | 1,000 00 |
| Clayton Dabney Foundation 8500 Greenville Ave , #342 Dallas, TX 75206 | 501(c)(3) | Support Clayton's Wings & Medicine of the Heart to help terminally ill cancer patients | 1,000 00 |

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
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FYE DECEMBER 31, 2011
TAX ID NO 75-6012722

| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|--|-----------|
| a Paid during the year | | | |
| Coalition to Salute America's Heroes 12 Godfrey Place Wilton, CT 06897-3030 | 501(c)(3) | Fund general operating expenses | 10,500 00 |
| Community Children's Clinic P O Box 3328 Midland 79702 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| Community & Senior Services 3301 Sinclair Avenue Midland, TX 79707 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Community Food Bank 3000 Galvez Ave Fort Worth, TX 76111 | 501(c)(3) | Fund general operating expenses | 7,500 00 |
| Community Enrichment Center 6250 NE Loop 820 North Richland Hills, TX 76180 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Competitive Enterprise Institute 1899 L Street, NW, 12th Floor Washington, DC 20036 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Concerned Women of America 1015 15th St, NW #1100 Washington DC 20005 | 509(a)(1) | Fund general operating expenses | 15,000 00 |
| Conservative Caucus Research Analysis 450 Maple Ave Vienna VA 22180 | 509(a)(2) | Fund general operating expenses | 10,660 00 |
| Cornerstone Assistance Network 3500 Noble Ave Fort Worth, TX 76111-4618 | 501(c)(3) | Support 'Meeting Needs, Restoring Hope Capital Campaign | 2,500 00 |
| Cornwall Alliance 93602-C Old Keene Mill Road Burke, VA 22015 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Council of Indian Nations PO Box 1800 Apache Junction, AZ 85217 | 501(c)(3) | Fund general operating expenses | 300 00 |
| Council for National Policy 1411 K Street, NW, Ste 601 Washington DC 20005 | 501(c)(3) | Fund general operating expenses | 3,333 33 |
| Covenant House 481 Eighth Ave New York, NY 10001 | 501(c)(3) | Fund general operating expenses | 100 00 |

KEN W DAVIS FOUNDATION
GRANTS CONTRIBUTIONS PAID DURING THE YEAR OR
APPROVED FOR FUTURE PAYMENT
FYE DECEMBER 31, 2011
TAX ID NO 75-6012722

| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| CURE (Coalition on Urban Renewal & Ed) 722 12th St NW, 4th Flr Washington, DC 20005 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Dakota Indian Foundation PO Box 340 Chamberlain SD 57325 | 501(c)(3) | Fund general operating expenses | 175 00 |
| DallasCowboysCourageHouse@HappyHillFarm 3846 N Hwy 144 Granbury, TX 76048 | 501(c)(3) | Fund general operating expenses | 2,500 00 |
| Day Resource Center for the Homeless 1415 E Lancaster Ave Fort Worth, TX 76102 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Defense Forum Foundation 3014 Castle Rd Falls Church VA 22044 | 509(a)(1) | Fund general operating expenses | 500 00 |
| Disabled American Veterans 3725 Alexandria Pike Cold Spring, KY 41076 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Disabled Police Officers of America PO Box 96532 Washington DC 20066-6532 | 501(c)(3) | Fund general operating expenses | 450 00 |
| Disabled Veterans Nat'l Foundation 1634 Eye St , NW, Ste 750 Washington, DC 20006 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| Doctors Without Borders 333 Seventh Avenue, 2nd Floor New York, NY 10001-5004 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Eagle Forum Ed & Legal Defense Fund P O Box 618 Alton IL 62002 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| Easter Seals PO Box 2667 Fort Worth, TX 76113-2667 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Educational Research Analysts PO Box 7518 Longview, TX 75607-7518 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| Faith and Action 109 Second Street Washington, DC 20002 | 501(c)(3) | Fund general operating expenses | 1,100 00 |

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TAX ID NO 75-6012722

| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Family Research Council 801 G Street, NW Washington DC 20001 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Federation of American Immigration Reform 25 Massachusetts Ave, NW Washington, DC 20001 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Feed the Children PO Box 38 Oklahoma City, OK 73101-0038 | 501(c)(3) | Fund general operating expenses | 1,200 00 |
| Focus on the Family 8885 Explorer Drive Colorado Springs, CO 80920 | 501(c)(3) | Fund general operating expenses | 2,000 00 |
| Food for the Poor 6401 Lyons Road Cocnut Creek, FL 33073 | 501(c)(3) | Fund general operating expenses | 1,300 00 |
| Fort Worth Pregnancy Center 3221 Cleburne Rd Fort Worth, TX 76110 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Fortress Youth Development PO Box 422 Fort Worth, TX 76101 | 509(a)(1) | Fund general operating expenses | 5,500 00 |
| Foundation for Individual Rights in Education 601 Walnut Street, Ste 510 Philadelphia, PA 19106 | 509(a)(1) | Fund general operating expenses | 3,500 00 |
| Foundation for Teaching Economics/Education 260 Russell Blvd, Suite B Davis, CA 95616 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Franklin Center for Govt & Public Integrity 127 S Peyton St, Ste 200 Alexandria, VA 22314 | 501(c)(3) | Fund general operating expenses | 6,000 00 |
| Free Congress Foundation 717 Second Ave, NE Washington DC 20002 | 509(a)(1) | Fund general operating expenses | 8,500 00 |
| Freedom Alliance 22570 Markey Court, Suite 240 Dulles, VA 20166 | 501(c)(3) | Fund general operating expenses | 2,000 00 |
| Freedom Watch 2020 Pennsylvania Ave, NW, Ste 345 Washington DC 20006 | 501(c)(3) | Fund general operating expenses | 2,000 00 |

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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Freedom Works Foundation 601 Pennsylvania Ave, NW, North Bldg, Ste 700 Washington, TX 20004 | 501(c)(3) | Fund general operating expenses | 6,000 00 |
| Friedman Foundation for Ed Choice One American Square, Ste 2420, Box 82078 Indianapolis, IN 46282 | 501(c)(3) | Fund general operating expenses | 1,750 00 |
| Frontiers of Freedom Institute PO Box 96488 Washington DC 20090-6488 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Fund for American Studies 1706 New Hampshire Ave, NW Washington, DC 20009 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| GeorgeWBush Presidential Library Foundation PO Box 560887 Dallas, TX 75356-8733 | 501(c)(3) | Fund general operating expenses | 350 00 |
| Gladney Center for Adoption 6300 John Ryan Drive Fort Worth, TX 76132 | 509(a)(1) | Fund general operating expenses | 3,500 00 |
| Goldwater Institute 500 E Coronado Rd Phoenix, AZ 85004 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Government Accountability Program 1612 K Street, NW, Ste 1100 Washington DC 20006 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Guardianship Service's, Inc PO Box 11481 Fort Worth, TX 76110 | 509(a)(1) | Fund general operating expenses | 250 00 |
| Harvest Christian Academy 7200 Denton Highway Watauga, TX 76148 | 501(c)(3) | Fund general operating expenses | 4,490 00 |
| Jesse Helms Center Foundation 3910 US Hwy 74 East Wingate, NC 28174 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Help Hospitalized Veterans 36585 Penfield Lane Winchester, CA 92596 | 501(c)(3) | Fund general operating expenses | 3,000 00 |
| Help Our Wounded PO Box 96361 Washington DC 20090 | 501(c)(3) | Fund general operating expenses | 600 00 |

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FYE DECEMBER 31, 2011
TAX ID NO 75-6012722

| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|--|----------|
| a Paid during the year | | | |
| Help the Children PO Box 911607 Los Angeles, CA 90091 | 501(c)(3) | Fund general operating expenses | 250 00 |
| The Heritage Foundation 214 Massachusetts Ave, NE Washington, DC 20002-4999 | 509(a)(1) | Fund general operating expenses | 5,100 00 |
| Hillsdale College 33 East College Street Hillsdale, MI 49242 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| The Hope Center 4101 Green Oaks Blvd, Ste 305 Arlington, TX 76016 | 509(a)(1) | Fund general operating expenses & Food Pantry & Resource Center | 5,000 00 |
| David Horowitz Freedom Center 14148 Magnolia Blvd, Suite 103 Sherman Oaks, CA 91423 | 509(a)(1) | Fund general operating expenses | 4,055 90 |
| ImaAbasi International PO Box 1227 Merrifield, VA 22116-9481 | 501(c)(3) | Fund general operating expenses | 50 00 |
| Impact a Hero 8044 Montgomery Rd, Suite 700 Cincinnati, OH 45236 | 501(c)(3) | Fund general operating expenses | 1,300 00 |
| In Jesus Name Ministries PO Box 1059 Bristol, VA 24203 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Independent Institute 100 Swan Way Oakland, CA 94621-1428 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Institute for Creation Research 1806 Royal Lane Dallas, TX 75229 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Institute for Humane Studies 3301 North Fairfax Dr, Ste 440 Arlington, VA 22201-4432 | 509(a)(1) | Fund general operating expenses | 2,000 00 |
| Institute for Justice 901 N Glebe Rd, Ste 900 Arlington, VA 22203 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Institute for Policy Innovation 1680 South Stemmons, Ste 245 Lewisville, TX 75067 | 501(c)(3) | Fund general operating expenses | 150 00 |
| Institute for Religion & Democracy 1023 15th St, NW, Ste 601 Washington, DC 20005 | 501(c)(3) | Fund general operating expenses | 100 00 |

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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|----------------------------------|-----------|
| a Paid during the year | | | |
| Intercollegiate Studies Institute, Inc 3901 Centerville Road Wilmington, DE 19807-0431 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Jesus Film Project 100 Lake Hart Dr, #3100 Orlando, FL 32832-0100 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Judicial Watch PO Box 96234 Washington, DC 20090-6234 | 509(a)(3) | Fund general operating expenses | 6,500 00 |
| Junior Achievement 6300 Ridglea Place, Suite 400 Fort Worth, TX 76116-5706 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Knox Area Rescue Ministries PO Box 3310 Knoxville, TN 37927 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Landmark Legal Foundation 19415 Deerfield Ave , Suite 312 Leesburg, VA 20176 | 501(c)(3) | Fund general operating expenses | 12,500 00 |
| Law Enforcement Legal Defense Fund 1611 North Kent St , Ste 901 Arlington, VA 22209 | 501(c)(3) | Fund general operating expenses | 300 00 |
| Leadership Institute 8001 Braddock Rd #502 Springfield VA 22151 | 509(a)(1) | Fund general operating expenses | 15,000 00 |
| Legacy Foundation PO Box 27879 Tucson, AZ 85726-7879 | 501(c)(3) | Fund general operating expenses | 350 00 |
| Liberty Counsel PO Box 540774 Orlando, FL 32854 | 501(c)(3) | Fund general operating expenses | 9,500 00 |
| Liberty Legal Institute 2001 W Pioneer Pkwy, Suite 1600 Plano, TX 75075 | 501(c)(3) | Fund general operating expenses | 3,200 00 |
| Life Legal Defense Foundation PO Box 2105 Napa, CA 94558 | 509(a)(1) | Fund general operating expenses | 500 00 |
| Lincoln Institute for Research & Education PO Box 254 Great Falls, VA 22066 | 509(a)(1) | Fund general operating expenses | 2,000 00 |

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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|--|--------------------------------------|-------------------------------------|-----------|
| a Paid during the year | | | |
| Love Never Fails International 5817 Diamonds Oaks South Fort Worth, TX 76117 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| Macular Degeneration 22512 Gateway Center Drive Clarksburg, MD 20871 | 501(c)(3) | Fund general operating expenses | 5,000 00 |
| March of Dimes PO Box 226585 Dallas, TX 75222-6585 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Manne Corp Heritage Foundation 3800 Fettler Park Dr , Ste 104 Dumfries, VA 22025 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Meals on Wheels, Inc of Tarrant Cty 320 South Freeway Fort Worth, TX 76104-3525 | 509(a)(1) | Support home delivery meal programs | 5,000 00 |
| Media Research Center 325 South Patrick St Alexandria, VA 22314-3580 | 509(a)(1) | Fund general operating expenses | 10,000 00 |
| Mercatus Center at GMU 3301 N Fairfax Dr, Ste 450 Arlington, VA 22201 | 509(a)1 | Fund general operating expenses | 500 00 |
| Mercy Home for Boys & Girls 1140 W Jackson Blvd Chicago, IL 60607 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Metroport Meals on Wheels 428 North Hwy 377 Roanoke, TX 76262 | 509(a)(1) | Support home delivery meal programs | 2,000 00 |
| Midland Association for Retarded Citizens (MARC) 2701 North A St Midland, TX 79705 | 509(a)(1) | Fund general operating expenses | 12,000 00 |
| Midland Rape Crisis & Child Advocacy Ctr PO Box 10081 Midland, TX 79702 | 509(a)(1) | Fund general operating expenses | 20,000 00 |
| Mount Vernon Ladies Association PO Box 110 Mount Vernon, VA 22121 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Mountain States Legal Foundation 2596 South Lewis Way Lakewood, CO 80227 | 501(c)(3) | Fund general operating expenses | 1,000 00 |

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|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Moving Picture Institute 375 Greenwich Street New York, NY 10013 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Nat'l Association of Chief of Police 6350 Horizon Dr Titusville, FL 32780 | 501(c)(3) | Fund general operating expenses | 400 00 |
| Nat'l Association of Scholars One Airport Place, Ste 7 Princeton, NJ 08540-1532 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Nat'l Center for Policy Analysis 12770 Coit Rd Ste 800 Dallas, TX 75251 | 509(a)(1) | Fund general operating expenses | 5,065 00 |
| Nat'l Center for Public Policy Research 501 Capital Court, NE Suite 200 Washington, DC 20002 | 509(a)(1) | Fund general operating expenses | 2,000 00 |
| Nat'l Law Enforcement Officers Memorial Fund 400 7th Street, NW, Suite 300 Washington, DC 20004 | 501(c)(3) | Fund general operating expenses | 100 00 |
| National Legal & Policy Center 107 Park Washington Court Falls Church, VA 22046 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Nat'l Right to Work Legal Defense Foundation, Inc 8001 Braddock Rd, Suite 600 Springfield, VA 22160 | 501(c)(3) | Fund general operating expenses | 6,000 00 |
| Nat'l Tax Limitation Foundation 151 N Sunrise Ave, Suite 901 Roseville, CA 95661 | 501(c)(3) | Fund general operating expenses | 750 00 |
| Nat'l Veterans Services Fund PO Box 2465 Danen, CT 06820-0465 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Nat'l Wasp WWII Museum PO Box 96679 Washington, DC 20090-6679 | 501(c)(3) | Fund general operating expenses | 100 00 |
| NSEAM Living at Home 1150 S Freeway, Suite 130 Fort Worth, TX 76104 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Nora Lam Chinese Ministries PO Box 5910 San Jose, CA 95150-5910 | 501(c)(3) | Fund general operating expenses | 100 00 |

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| Name and Address (Home/Business) | Foundation Status of Recipient | Purpose of Grant or Contribution | Amount |
|---|--------------------------------------|--|----------|
| a Paid during the year | | | |
| Northwood University 4000 Whiting Dr Midland, MI 48640 | 501(c)(3) | Fund general operating expenses | 3,500 00 |
| Numbers USA 1601 N Kent St, Ste 1100 Arlington, VA 22209-2105 | 509(a)(1) | Fund general operating expenses Education & Research Foundation | 4,000 00 |
| Open Doors International PO Box 27001 Santa Ana, CA 92799 | 501(c)(3) | Fund general operating expenses | 350 00 |
| Opening Doors 4 Women 3507 Horne Street Fort Worth, TX 76107 | 509(a)(1) | Fund general operating expenses | 2,500 00 |
| Operation Care Package 611 Wilcox St Joliet, IL 60435 | 501(c)(3) | Fund general operating expenses | 295 00 |
| Operation Homefront 8930 Fourwinds Dr , Ste 340 San Antonio, TX 78239 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Operation Smile 6435 Tidewater Drive Norfolk, VA 23509 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Pacific Legal Foundation 3900 Lennane Drive, Suite 200 Sacramento, CA 95834 | 501(c)(3) | Fund general operating expenses | 5,000 00 |
| Paralyzed Veterans of America 801 Eighteenth St, NW Washington, DC 20006-3517 | 501(c)(3) | Fund general operating expenses | 3,500 00 |
| Patnck Henry Center 10611 Balls Ford Road, Suite 120 Manassas, VA 20109 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| Persecution Project Foundation PO Box 1327 Culpeper, VA 22701-6327 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Pnson Fellowship Ministries PO Box 1550 Merrifield, VA 22116-1550 | 501(c)(3) | Fund general operating expenses | 485 00 |
| ProEnglish 1601 N Kent St, Suite 1100 Arlington, VA 22209 | 501(c)(3) | Fund general operating expenses | 500 00 |

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|---|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Project Hope 255 Carter Hall Lane Millwood, VA 22646 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Prometheus Institute 18400 Von Karman Ave, Ste 610 Irvine, CA 92612 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Public Service Research Foundation 320 D Maples Ave East Vienna, VA 22180 | 501(c)(3) | Fund general operating expenses | 750 00 |
| Reason Foundation 3415 S Sepulveda Blvd, Ste 400 Los Angeles, CA 90034 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Recovery Resource Center 2700 Airport Freeway Fort Worth, TX 76111 | 501(c)(3) | Fund general operating expenses | 200 00 |
| Red Cloud Indian School 100 Mission Dr Pine Ridge, SD 57770-2100 | 501(c)(3) | Fund general operating expenses | 50 00 |
| Remember America's Heritage PO Box 96273 Washington, DC 20090-6273 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Renaissance Foundation 205 Third St, SE Washington, DC 20003 | 501(c)(3) | Fund general operating expenses | 5,000 00 |
| Renewing American Leadership PO Box 1224 Merrifield, VA 22116-1224 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Safe Haven 6815 Manhattan Blvd, Ste 105 Fort Worth, TX 76120 | 509(a)(1) | Fund general operating expenses | 2,000 00 |
| Safe Place of Permian Basin PO Box 11331 Midland, TX 79702 | 509(a)(1) | Fund general operating expenses | 7,500 00 |
| Salvation Army PO Box 36006 Dallas, TX 75247 | 509(a)(1) | Support Needy Families | 1,250 00 |
| Sam Adam Alliance Inc 400 W Ene, Suite 407 Chicago, IL 60654 | 501(c)(3) | Fund general operating expenses | 2,500 00 |

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|---|--------------------------------------|--|----------|
| a Paid during the year | | | |
| Score a Goal for a Child 819 Penn Street Fort Worth, TX 76102 | 509(a)(1) | Assist in the "Keep the Reading Lamp Lit" Program | 2,500 00 |
| Second Amendment Foundation James Madison Bldg, 12500 NE Tenth Pl Bellevue, WA 98055 | 509(a)(1) | Fund general operating expenses | 500 00 |
| Selous Foundation 325 Pennsylvania Ave, SE Washington, DC 20003 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Sioux Nation Relief Fund (Nat'l Relief Chantes) PO Box 5092 Sioux Falls, SD 57117 | 501(c)(3) | Fund general operating expenses | 250 00 |
| Smile Train 41 Madison Ave, 28th Floor New York, NY 10010 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Soldier's Angels PO Box 758513 Topeka, KS 66675-8513 | 509(a)(1) | Fund general operating expenses | 600 00 |
| Southeastern Legal Foundation 6100 Lake Forest Dr, NW, Ste 520 Atlanta, GA 30328 | 509(a)(1) | Fund general operating expenses | 9,000 00 |
| Southern Poverty Law Center 400 Washington Ave Montgomery, AL 36104 | 501(c)(3) | Fund general operating expenses | 50 00 |
| Southwest Indian Relief Council PO Box 16777 Mesa, AZ 85211 | 501(c)(3) | Feed Families for Thanksgiving | 168 00 |
| Special Olympics Texas-North Region 6707 Brentwood Stair Rd, Suite 218 Fort Worth, TX 76112 | 509(a)(1) | Fund general operating expenses | 250 00 |
| SpiritHorse Therapeutic Riding Center 1960 Post Oak Drive Connht, TX 76210 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| State Policy Network 2020 North 14th ST, Suite250 Arlington, VA 22201 | 501(c)(3) | Fund general operating expenses | 7,500 00 |
| Students for Liberty PO Box 17321 Arlington, VA 22216 | 501(c)(3) | Fund general operating expenses | 1,000 00 |

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|--|--------------------------------------|----------------------------------|----------|
| a Paid during the year | | | |
| Students for Life of America 4141 N Henderson Rd, Ste 7 Arlington, VA 22203 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Tarrant Area Food Bank 2600 Cullen Street Fort Worth, TX 76107 | 509(a)(1) | Fund general operating expenses | 2,350 00 |
| TarrantCty Fraternal Order of Police Lodge#44 PO Box 202468 Arlington, TX 76006 | 501(c)(3) | Fund general operating expenses | 100 00 |
| Tarrant County Samantan Housing 929 Hemphill St Fort Worth, TX 76104 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Tax Foundation 529 14th St, NW, Suite 420 Washington, DC 20045-1000 | 509(a)(1) | Fund general operating expenses | 1,500 00 |
| Texas Public Policy Foundation 900 Congress Ave, Suite 400 Austin, TX 78701 | 509(a)(1) | Fund general operating expenses | 1,000 00 |
| Thomas More Law Center 24 Frank Lloyd Wright Dr Ann Arbor, MI 48106 | 501(c)(3) | Fund general operating expenses | 1,000 00 |
| Troops Need You PO Box 387 Roseville, CA 95661 | 501(c)(3) | Fund general operating expenses | 2,400 00 |
| Union Gospel Mission - Dallas 3211 Irving Blvd, Ste 102 Dallas, TX 75247 | 509(a)(1) | Fund general operating expenses | 1,332 96 |
| Union Gospel Mission - Tarrant Cty 1321 E Lancaster Fort Worth, TX 76113 | 509(a)(1) | Fund general operating expenses | 1,300 00 |
| United American Patriots 7800 Airport Center Drive, Suite 401 Greensboro, NC 27409 | 509(a)(1) | Fund general operating expenses | 450 00 |
| U S Deputy Sheriff Association 1304 Langham Creek Drive, Ste 324 Houston, TX 77084 | 501(c)(3) | Fund general operating expenses | 175 00 |
| U S Justice Foundation 932 D Street, Suite 2 Ramona, CA 9205 | 509(a)(1) | Fund general operating expenses | 2,600 00 |

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|---|--------------------------------------|----------------------------------|------------|
| a Paid during the year | | | |
| U S Olympic Committee P O Box 7010 Albert Lea, MN 56007-8010 | 509(a)(1) | Fund general operating expenses | 400 00 |
| USA Cares PO Box 759 Radcliff, KY 40159 | 501(c)(3) | Fund general operating expenses | 400 00 |
| USO PO Box 96860 Washington, DC 20077-7677 | 509(a)(1) | Fund general operating expenses | 1,200 00 |
| Veterans of Foreign Wars Foundation 406 West 34th Street, Suite 514 Kansas City, MO 64111 | 509(a)(1) | Fund general operating expenses | 250 00 |
| Vietnam Veterans Memorial Fund 1023 15th Street NW, 2nd Floor Washington, DC 20005 | 501(c)(3) | Fund general operating expenses | 125 00 |
| Vietnam Vets of America 8605 Cameron St, Suite 400 Silver Spring, MD 20910 | 501(c)(3) | Fund general operating expenses | 700 00 |
| Volunteer Center of North TX 2800 Live Oak St Dallas, TX 75204 | 509(a)(1) | Fund general operating expenses | 3,000 00 |
| Volunteer Ministry Center - Knoxville, TN 511 N Broadway St Knoxville, TN 37917 | 509(a)(1) | Fund general operating expenses | 20,000 00 |
| Washington Legal Fd 2006 Massachusetts Ave NW Washington DC 20036 | 509(a)(1) | Fund general operating expenses | 5,000 00 |
| WestAid of Fort Worth 7940 Camp Bowie West Fort Worth, TX 76116 | 501(c)(3) | Fund general operating expenses | 500 00 |
| World History Institute PO Box 4673 Thousand Oaks, CA 91359 | 501(c)(3) | Fund general operating expenses | 500 00 |
| Wounded Warrior Project 7020 AC Skinner Pkwy, Ste 100 Jacksonville, FL 32256 | 501(c)(3) | Fund general operating expenses | 1,500 00 |
| Wycliffe Bible Translators PO Box 628200 Orlando, FL 32862 | 501(c)(3) | Fund general operating expenses | 300 00 |
| Young America's Foundation 110 Elden St Herndon, VA 20170 | 509(a)(1) | Fund general operating expenses | 7,500 00 |
| kwdfdye12/31/11 | TOTAL PAID | | 545,100 51 |