

FEC FORM 3X

REPORT OF RECEIPTS AND DISBURSEMENTS For Other Than An Authorized Committee

Office Use Only

1. NAME OF COMMITTEE (in full) TYPE OR PRINT Example: If typing, type over the lines. 12FE4M5 Indiana Values SuperPAC Inc

ADDRESS (number and street) 1823 23rd Street NW Washington DC 20008-4030 Check if different than previously reported. (ACC)

2. FEC IDENTIFICATION NUMBER C00509083 3. IS THIS REPORT NEW (N) OR AMENDED (A) X

4. TYPE OF REPORT (Choose One) (a) Quarterly Reports: April 15 Quarterly Report (Q1) X (b) Monthly Report Due On: Feb 20 (M2) May 20 (M5) Aug 20 (M8) Nov 20 (M11) (c) 12-Day PRE-Election Report for the: Primary (12P) General (12G) Runoff (12R) (d) 30-Day POST-Election Report for the: General (30G) Runoff (30R) Special (30S)

5. Covering Period 01 / 01 / 2012 through 03 / 31 / 2012

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete. Type or Print Name of Treasurer Andrew Klingenstein

Signature of Treasurer Andrew Klingenstein [Electronically Filed] Date 04 / 20 / 2012

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. §437g.

**SUMMARY PAGE  
OF RECEIPTS AND DISBURSEMENTS**

FEC Form 3X (Rev. 02/2003)

Write or Type Committee Name

Indiana Values SuperPAC Inc

Report Covering the Period: From:  /  /  To:  /  /

	COLUMN A This Period	COLUMN B Calendar Year-to-Date
6. (a) Cash on Hand January 1, <input type="text" value="2012"/>	<input type="text" value="10000"/>	<input type="text" value="10000"/>
(b) Cash on Hand at Beginning of Reporting Period.....	<input type="text" value="10000"/>	
(c) Total Receipts (from Line 19) .....	<input type="text" value="154950"/>	<input type="text" value="154950"/>
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B).....	<input type="text" value="164950"/>	<input type="text" value="164950"/>
7. Total Disbursements (from Line 31).....	<input type="text" value="83547.12"/>	<input type="text" value="83547.12"/>
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d)).....	<input type="text" value="81402.88"/>	<input type="text" value="81402.88"/>
9. Debts and Obligations Owed <b>TO</b> the Committee (Itemize all on Schedule C and/or Schedule D) .....	<input type="text" value="0"/>	
10. Debts and Obligations Owed <b>BY</b> the Committee (Itemize all on Schedule C and/or Schedule D) .....	<input type="text" value="7829.03"/>	

This committee has qualified as a multicandidate committee. (see FEC FORM 1M)

**For further information contact:**

Federal Election Commission  
999 E Street, NW  
Washington, DC 20463

Toll Free 800-424-9530  
Local 202-694-1100

DETAILED SUMMARY PAGE  
of Receipts

Write or Type Committee Name

Indiana Values SuperPAC Inc

Report Covering the Period: From: 01 / 01 / 2012 To: 03 / 31 / 2012

I. Receipts

COLUMN A  
Total This Period

COLUMN B  
Calendar Year-to-Date

I. Receipts	COLUMN A Total This Period	COLUMN B Calendar Year-to-Date
11. Contributions (other than loans) From:		
(a) Individuals/Persons Other Than Political Committees		
(i) Itemized (use Schedule A).....	154850	154850
(ii) Unitemized .....	100	100
(iii) TOTAL (add Lines 11(a)(i) and (ii))..... ▶	154950	154950
(b) Political Party Committees .....	0	0
(c) Other Political Committees (such as PACs).....	0	0
(d) Total Contributions (add Lines 11(a)(iii), (b), and (c)) (Carry Totals to Line 33, page 5) .....	154950	154950
12. Transfers From Affiliated/Other Party Committees.....	0	0
13. All Loans Received .....	0	0
14. Loan Repayments Received.....	0	0
15. Offsets To Operating Expenditures (Refunds, Rebates, etc.) (Carry Totals to Line 37, page 5).....	0	0
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees.....	0	0
17. Other Federal Receipts (Dividends, Interest, etc.).....	0	0
18. Transfers from Non-Federal and Levin Funds		
(a) Non-Federal Account (from Schedule H3).....	0	0
(b) Levin Funds (from Schedule H5) .....	0	0
(c) Total Transfers (add 18(a) and 18(b))..	0	0
19. Total Receipts (add Lines 11(d), 12, 13, 14, 15, 16, 17, and 18(c))..... ▶	154950	154950
20. Total Federal Receipts (subtract Line 18(c) from Line 19)..... ▶	154950	154950

**DETAILED SUMMARY PAGE**  
of Disbursements

II. Disbursements	COLUMN A Total This Period	COLUMN B Calendar Year-to-Date
21. Operating Expenditures:		
(a) Allocated Federal/Non-Federal Activity (from Schedule H4)		
(i) Federal Share .....	0	0
(ii) Non-Federal Share.....	0	0
(b) Other Federal Operating Expenditures .....	28939.5	28939.5
(c) Total Operating Expenditures (add 21(a)(i), (a)(ii), and (b)) .....	28939.5	28939.5
22. Transfers to Affiliated/Other Party Committees.....	0	0
23. Contributions to Federal Candidates/Committees and Other Political Committees.....	0	0
24. Independent Expenditures (use Schedule E) .....	54607.62	54607.62
25. Coordinated Party Expenditures (2 U.S.C. §441a(d)) (use Schedule F).....	0	0
26. Loan Repayments Made.....	0	0
27. Loans Made.....	0	0
28. Refunds of Contributions To:		
(a) Individuals/Persons Other Than Political Committees .....	0	0
(b) Political Party Committees .....	0	0
(c) Other Political Committees (such as PACs).....	0	0
(d) Total Contribution Refunds (add Lines 28(a), (b), and (c)).....	0	0
29. Other Disbursements .....	0	0
30. Federal Election Activity (2 U.S.C. §431(20))		
(a) Allocated Federal Election Activity (from Schedule H6)		
(i) Federal Share .....	0	0
(ii) "Levin" Share.....	0	0
(b) Federal Election Activity Paid Entirely With Federal Funds .....	0	0
(c) Total Federal Election Activity (add .. Lines 30(a)(i), 30(a)(ii) and 30(b))....	0	0
31. Total Disbursements (add Lines 21(c), 22, 23, 24, 25, 26, 27, 28(d), 29 and 30(c)) ..	83547.12	83547.12
32. Total Federal Disbursements (subtract Line 21(a)(ii) and Line 30(a)(ii) from Line 31).....	83547.12	83547.12

**DETAILED SUMMARY PAGE**  
of Disbursements

FEC Form 3X (Rev. 02/2003)

Page 5

III. Net Contributions/Operating Expenditures	COLUMN A Total This Period	COLUMN B Calendar Year-to-Date
33. Total Contributions (other than loans) (from Line 11(d), page 3) .....	154950	154950
34. Total Contribution Refunds (from Line 28(d)) .....	0	0
35. Net Contributions (other than loans) (subtract Line 34 from Line 33) .....	154950	154950
36. Total Federal Operating Expenditures (add Line 21(a)(i) and Line 21(b)) ..... ▶	28939.5	28939.5
37. Offsets to Operating Expenditures (from Line 15, page 3).....	0	0
38. Net Operating Expenditures (subtract Line 37 from Line 36) .....▶	28939.5	28939.5

: 97 `A-G79 @C B9CI G`H9LH`F9 @ H98 `HC`5 `F9DCFH`G7 <98I @ `CF`+H9A-N5HCB

Form/Schedule: F3XA  
Transaction ID :

Amended to add memo entry to schedule A to show USC 431(8)(B)(viii) exempt pro-bono legal services of \$2,950 provided by S. Thomas and J. Carrier on various dates.

Form/Schedule:  
Transaction ID:

**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page	FOR LINE NUMBER: (check only one)	PAGE 7 OF 20
	<input checked="" type="checkbox"/> 11a <input type="checkbox"/> 11b <input type="checkbox"/> 11c <input type="checkbox"/> 12 <input type="checkbox"/> 13 <input type="checkbox"/> 14 <input type="checkbox"/> 15 <input type="checkbox"/> 16 <input type="checkbox"/> 17	

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

**A. Albert Mitchler**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address 619 Constitution Avenue NE  
 City Washington State DC Zip Code 20002-6035  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer None Occupation Retired  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼ 5000

Date of Receipt  
 01 / 15 / 2012  
**Transaction ID : SA11AI-11-12-c**  
 Amount of Each Receipt this Period 2500  
 Political Contribution

**B. Albert Mitchler**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address 619 Constitution Avenue NE  
 City Washington State DC Zip Code 20002-6035  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer None Occupation Retired  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼ 5000

Date of Receipt  
 02 / 22 / 2012  
**Transaction ID : SA11AI-11-17-c**  
 Amount of Each Receipt this Period 2500  
 Political Contribution

**C. John Whitehead**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address 666 5th Avenue Floor 37  
 City New York State NY Zip Code 10103-0001  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer AEA Investments Occupation Investor  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼ 25000

Date of Receipt  
 02 / 03 / 2012  
**Transaction ID : SA11AI-12-13-c**  
 Amount of Each Receipt this Period 25000  
 Political Contribution

<b>SUBTOTAL</b> of Receipts This Page (optional).....▶	30000.00
<b>TOTAL</b> This Period (last page this line number only).....▶	

**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page		FOR LINE NUMBER: (check only one)	PAGE 8 OF 20
<input checked="" type="checkbox"/> 11a	<input type="checkbox"/> 11b	<input type="checkbox"/> 11c	<input type="checkbox"/> 12
<input type="checkbox"/> 13	<input type="checkbox"/> 14	<input type="checkbox"/> 15	<input type="checkbox"/> 16 <input type="checkbox"/> 17

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

**A. Smithville Communications**  
Full Name (Last, First, Middle Initial)  
Mailing Address 1600 W Temperance Street  
City Ellettsville State IN Zip Code 47429-1028  
FEC ID number of contributing federal political committee. **C**  
Name of Employer Occupation  
Receipt For:  Primary  General  Other (specify) ▼  
Aggregate Year-to-Date ▼ 1000

Date of Receipt 02 / 06 / 2012  
**Transaction ID : SA11AI-13-14-c**  
Amount of Each Receipt this Period 1000  
Political Contribution

**B. Thomas Klingenstein**  
Full Name (Last, First, Middle Initial)  
Mailing Address 580 W End Avenue Apt. 3A  
City New York State NY Zip Code 10024-1723  
FEC ID number of contributing federal political committee. **C**  
Name of Employer Occupation Cohen, Klingenstein, LLC Money Manager  
Receipt For:  Primary  General  Other (specify) ▼  
Aggregate Year-to-Date ▼ 10000

Date of Receipt 02 / 06 / 2012  
**Transaction ID : SA11AI-14-15-c**  
Amount of Each Receipt this Period 10000  
Political Contribution

**C. John Klingenstein**  
Full Name (Last, First, Middle Initial)  
Mailing Address 8 Fox Run Lane  
City Greenwich State CT Zip Code 06831-3736  
FEC ID number of contributing federal political committee. **C**  
Name of Employer Occupation EA&J Klingenstein Found. Philanthropist  
Receipt For:  Primary  General  Other (specify) ▼  
Aggregate Year-to-Date ▼ 25000

Date of Receipt 02 / 09 / 2012  
**Transaction ID : SA11AI-15-16-c**  
Amount of Each Receipt this Period 25000  
Political Contribution

**SUBTOTAL** of Receipts This Page (optional).....▶ 36000.00  
**TOTAL** This Period (last page this line number only).....▶



**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page		FOR LINE NUMBER: (check only one)	PAGE 9 OF 20
<input checked="" type="checkbox"/> 11a	<input type="checkbox"/> 11b	<input type="checkbox"/> 11c	<input type="checkbox"/> 12
<input type="checkbox"/> 13	<input type="checkbox"/> 14	<input type="checkbox"/> 15	<input type="checkbox"/> 16 <input type="checkbox"/> 17

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)  
**A. Mark Dalton**

Mailing Address 1275 King Street

City State Zip Code  
Greenwich CT 06831-2936

FEC ID number of contributing federal political committee. **C**

Name of Employer Occupation  
Tudor Investment Corp. Investor

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼  
50000

Date of Receipt  
MM / DD / YYYY  
02 / 23 / 2012

**Transaction ID : SA11AI-16-18-c**

Amount of Each Receipt this Period  
50000

Political Contribution

Full Name (Last, First, Middle Initial)  
**B. Carla & Roderick Hills**

Mailing Address 2326 California Street NW

City State Zip Code  
Washington DC 20008-1637

FEC ID number of contributing federal political committee. **C**

Name of Employer Occupation  
Self Lawyer & Consultant

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼  
5000

Date of Receipt  
MM / DD / YYYY  
03 / 06 / 2012

**Transaction ID : SA11AI-17-20-c**

Amount of Each Receipt this Period  
5000

Political Contribution

Full Name (Last, First, Middle Initial)  
**C. David Gogol**

Mailing Address 3714 Veazey Street NW

City State Zip Code  
Washington DC 20016-2229

FEC ID number of contributing federal political committee. **C**

Name of Employer Occupation  
Faegre Baker Daniels Government Affairs

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼  
500

Date of Receipt  
MM / DD / YYYY  
03 / 10 / 2012

**Transaction ID : SA11AI-18-21-c**

Amount of Each Receipt this Period  
500

Political contribution

<b>SUBTOTAL</b> of Receipts This Page (optional).....	55500.00
<b>TOTAL</b> This Period (last page this line number only).....	

**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page	FOR LINE NUMBER: (check only one)	PAGE 10 OF 20
	<input checked="" type="checkbox"/> 11a	<input type="checkbox"/> 11b
	<input type="checkbox"/> 13	<input type="checkbox"/> 14
	<input type="checkbox"/> 11c	<input type="checkbox"/> 12
	<input type="checkbox"/> 15	<input type="checkbox"/> 16
	<input type="checkbox"/> 17	

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

**A. Charles Grizzle**  
Full Name (Last, First, Middle Initial)

Mailing Address 2326 California Street NW

City	State	Zip Code
Washington	DC	20008-1637

FEC ID number of contributing federal political committee. **C**

Name of Employer	Occupation
The Grizzle Company	Government Affairs

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼ **1000**

Date of Receipt  

M M	/	D D	/	Y Y Y Y
02	/	15	/	2012

**Transaction ID : SA11AI-19-22-c**

Amount of Each Receipt this Period  

1000
------

**Political Contribution**

**B. Andrew Klingenstein**  
Full Name (Last, First, Middle Initial)

Mailing Address 1823 23rd Street NW

City	State	Zip Code
Washington	DC	20008-4030

FEC ID number of contributing federal political committee. **C**

Name of Employer	Occupation
Self	Private Investor & Philanthropist

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼ **25350**

Date of Receipt  

M M	/	D D	/	Y Y Y Y
01	/	03	/	2012

**Transaction ID : SA11AI-2-10-c**

Amount of Each Receipt this Period  

10000
-------

**Political Contribution**

**C. Andrew Klingenstein**  
Full Name (Last, First, Middle Initial)

Mailing Address 1823 23rd Street NW

City	State	Zip Code
Washington	DC	20008-4030

FEC ID number of contributing federal political committee. **C**

Name of Employer	Occupation
Self	Private Investor & Philanthropist

Receipt For:  
 Primary  General  
 Other (specify) ▼

Aggregate Year-to-Date ▼ **25350**

Date of Receipt  

M M	/	D D	/	Y Y Y Y
02	/	24	/	2012

**Transaction ID : SA11AI-2-19-c**

Amount of Each Receipt this Period  

15000
-------

**Political Contribution**

<b>SUBTOTAL</b> of Receipts This Page (optional).....▶	<b>26000.00</b>
<b>TOTAL</b> This Period (last page this line number only).....▶	

**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page		FOR LINE NUMBER: (check only one)	PAGE 11 OF 20
<input checked="" type="checkbox"/> 11a	<input type="checkbox"/> 11b	<input type="checkbox"/> 11c	<input type="checkbox"/> 12
<input type="checkbox"/> 13	<input type="checkbox"/> 14	<input type="checkbox"/> 15	<input type="checkbox"/> 16 <input type="checkbox"/> 17

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)  
**A. Andrew Klingenstein**

Mailing Address 1823 23rd Street NW

City Washington State DC Zip Code 20008-4030

FEC ID number of contributing federal political committee. **C**

Name of Employer Self Occupation Private Investor & Philanthropist

Receipt For:  Primary  General  Other (specify) ▼

Aggregate Year-to-Date ▼ **25350**

Date of Receipt **01 / 01 / 2012**

**Transaction ID : SA11AI-2-45-i**

Amount of Each Receipt this Period **350**

In-Kind: Office Deposit

Full Name (Last, First, Middle Initial)  
**B. Katherine Brittain Bradley**

Mailing Address 2211 30th Street NW

City Washington State DC Zip Code 20008-2703

FEC ID number of contributing federal political committee. **C**

Name of Employer City Bridge Foundaiton Occupation Philanthropist

Receipt For:  Primary  General  Other (specify) ▼

Aggregate Year-to-Date ▼ **1000**

Date of Receipt **03 / 15 / 2012**

**Transaction ID : SA11AI-20-23-c**

Amount of Each Receipt this Period **1000**

Political Contribution

Full Name (Last, First, Middle Initial)  
**c. Robert Shapiro**

Mailing Address 787 7th Avenue Floor 6

City New York State NY Zip Code 10019-6018

FEC ID number of contributing federal political committee. **C**

Name of Employer Klingenstein Fields Occupation Money Manager

Receipt For:  Primary  General  Other (specify) ▼

Aggregate Year-to-Date ▼ **1000**

Date of Receipt **03 / 26 / 2012**

**Transaction ID : SA11AI-23-24-c**

Amount of Each Receipt this Period **1000**

Political Contribution

<b>SUBTOTAL</b> of Receipts This Page (optional).....▶	<b>2350.00</b>
<b>TOTAL</b> This Period (last page this line number only).....▶	

**SCHEDULE A (FEC Form 3X)  
ITEMIZED RECEIPTS**

Use separate schedule(s) for each category of the Detailed Summary Page	FOR LINE NUMBER: (check only one)	PAGE 12 OF 20
	<input checked="" type="checkbox"/> 11a <input type="checkbox"/> 11b <input type="checkbox"/> 11c <input type="checkbox"/> 12 <input type="checkbox"/> 13 <input type="checkbox"/> 14 <input type="checkbox"/> 15 <input type="checkbox"/> 16 <input type="checkbox"/> 17	

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

**A. John O'Neill**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address PO Box 397  
 City Newark State OH Zip Code 43058-0397  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer Southgate Corp Occupation Business Executive  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼ 5000

Date of Receipt 03 / 23 / 2012  
**Transaction ID : SA11AI-33-37-c**  
 Amount of Each Receipt this Period 5000  
 Political Contribution

**B. Dickstein Shapiro**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address 1825 I Street NW  
 City Washington State DC Zip Code 20006-5403  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer Occupation  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼ 2950

Date of Receipt 03 / 31 / 2012  
**Transaction ID : SA11AI-42-17-m**  
 Amount of Each Receipt this Period 2950  
 431(B)(B)(viii) exempt legal services  
**[MEMO ITEM]**

**C.**  
 Full Name (Last, First, Middle Initial)  
 Mailing Address  
 City State Zip Code  
 FEC ID number of contributing federal political committee. **C**  
 Name of Employer Occupation  
 Receipt For:  Primary  General  Other (specify) ▼  
 Aggregate Year-to-Date ▼

Date of Receipt  
 Amount of Each Receipt this Period

<b>SUBTOTAL</b> of Receipts This Page (optional).....▶	5000.00
<b>TOTAL</b> This Period (last page this line number only).....▶	154850.00

**SCHEDULE B (FEC Form 3X)  
ITEMIZED DISBURSEMENTS**

Use separate schedule(s)  
for each category of the  
Detailed Summary Page

FOR LINE NUMBER:  
(check only one)

<input checked="" type="checkbox"/> 21b	<input type="checkbox"/> 22	<input type="checkbox"/> 23	<input type="checkbox"/> 24	<input type="checkbox"/> 25	<input type="checkbox"/> 26
<input type="checkbox"/> 27	<input type="checkbox"/> 28a	<input type="checkbox"/> 28b	<input type="checkbox"/> 28c	<input type="checkbox"/> 29	<input type="checkbox"/> 30b

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)

**A. Andrew Klingenstein**

Mailing Address 1823 23rd Street NW

City Washington State DC Zip Code 20008-4030

Purpose of Disbursement  
Inkind: Office Deposit

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Category/  
Type

Date of Disbursement

MM / DD / YYYY  
01 / 01 / 2012

**Transaction ID : SB21B-2-45-i**

Amount of Each Disbursement this Period

350

Full Name (Last, First, Middle Initial)

**B. Dickstein Shapiro**

Mailing Address 1825 I Street NW

City Washington State DC Zip Code 20006-5403

Purpose of Disbursement  
Legal Services

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Category/  
Type

Date of Disbursement

MM / DD / YYYY  
01 / 31 / 2012

**Transaction ID : SB21B-24-25-e**

Amount of Each Disbursement this Period

1000

Full Name (Last, First, Middle Initial)

**C. Public Opinion Strategies**

Mailing Address 214 N Fayette Street

City Alexandria State VA Zip Code 22314-2433

Purpose of Disbursement  
Polling: Polling Services

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Category/  
Type

Date of Disbursement

MM / DD / YYYY  
01 / 31 / 2012

**Transaction ID : SB21B-10-9-e**

Amount of Each Disbursement this Period

12750

**SUBTOTAL** of Disbursements This Page (optional)..... ▶

**TOTAL** This Period (last page this line number only)..... ▶

14100.00

**SCHEDULE B (FEC Form 3X)  
ITEMIZED DISBURSEMENTS**

Use separate schedule(s)  
for each category of the  
Detailed Summary Page

FOR LINE NUMBER:  
(check only one)

<input checked="" type="checkbox"/> 21b	<input type="checkbox"/> 22	<input type="checkbox"/> 23	<input type="checkbox"/> 24	<input type="checkbox"/> 25	<input type="checkbox"/> 26
<input type="checkbox"/> 27	<input type="checkbox"/> 28a	<input type="checkbox"/> 28b	<input type="checkbox"/> 28c	<input type="checkbox"/> 29	<input type="checkbox"/> 30b

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)

**A. Duggan O'Rourke**

Mailing Address 8470 Allison Pointe Boulevard  
Suite 100

City Indianapolis State IN Zip Code 46250-4368

Purpose of Disbursement  
Administrative/Salary/Overhead: Rent

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

001  
Category/  
Type

Date of Disbursement

MM / DD / YYYY  
02 / 10 / 2012

**Transaction ID : SB21B-36-42-e**

Amount of Each Disbursement this Period

125

Full Name (Last, First, Middle Initial)

**B. Policy Impact Strategic Communications, Inc.**

Mailing Address 1401 K Street NW  
Suite 60

City Washington State DC Zip Code 20005-3418

Purpose of Disbursement  
Incorporation Services

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

001  
Category/  
Type

Date of Disbursement

MM / DD / YYYY  
02 / 23 / 2012

**Transaction ID : SB21B-25-28-e**

Amount of Each Disbursement this Period

2000

Full Name (Last, First, Middle Initial)

**C. Majority Strategies**

Mailing Address 135 Professional Drive  
Suite 104

City Ponte Vedra Beach State FL Zip Code 32082-6277

Purpose of Disbursement  
Administrative/Salary/Overhead: Printing

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

001  
Category/  
Type

Date of Disbursement

MM / DD / YYYY  
02 / 24 / 2012

**Transaction ID : SB21B-26-29-e**

Amount of Each Disbursement this Period

3225

**SUBTOTAL** of Disbursements This Page (optional)..... ▶

5350.00

**TOTAL** This Period (last page this line number only)..... ▶

**SCHEDULE B (FEC Form 3X)  
ITEMIZED DISBURSEMENTS**

Use separate schedule(s)  
for each category of the  
Detailed Summary Page

FOR LINE NUMBER:  
(check only one)

<input checked="" type="checkbox"/> 21b	<input type="checkbox"/> 22	<input type="checkbox"/> 23	<input type="checkbox"/> 24	<input type="checkbox"/> 25	<input type="checkbox"/> 26
<input type="checkbox"/> 27	<input type="checkbox"/> 28a	<input type="checkbox"/> 28b	<input type="checkbox"/> 28c	<input type="checkbox"/> 29	<input type="checkbox"/> 30b

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)

**A. Duggan O'Rourke**

Mailing Address 8470 Allison Pointe Boulevard  
Suite 100

City Indianapolis State IN Zip Code 46250-4368

Purpose of Disbursement  
Administrative/Salary/Overhead: Rent

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

**001**  
Category/  
Type

Date of Disbursement

/  /

**Transaction ID : SB21B-36-43-e**

Amount of Each Disbursement this Period

Full Name (Last, First, Middle Initial)

**B. Raffa PC**

Mailing Address 1899 L Street NW  
Suite 900

City Washington State DC Zip Code 20036-3849

Purpose of Disbursement  
Accounting

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

**001**  
Category/  
Type

Date of Disbursement

/  /

**Transaction ID : SB21B-28-31-e**

Amount of Each Disbursement this Period

Full Name (Last, First, Middle Initial)

**C. Reverse Spin**

Mailing Address 213 W Wesley Street  
Suite 205

City Wheaton State IL Zip Code 60187-5102

Purpose of Disbursement  
Consulting Expense

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

**001**  
Category/  
Type

Date of Disbursement

/  /

**Transaction ID : SB21B-30-33-e**

Amount of Each Disbursement this Period

**SUBTOTAL** of Disbursements This Page (optional)..... ▶

**TOTAL** This Period (last page this line number only)..... ▶

**SCHEDULE B (FEC Form 3X)  
ITEMIZED DISBURSEMENTS**

Use separate schedule(s)  
for each category of the  
Detailed Summary Page

FOR LINE NUMBER:  
(check only one)

<input checked="" type="checkbox"/> 21b	<input type="checkbox"/> 22	<input type="checkbox"/> 23	<input type="checkbox"/> 24	<input type="checkbox"/> 25	<input type="checkbox"/> 26
<input type="checkbox"/> 27	<input type="checkbox"/> 28a	<input type="checkbox"/> 28b	<input type="checkbox"/> 28c	<input type="checkbox"/> 29	<input type="checkbox"/> 30b

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NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

Full Name (Last, First, Middle Initial)

**A. Knoxly, LLC**

Mailing Address 4322 Harding Pike  
Suite 417

City Nashville State TN Zip Code 37205-2664

Purpose of Disbursement  
Website Expense

Category/  
Type

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Date of Disbursement

/  /

**Transaction ID : SB21B-31-35-e**

Amount of Each Disbursement this Period

Full Name (Last, First, Middle Initial)

**B.**

Mailing Address

City State Zip Code

Purpose of Disbursement

Category/  
Type

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Date of Disbursement

/  /

Amount of Each Disbursement this Period

Full Name (Last, First, Middle Initial)

**C.**

Mailing Address

City State Zip Code

Purpose of Disbursement

Category/  
Type

Candidate Name

Office Sought:  House  
 Senate  
 President  
State: District:

Disbursement For:  
 Primary  General  
 Other (specify) ▼

Date of Disbursement

/  /

Amount of Each Disbursement this Period

**SUBTOTAL** of Disbursements This Page (optional)..... ▶

**TOTAL** This Period (last page this line number only)..... ▶



**SCHEDULE D (FEC Form 3X)**

**DEBTS AND OBLIGATIONS**

**Excluding Loans**

(Use separate schedule(s) for each numbered line)	PAGE 17 OF 20
	FOR LINE NUMBER: (check only one) <input type="checkbox"/> 9 <input checked="" type="checkbox"/> 10

NAME OF COMMITTEE (In Full)  
**Indiana Values SuperPAC Inc**

A. Full Name (Last, First, Middle Initial) of Debtor or Creditor <b>Dickstein Shapiro</b>	Nature of Debt (Purpose): Administrative/Salary/Overhead: Legal fees
Mailing Address 1825 I Street NW	
City State Zip Code Washington DC 20006-5403	

Outstanding Balance Beginning This Period <input type="text" value="0"/>	<b>Transaction ID : SD10-DEBT46</b>	
Amount Incurred This Period <input type="text" value="7829.03"/>	Payment This Period <input type="text" value="0"/>	Outstanding Balance at Close of This Period <input type="text" value="7829.03"/>

B. Full Name (Last, First, Middle Initial) of Debtor or Creditor <b>Public Opinion Strategies</b>	Nature of Debt (Purpose): Independent Expenditure: Polling Services
Mailing Address 214 N Fayette Street	
City State Zip Code Alexandria VA 22314-2433	

Outstanding Balance Beginning This Period <input type="text" value="4250"/>	<b>Transaction ID : SD10-DEBT4</b>	
Amount Incurred This Period <input type="text" value="0"/>	Payment This Period <input type="text" value="4250"/>	Outstanding Balance at Close of This Period <input type="text" value="0"/>

C. Full Name (Last, First, Middle Initial) of Debtor or Creditor	Nature of Debt (Purpose):
Mailing Address	
City State Zip Code	

Outstanding Balance Beginning This Period <input type="text"/>		
Amount Incurred This Period <input type="text"/>	Payment This Period <input type="text"/>	Outstanding Balance at Close of This Period <input type="text"/>

1) <b>SUBTOTALS</b> This Period This Page (optional)..... ▶	<input type="text" value="7829.03"/>
2) <b>TOTALS</b> This Period (last page this line number only)..... ▶	<input type="text" value="7829.03"/>
3) <b>TOTAL OUTSTANDING LOANS</b> from Schedule C (last page only) ..... ▶	<input type="text" value="0.00"/>
4) <b>ADD 2) and 3)</b> and carry forward to appropriate line of Summary Page (last page only) ▶	<input type="text" value="7829.03"/>

**SCHEDULE E (FEC Form 3X)**  
**ITEMIZED INDEPENDENT EXPENDITURES**

NAME OF COMMITTEE (In Full) <b>Indiana Values SuperPAC Inc</b>	<b>FEC IDENTIFICATION NUMBER</b> ▼ <b>C</b> C00509083
Check if <input type="checkbox"/> 24-hour report <input type="checkbox"/> 48-hour report <input type="checkbox"/> New report <input type="checkbox"/> Amends report filed on	

Full Name (Last, First, Middle Initial) of Payee <b>Rick Reed Media</b>		Date MM / DD / YYYY <b>03 / 23 / 2012</b>
Mailing Address <b>2601A Wilson Boulevard</b>		Amount <b>31238.12</b>
City <b>Arlington</b>	State <b>VA</b>	
Zip Code <b>22201-3817</b>	<b>Transaction ID : 1</b>	
Purpose of Expenditure <b>Cable TV Media Buy</b>	Category/Type	Office Sought: <input type="checkbox"/> House    State: <b>IN</b> <input checked="" type="checkbox"/> Senate    District: <b>00</b> <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure: <b>Richard E Mourdock</b>		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <b>139607.62</b>		Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify) ▶

Full Name (Last, First, Middle Initial) of Payee <b>Rick Reed Media</b>		Date MM / DD / YYYY <b>03 / 27 / 2012</b>
Mailing Address <b>2601A Wilson Boulevard</b>		Amount <b>4205.88</b>
City <b>Arlington</b>	State <b>VA</b>	
Zip Code <b>22201-3817</b>	<b>Transaction ID : 2</b>	
Purpose of Expenditure <b>Cable TV Media Buy</b>	Category/Type	Office Sought: <input type="checkbox"/> House    State: <b>IN</b> <input checked="" type="checkbox"/> Senate    District: <b>00</b> <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure: <b>Richard E Mourdock</b>		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <b>139607.62</b>		Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify) ▶

<b>(a) SUBTOTAL</b> of Itemized Independent Expenditures..... ▶	<b>35444.00</b>
<b>(b) SUBTOTAL</b> of Unitemized Independent Expenditures..... ▶	
<b>(c) TOTAL</b> Independent Expenditures..... ▶	

Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or (if the reporting entity is not a political party committee) any political party committee or its agent.

*Andrew Klingenstein*

Signature \_\_\_\_\_ [Electronically Filed] Date MM / DD / YYYY **04 / 20 / 2012**

**SCHEDULE E (FEC Form 3X)**  
**ITEMIZED INDEPENDENT EXPENDITURES**

NAME OF COMMITTEE (In Full) <b>Indiana Values SuperPAC Inc</b>	<b>FEC IDENTIFICATION NUMBER</b> ▼ <b>C</b> C00509083
Check if <input type="checkbox"/> 24-hour report <input type="checkbox"/> 48-hour report <input type="checkbox"/> New report <input type="checkbox"/> Amends report filed on	

Full Name (Last, First, Middle Initial) of Payee <b>Rick Reed Media</b>		Date MM / DD / YYYY <b>03 / 27 / 2012</b>
Mailing Address <b>2601A Wilson Boulevard</b>		Amount <b>12000</b>
City <b>Arlington</b>	State <b>VA</b>	
Zip Code <b>22201-3817</b>	<b>Transaction ID : 3</b>	
Purpose of Expenditure <b>Production Costs -TV</b>	Category/ Type	Office Sought: <input type="checkbox"/> House    State: <b>IN</b> <input checked="" type="checkbox"/> Senate    District: <b>00</b> <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure: <b>Richard E Mourdock</b>		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <b>139607.62</b>		Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)

Full Name (Last, First, Middle Initial) of Payee <b>Public Opinion Strategies</b>		Date MM / DD / YYYY <b>01 / 31 / 2012</b>
Mailing Address <b>214 N Fayette Street</b>		Amount <b>4250</b>
City <b>Alexandria</b>	State <b>VA</b>	
Zip Code <b>22314-2433</b>	<b>Transaction ID : 4</b>	
Purpose of Expenditure <b>Polling Services</b>	Category/ Type	Office Sought: <input type="checkbox"/> House    State: <b>IN</b> <input checked="" type="checkbox"/> Senate    District: <b>00</b> <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure: <b>Richard E Mourdock</b>		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <b>139607.62</b>		Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)

(a) <b>SUBTOTAL</b> of Itemized Independent Expenditures.....▶	<b>16250.00</b>
(b) <b>SUBTOTAL</b> of Unitemized Independent Expenditures.....▶	
(c) <b>TOTAL</b> Independent Expenditures.....▶	

Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or (if the reporting entity is not a political party committee) any political party committee or its agent.

*Andrew Klingenstein*

Signature \_\_\_\_\_ [Electronically Filed] Date MM / DD / YYYY **04 / 20 / 2012**

**SCHEDULE E (FEC Form 3X)**  
**ITEMIZED INDEPENDENT EXPENDITURES**

NAME OF COMMITTEE (In Full) <b>Indiana Values SuperPAC Inc</b>	<b>FEC IDENTIFICATION NUMBER ▼</b> <div style="border: 1px solid black; padding: 2px; display: inline-block;"> <span style="font-size: 1.2em; font-weight: bold; border: 1px solid black;">C</span> C00509083       </div>
Check if <input type="checkbox"/> 24-hour report <input type="checkbox"/> 48-hour report <input type="checkbox"/> New report <input type="checkbox"/> Amends report filed on	

Full Name (Last, First, Middle Initial) of Payee <b>Rick Reed Media</b>		Date MM / DD / YYYY 03 / 27 / 2012
Mailing Address 2601A Wilson Boulevard		Amount <div style="border: 1px solid black; padding: 2px; display: inline-block;">2913.62</div>
City Arlington	State VA	
Zip Code 22201-3817	<b>Transaction ID : 39</b>	
Purpose of Expenditure TVMedia-Addt. to \$12K Est. filed3-23-12	Category/ Type	Office Sought: <input type="checkbox"/> House    State: IN <input checked="" type="checkbox"/> Senate    District: 00 <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure: Richard E Mourdock		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <div style="border: 1px solid black; padding: 2px; display: inline-block;">139607.62</div>		Disbursement For: <input checked="" type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify) ▶

Full Name (Last, First, Middle Initial) of Payee		Date MM / DD / YYYY
Mailing Address		Amount <div style="border: 1px solid black; padding: 2px; display: inline-block;"></div>
City	State	
Zip Code	<b>Transaction ID :</b>	
Purpose of Expenditure	Category/ Type	Office Sought: <input type="checkbox"/> House    State: <input type="checkbox"/> Senate    District: <input type="checkbox"/> President
Name of Federal Candidate Supported or Opposed by Expenditure:		Check One: <input type="checkbox"/> Support <input type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought <div style="border: 1px solid black; padding: 2px; display: inline-block;"></div>		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify) ▶

(a) <b>SUBTOTAL</b> of Itemized Independent Expenditures.....▶	<div style="border: 1px solid black; padding: 2px; display: inline-block;">2913.62</div>
(b) <b>SUBTOTAL</b> of Unitemized Independent Expenditures.....▶	<div style="border: 1px solid black; padding: 2px; display: inline-block;"></div>
(c) <b>TOTAL</b> Independent Expenditures.....▶	<div style="border: 1px solid black; padding: 2px; display: inline-block;">54607.62</div>

Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or (if the reporting entity is not a political party committee) any political party committee or its agent.

*Andrew Klingenstein*

Signature \_\_\_\_\_ [Electronically Filed] Date MM / DD / YYYY  
04 / 20 / 2012