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

1998

For calendar year 1998, or tax year beginning , 1998, and ending ,19

Use the IRS label. Otherwise, please print or type. See Specific Instructions.

Hollie & Anna Oakley Foundation, Inc.
18 South 16th Street
Terre Haute, IN 47807

A Employer identification number
23-7008034

B Telephone number (see page 9 of the instructions)

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G If address changed, check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 9,541,518

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue & Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in col.(a) (see page 9 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)
REVENUE 1	Contributions, gifts, grants, etc., received (attach sch.) . St. 1	4,062,499			
2	Contributions from split-interest trusts				
3	Interest on savings and temporary cash investments	305,128	305,128	305,128	
4	Dividends and interest from securities	31,163	31,163	31,163	
5a	Gross rents				
b	(Net rental income or (loss)				
6	Net gain or (loss) from sale of assets not on line 10 . Stm...2	-27,983			
7	Capital gain net income (from Part IV, line 2)				
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) . . . . See. .St . . . 3	247			
12	**Total.** Add lines 1 through 11	4,371,054	336,291	336,291	
OPERATING & ADMINISTRATIVE EXPENSES 13	Compensation of officers, directors, trustees, etc.	6,700	670		6,030
14	Other employee salaries and wages	15,000			
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) . . . . Stmt. 4	1,910	191		
c	Other professional fees (attach schedule) . . .St . . . 5	5,275	5,275		
17	Interest				
18	Taxes (attach sch.)(see pg. 12 of instr.)See. .Stmt . . . 6	8,060	18		
19	Depreciation (attach schedule) and depletion	3,964			
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) . . . . Stmt. 7	11,408			
24	**Total operating and administrative expenses.** Add lines 13 through 23	52,317	6,154		6,030
25	Contributions, gifts, grants paid . . . See . Prt . XV	310,182			310,182
26	**Total expenses and disbursements.** Add lines 24 and 25	362,499	6,154		316,212
27	**Subtract line 26 from line 12:**				
a	**Excess of revenue over expenses and disbursements**	4,008,555			
b	**Net investment income** (if negative, enter -0-)		330,137		
c	**Adjusted net income** (if negative, enter -0-)			336,291	

KFA **For Paperwork Reduction Act Notice, see the instructions.**

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	13,849	58,444	58,444
	2	Savings and temporary cash investments	278,063	883,252	883,252
	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 page 14 of the instructions)			
	7	Other notes and loans receivable ▶			
		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 (att. sch.)	3,942,716	6,084,575	6,636,548
	b	Investments – corporate stock (attach schedule)	417,776	1,204,311	1,391,040
	c	Investments – corporate bonds (attach schedule)		181,406	187,221
	11	Investments – land, buildings, and equipment: basis ▶ Statement 8 13,303			
		Less: accumulated depreciation (attach schedule) ▶ 9,087	4,457	4,216	4,216
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) certificate of deposit	96,000	191,525	192,000
	14	Land, buildings, and equipment: basis ▶ St 9 200,110			
		Less: accumulated depreciation (attach schedule) ▶ 11,313	34,737	188,797	188,797
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see pg. 15 of the instructions Also, see page 1, item I)	4,787,598	8,796,526	9,541,518
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqual. persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ See Statement 10)	582	582	
	23	**Total liabilities** (add lines 17 through 22)	582	582	
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Organizations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,330,072	8,364,588	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	456,944	431,356	
	30	**Total net assets or fund balances** (see page 16 of the instructions)	4,787,016	8,795,944	
	31	**Total liabilities and net assets/fund balances** (see page 16 of the instructions)	4,787,598	8,796,526	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,787,016
2	Enter amount from Part I, line 27a	2	4,008,555
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,795,571
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	8,795,571

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.)
See Statement 11			

(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)

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

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	-27,983
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 11 and 16 of the instructions). If (loss), enter -0- in Part I, line 8	3	-25,495

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 16 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))
1997	227,570	5,085,367	0.044750
1996	217,700	4,501,176	0.048365
1995	211,850	4,575,592	0.046300
1994	208,250	2,508,529	0.083017
1993	162,217	2,496,137	0.064987

2 **Total** of line 1, column (d)	2	0.287419
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	0.057484
4 Enter the net value of noncharitable-use assets for 1998 from Part X, line 5	4	5,726,311
5 Multiply line 4 by line 3	5	329,171
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,301
7 Add lines 5 and 6	7	332,472
8 Enter qualifying distributions from Part XII, line 4	8	316,212

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 16.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see page 16 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of line 12b			1	6,603
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter –0–)			2	
3 Add lines 1 and 2			3	6,603
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	6,603
6 Credits/Payments:				
a 1998 estimated tax payments & 1997 overpayment credited to 1998	6a	6,140		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 2758)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	6,140
8 Enter any **PENALTY** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **TAX DUE.** If the total of lines 5 and 8 is more than line 7, enter **AMOUNT OWED** ▶			9	463
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 1999 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 17 of the instructions for definition)?	1b		X
If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.			
c Did the organization file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the organization. ▶ $ 0 **(2)** On the organization managers. ▶ $ 0			
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers. ▶ $ 0			
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.	2		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	3		X
4a Did the organization have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	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.	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument; or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the organization have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, column (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 18 of the instructions) ▶ Indiana			
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	8b	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 1998 or the taxable year beginning in 1998 (see instructions for Part XIV on page 23)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? See Statement 12 If "Yes" attach a schedule listing their names and addresses.	10	X	
11a Did anyone request to see either the organization's annual return or its exemption application (or both)?	11a		X
b If "Yes," did the organization comply pursuant to the instructions? (See General Instruction Q.)	11b	N/A	

12 The books are in care of ▶ Julie Heck Telephone No. ▶ (812)232-4437

Located at ▶ 18 South 16th Street, Terre Haute, IN ZIP + 4 ▶ 47807

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041.** – Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 13 N/A

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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1 Self-dealing (section 4941):			
a 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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the organization agreed to make a grant to or employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did ANY of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 18 of the instructions)?	**1b**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 1998?	**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 1998, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 1998? ☐ Yes ☒ No If "Yes," list the years ▶ 19 ______, 19 ______, 19 ______, 19 ______.			
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 18 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. ▶ 19 ______, 19 ______, 19 ______, 19 ______.			
3 Taxes on excess business holdings (section 4943):			
a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 1998 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 1998.)	**3b**	N/A	
4 Taxes on investments that jeopardize charitable purposes (section 4944):			
a 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 1998?	**4b**		X
5 Taxes on taxable expenditures (section 4945) and political expenditures (section 4955):			
a 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))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section (509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did ANY of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 19 of the instructions)?	**5b**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? N/A ☐ Yes ☐ No If "Yes," attach the statement required by Regulations section 53.4945-5(d).			

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 19 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
See Statement 13				

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 19 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				

Total number of other employees paid over $50,000 . . . . . ▶

3 Five highest-paid independent contractors for professional services - (see page 19 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		

Total number of others receiving over $50,000 for professional services . . . . . ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 20 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	5,065,468
b	Average of monthly cash balances			1b	486,971
c	Fair market value of all other assets (see page 21 of the instructions)			1c	261,075
d	**Total** (add lines 1a, b, and c)			1d	5,813,514
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	5,813,514
4	Cash deemed held for charitable activities – Enter 1 1/2% of line 3 (for greater amount, see page 21 of the instructions)			4	87,203
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	5,726,311
6	**Minimum investment return.** Enter 5% of line 5			6	286,316

Part XI Distributable Amount (see page 21 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	286,316
2a	Tax on investment income for 1998 from Part VI, line 5	2a	6,603		
b	Income tax for 1998. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,603
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	279,713
4a	Recoveries of amounts treated as qualifying distributions	4a			
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Add lines 4a and 4b			4c	
5	Add lines 3 and 4c			5	279,713
6	Deduction from distributable amount (see page 22 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and Part XIII, line 1			7	279,713

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	316,212
b	Program-related investments – total of lines 1 – 3 of Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc. purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	316,212
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 22 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	316,212

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

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

		(a) Corpus	(b) Years prior to 1997	(c) 1997	(d) 1998
1 Distributable amount for 1998 from Part XI, line 7					279,713
2 Undistributed income, if any, as of the end of 1997:					
a Enter amount for 1997 only				6,562	
b Total for prior years: 19 ,19 ,19			0		
3 Excess distributions carryover, if any, to 1998:					
a From 1993					
b From 1994					
c From 1995					
d From 1996					
e From 1997					
f **Total** of lines 3a through e		0			
4 Qualifying distributions for 1998 from Part XII, line 4: ▶ $ 316,212					
a Applied to 1997, but not more than line 2a				6,562	
b Applied to undistributed income of prior years (Election required – see page 23 of the instructions)			0		
c Treated as distributions out of corpus (Election required – see page 23 of the instructions)		0			
d Applied to 1998 distributable amount					279,713
e Remaining amount distributed out of corpus		29,937			
5 Excess distributions carryover applied to 1998. (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		29,937			
b Prior years' undistributed income. Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0		
d Subtract line 6c from line 6b. Taxable amount – see page 23 of the instructions			0		
e Undistributed income for 1997. Subtract line 4a from line 2a. Taxable amount – see pg. 23 of the instructions				0	
f Undistributed income for 1998. Subtract lines 4d and 5 from line 1. This amount must be distributed in 1999					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 23 of the instructions)		0			
8 Excess distributions carryover from 1993 not applied on line 5 or line 7 (see page 23 of the instructions)		0			
9 **Excess distributions carryover to 1999.** Subtract lines 7 and 8 from line 6a		29,937			
10 Analysis of line 9:					
a Excess from 1994					
b Excess from 1995					
c Excess from 1996					
d Excess from 1997					
e Excess from 1998	29,937				

Part XIV Private Operating Foundations (see page 23 of the instructions and Part VII-A, question 9) N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 1998, enter the date of the ruling . . . . ▶

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			
	(a) 1998	(b) 1997	(c) 1996	(d) 1995	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the min. investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – Enter 2/3 of min. 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 organization had $5,000 or more in assets at any time during the year – see page 24 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).) None

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

None

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

Check here ▶ ☐ if the 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 24 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:

See Statement 14

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

See Statement 15

c Any submission deadlines:

None

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

Generally restricted to Indiana and Florida

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 16				
Total ▶ **3a**				310,182
b Approved for future payment				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 24 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	305,128	
4 Dividends and interest from securities			14	31,163	
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/(loss) from sales of assets other than inventory			18	-27,983	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Misc. other incom		0		0	247
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				308,308	247

13 Total. Add line 12, columns (b), (d), and (e) ▶ 13 308,555

(See worksheet in line 13 instructions on page 25 to verify calculations.)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes). (See page 25 of the instructions.)
11	Provided funds for the organization to grant to organizations throughout the community that request support for specific needs and programs.

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 organization to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	a(2)		X
b Other Transactions:			
(1) Sales of assets to a noncharitable exempt organization	b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	b(2)		X
(3) Rental of facilities or equipment	b(3)		X
(4) Reimbursement arrangements	b(4)		X
(5) Loans or loan guarantees	b(5)		X
(6) Performance of services or membership or fundraising solicitations	b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		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.

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

2a Is the 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
N/A		

Part XVIII Public Inspection (see page 26 of the instructions and General Instruction Q)

1 Enter the date the notice of availability of the annual return appeared in a newspaper ▶ L— 4-21-99

2 Enter the name of the newspaper ▶ Tribune Star

3 Check here ▶ ☒ to indicate that you have attached a copy of the newspaper notice required by the instructions on page 26. (If the notice is not attached, the return will be considered incomplete.)

PLEASE SIGN HERE

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

▶ Signature of officer or trustee | Date | ▶ Title

PAID PREPARER'S USE ONLY

Preparer's signature ▶ Donald D. Rusk
Donald D. Rusk

Date 04-16-99

Check if self-employed ▶ ☐

Preparer's social security no. 313-38-3827

Firm's name (or yours if self-employed) and address ▶ Sackrider & Company, Inc.
P.O. Box 330
Terre Haute, IN

EIN ▶ 35-1327464

ZIP+4 ▶ 47808-0330

Statement 1
Form 990-PF, Part I, Line 1
Contributions, Gifts, and Grants

Direct Contributions:

Contributor's Name	Contributor's Address	Amount of Contr.
H.N. Oakley Testamentary Trust	18 South 16th Street Terre Haute, IN, 47807	$ 250,000
John G. Schmidt Estate	25 Bogart Terre Haute, IN 47803	39,469
Alice O. Schmidt	25 Bogart Terre Haute, IN 47803	262,948
H.N. Oakley Testamentary Trust Description : Stocks,bonds,t-notes Date Received: 10/08/98	18 South 16th Street Terre Haute, IN, 47807	3,510,082
Total Direct Contributions		$ 4,062,499
Total Contributions		$ 4,062,499

Statement 2
Form 990-PF, Part I, Line 6
Net Gain (Loss) from Noninventory Sales

Publicly Traded Securities:

Gross sales price:	1,513,692	
Cost or other basis:	1,541,675	
Gain (Loss)		-27,983
Total Gain (Loss)		$ -27,983

Statement 3
Form 990-PF, Part I, Line 11
Other Income

Misc. other income	$ 247
Total	$ 247

Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

Tax return preparation	$ 1,910
Total	$ 1,910

Statement 5
Form 990-PF, Part I, Line 16c
Other Professional Fees

A.G. Edwards Asset Management Fees	$ 5,275
Total	$ 5,275

Statement 6
Form 990-PF, Part I, Line 18
Taxes

Excise tax on investment income	$ 6,894
FICA Tax	930
Foreign Tax on Investments	18
Medicare Tax	218
Total	$ 8,060

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

Annual Report Notice	$ 22
Conferences	3,702
Janitorial Services	40
Meeting Expenses	605
Postage	20
Property Insurance	51
Repairs	859
State Filing Fee	10
Supplies	208
Utilities	5,891
Total	$ 11,408

Statement 8
Form 990-PF, Part II, Line 11
Investments-Land, Buildings, and Equipment

Asset	Basis	Accum. Deprec.	Book Value	Fair Mkt. Value
Buildings	$ 9,703	7,487	2,216	2,216
Improvements	1,600	1,600	0	0
Land	2,000		2,000	2,000
Total	$ 13,303	9,087	4,216	4,216

Statement 9
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Asset	Basis	Accum. Deprec.	Book Value	Fair Mkt. Value
Machinery and equipment	$ 36,661	6,780	29,881	29,881
Buildings	28,500	3,978	24,522	24,522
Improvements	133,235	555	132,680	132,680
Land	1,714		1,714	1,714
Total	$ 200,110	11,313	188,797	188,797

Statement 10
Form 990-PF, Part II, Line 22
Other Liabilities

Other Liabilities	Balance Due
Payroll Taxes	$ 582
Total	$ 582

Statement 11
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

1)
- (a) Description : Applied Materials
- (b) How acquired : Purchased
- (c) Date acquired: 9/20/97
- (d) Date Sold : 2/09/98

2)
- (a) Description : Banc One Corp
- (b) How acquired : Purchased
- (c) Date acquired: 2/26/98
- (d) Date Sold : 2/26/98

3)
- (a) Description : Compaq Computers Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 3/03/98

4)
- (a) Description : Colgate-Palmolive Co.
- (b) How acquired : Purchased
- (c) Date acquired: 1/15/98
- (d) Date Sold : 4/27/98

5)
- (a) Description : Phillips Petroleum
- (b) How acquired : Purchased
- (c) Date acquired: 3/04/98
- (d) Date Sold : 5/29/98

6)
- (a) Description : Texaco Incorporated
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 5/29/98

7)
- (a) Description : Belden Inc.
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 6/10/98

Statement 11 (Continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

8)
- (a) Description : W.R. Berkley Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 6/25/98

9)
- (a) Description : Coca Cola Company
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 7/09/98

10)
- (a) Description : Horace Mann Education Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 7/30/98

11)
- (a) Description : American International Group Inc
- (b) How acquired : Purchased
- (c) Date acquired: 8/04/98
- (d) Date Sold : 8/04/98

12)
- (a) Description : Cisco Systems, Inc.
- (b) How acquired : Purchased
- (c) Date acquired: 8/27/98
- (d) Date Sold : 8/27/98

13)
- (a) Description : Hartford Financial Svcs Group Inc.
- (b) How acquired : Purchased
- (c) Date acquired: 10/08/97
- (d) Date Sold : 12/02/98

14)
- (a) Description : May Department Stores Co.
- (b) How acquired : Purchased
- (c) Date acquired: 5/29/98
- (d) Date Sold : 12/02/98

15)
- (a) Description : Allstate Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 12/29/98

16)
- (a) Description : Bank One Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 12/29/98

Statement 11 (Continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

17)
- (a) Description : Bank America Corp
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 12/29/98

18)
- (a) Description : Hubbell Inc Class B
- (b) How acquired : Purchased
- (c) Date acquired: 9/29/97
- (d) Date Sold : 12/29/98

19)
- (a) Description : Canadian Pacific Ltd New
- (b) How acquired : Purchased
- (c) Date acquired: 2/25/98
- (d) Date Sold : 8/14/98

20)
- (a) Description : Mid Ocean Ltd (Exel)
- (b) How acquired : Purchased
- (c) Date acquired: 8/20/98
- (d) Date Sold : 8/20/98

21)
- (a) Description : Exel Ltd New
- (b) How acquired : Purchased
- (c) Date acquired: 2/26/98
- (d) Date Sold : 9/11/98

22)
- (a) Description : Readers Digest Assn Inc CL A
- (b) How acquired : Purchased
- (c) Date acquired: 5/04/98
- (d) Date Sold : 9/17/98

23)
- (a) Description : Deere & Company
- (b) How acquired : Purchased
- (c) Date acquired: 5/21/98
- (d) Date Sold : 12/04/98

24)
- (a) Description : Schumberger Ltd
- (b) How acquired : Purchased
- (c) Date acquired: 2/25/98
- (d) Date Sold : 12/04/98

25)
- (a) Description : Bankers Trust Co. 6.125%
- (b) How acquired : Purchased
- (c) Date acquired: 10/08/98
- (d) Date Sold : 11/27/98

Statement 11 (Continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

26)
(a) Description : FHLB 6.515%, due 12/02/02 (called)
(b) How acquired : Purchased
(c) Date acquired: 10/08/98
(d) Date Sold : 12/02/98

27)
(a) Description : U.S. Treasury Note 5.125%, due 12/31/98
(b) How acquired : Purchased
(c) Date acquired: Various
(d) Date Sold : 12/31/98

28)
(a) Description : U.S. Treasury Note 5.625%, due 01/31/98
(b) How acquired : Purchased
(c) Date acquired: Various
(d) Date Sold : 2/02/98

29)
(a) Description : A.G. Edwards
(b) How acquired : Purchased
(c) Date acquired: 1/15/98
(d) Date Sold : 1/15/98

	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost/ Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1)	14,525		19,959	-5,434				-5,434
2)	28			28				28
3)	14,476		19,009	-4,533				-4,533
4)	51,662		41,821	9,841				9,841
5)	19,789		20,184	-395				-395
6)	18,807		19,962	-1,155				-1,155
7)	17,046		19,940	-2,894				-2,894
8)	18,171		20,018	-1,847				-1,847
9)	27,098		19,989	7,109				7,109
10)	22,529		19,956	2,573				2,573
11)	50			50				50
12)	32			32				32
13)	23,727		19,710	4,017				4,017
14)	17,890		20,096	-2,206				-2,206
15)	19,386		20,053	-667				-667
16)	19,898		19,860	38				38
17)	18,569		19,788	-1,219				-1,219
18)	15,136		19,992	-4,856				-4,856
19)	15,947		19,894	-3,947				-3,947
20)	77			77				77
21)	20,636		19,865	771				771

Statement 11 (Continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost/ Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
22)	14,302		21,033	-6,731				-6,731
23)	12,831		21,029	-8,198				-8,198
24)	10,975		19,879	-8,904				-8,904
25)	95,000		94,525	475				475
26)	125,000		125,312	-312				-312
27)	400,000		397,378	2,622				2,622
28)	500,000		502,423	-2,423				-2,423
29)	105			105				105
							Total	$ -27,983

Statement 12
Form 990-PF, Part VII-A, Line 10
Substantial Contributors during the tax year

Hollie Oakley Testamentary Trust
18 South 16th Street
Terre Haute, Indiana 47807

Statement 13
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title & avg. Hrs/wk devoted	Comp.	Employee Ben. Pln Contrib.	Expense Account/ Other
Alice Oakley Schmidt 18 South 16th Street Terre Haute, IN 47807	President & Dir As needed	200	0	0
Doris Kiburis 18 South 16th Street Terre Haute, IN 47807	Assistant Sec. As needed	1,150	0	0
Alice Ann Perry 18 South 16th Street Terre Haute, IN 47807	Assistant Treas As needed	1,150	0	0

Statement 13 (Continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title & avg. Hrs/wk devoted	Comp.	Employee Ben. Pln Contrib.	Expense Account/ Other
Eston L. Perry 18 South 16th Street Terre Haute, IN 47807	V. President As needed	1,150	0	0
Julie Heck 18 South 16th Street Terre Haute, IN 47807	Secretary As needed	1,150	0	0
Jeffrey J. Perry 18 South 16th Street Terre Haute, IN 47807	Asst V-Presiden As needed	1,150	0	0
Steve Heck 18 South 16th Street Terre Haute, IN 47807	Director As needed	750	0	0
	Total	$ 6,700	0	0

Statement 14
Form 990-PF, Part XV, Line 2a
Name and Address of person to whom applicants should be addressed

Hollie and Anna Oakley Foundation, Inc. 18 South 16th Street, Terre Haute, IN 47807

Statement 15
Form 990-PF, Part XV, Line 2b
The form in which applications should be submitted

Letter requesting grant setting forth reasons for need & purpose for which it will be used.

Statement 16
Form 990-PF, Part XV, Line 3a
Recipient paid during the year

Name and Address	Donee/Recipient Relationship	Fndtn. Status	Purpose of Grant/Contrib.	Amount
Terre Haute Track Club Terre Haute, Indiana			Unrestricted Contribution	$ 500
United Cerebral Palsy Terre Haute, Indiana			Unrestricted Contribution	300
Leukemia Society Terre Haute, Indiana			Unrestricted Contribution	100
March of Dimes Terre Haute, Indiana			Unrestricted Contribution	100
Terre Haute Boys Club Terre Haute, Indiana			Unrestricted Contribution	12,500
Junior Achievement Terre Haute, Indiana			Unrestricted Contribution	900
TREES, Inc. Terre Haute, Indiana			Unrestricted Contribution	1,000
City of Terre Haute Terre Haute, Indiana			Child Safety Program	500
Streator Twnshp High Scho Streator, Illinois			Scholarship Grant - John G. Schmidt Scholarship	5,000
Saint Joseph University Paris, Illinois			Unrestricted Contribution	10,000
Indiana State University Terre Haute, Indiana			Unrestricted Contribution	500
Union Hospital Foundation Terre Haute, Indiana			Unrestricted Contribution	2,000
Indiana University Fndtn Bloomington, Indiana			Unrestricted Contribution	10,000
City of Terre Haute Terre Haute, Indiana			Unrestricted Contribution	35,282

Statement 16 (Continued)
Form 990-PF, Part XV, Line 3a
Recipient paid during the year

Name and Address	Donee/Recipient Relationship	Fndtn. Status	Purpose of Grant/Contrib.	Amount
Lambda Chi Alpha Indianapolis, Indiana			Unrestricted Contribution	500
Delta Gamma Foundation Columbus, Ohio			Unrestricted Contribution	300
Sisters of Providence SMW Saint Mary of the Woods,			Unrestricted Contribution	12,500
Terre Haute North HS Terre Haute, Indiana			Unrestricted Contribution	250
TREES, Inc. Terre Haute, Indiana			Unrestricted Contribution	500
Boy Scouts of America Terre Haute, Indiana			Unrestricted Contribution	100
Indiana State University Terre Haute, Indiana			Unrestricted Contribution	6,200
Chi Omega Foundation Memphis, Tennessee			Unrestricted Contribution	200
Indiana State University Terre Haute, Indiana			Unrestricted Contribution	8,000
Terre Haute Symphony Orch Terre Haute, Indiana			Unrestricted Contribution	10,000
City of West Terre Haute West Terre Haute, Indiana			Unrestricted Contribution	3,750
Indiana University Fdtn Bloomington, Indiana			Unrestricted Contribution	18,000
Goodwill Industries Terre Haute, Indiana			Unrestricted Contribution	100
Vigo County Educ Fdtn Terre Haute, Indiana			Unrestricted Contribution	5,000

Statement 16 (Continued)
Form 990-PF, Part XV, Line 3a
Recipient paid during the year

Name and Address	Donee/Recipient Relationship	Fndtn. Status	Purpose of Grant/Contrib.	Amount
Salk Institute San Diego, California			Unrestricted Contribution	10,000
Salvation Army Terre Haute, Indiana			Unrestricted Contribution	10,000
Indiana State University Terre Haute, Indiana			Unrestricted Contribution	100,000
Community Theatre of TH Terre Haute, Indiana			Unrestricted Contribution	20,000
American Cancer Society Terre Haute, Indiana			Unrestricted Contribution	100
Butler University Fdtn Indianapolis, Indiana			Unrestricted Contribution	500
Indiana Council of Econom Lafayette, Indiana			Unrestricted Contribution	600
IN Natural Resources Fdtn Indianapolis, Indiana			Unrestricted Contribution	1,000
Leadership of Terre Haute Terre Haute, Indiana			Unrestricted Contribution	500
Light House Missions Terre Haute, Indiana			Unrestricted Contributions	1,000
Rose Hulman Inst of Techn Terre Haute, Indiana			Scholarships	10,000
Univ of Central Florida Florida			Unrestricted Contribution	10,000
United Cerebral Palsy Terre Haute, Indiana			Unrestricted Contribution	300
Hyte Community Center Terre Haute, Indiana			Unrestricted Contribution	2,100
			Total	$ 310,182

PROOF OF PUBLICATION

PUBLISHERS AFFIDAVIT

THE TRIBUNE-STAR

STATE OF INDIANA }
County of Vigo } ss:

The annual report of the Rollie and Anna Oakley Foundation, Inc., has been prepared and is available at 16 S. 16th St., Terre Haute, Indiana, for inspection during regular business hours by any citizen who so requests it within 180 days after the date of this publication. Phone 812-232-4447.

Alice Oakley Schmidt
President and Director
33,867 T-S-April 9

Sandra S. Seeley being duly sworn,

says that she is clerk for the TRIBUNE-STAR PUBLISHING COMPANY, INC., and duly authorized to sign for said corporation, publishers of THE TERRE HAUTE TRIBUNE/STAR, a daily newspaper of general circulation, published in said county, and that the notice, of which the attached is a true copy, was duly published in said paper . . 1 . . . . times, the dates of publication being as follows.

April 9,1998

Publisher's Fee $ 21.60

Signed ____________________

Subscribed and sworn to before me, this 13th

day of April, 1998

Notary Public

My commission expires April 9, 19 99
Vigo County