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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

G

Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation SEAWORLD & BUSCH GARDENS CONSERVATION		A Employer identification number 11-3692807	
	Number and street (or P O box number if mail is not delivered to street address) P O BOX 387 SL-MO-T16T		Room/suite	B Telephone number (see page 10 of the instructions)
	City or town, state, and ZIP code Saint Louis, MO 63166			
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 579,346		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)		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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	779,701			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	2,671	2,671		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	782,372	2,671		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	1,560	1,404		156
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	201	201		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,681	1,681		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	3,442	3,286		156
	25 Contributions, gifts, grants paid	815,401			815,401
	26 Total expenses and disbursements. Add lines 24 and 25	818,843	3,286		815,557
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-36,471			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)			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			
	2	Savings and temporary cash investments			
	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 15 of the 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)	768,405	605,761	579,346
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 100,854 Less accumulated depreciation (attach schedule) ▶ 1,681		99,173	
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	768,405	704,934	579,346	
Liabilities	17	Accounts payable and accrued expenses	3,000	1,000	
	18	Grants payable	25,000		
	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)	28,000	1,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	740,405	703,934	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	740,405	703,934	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	768,405	704,934		

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)	1 740,405
2	Enter amount from Part I, line 27a	2 -36,471
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 703,934
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	6 703,934

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					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) 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
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8				3

Part V

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2008	1,675,507			
2007	1,436,650			
2006	923,771			
2005	654,045			
2004	511,394			
2 Total of line 1, column (d).			2	0 0
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 0
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.			4	530,861
5 Multiply line 4 by line 3.			5	0
6 Enter 1% of net investment income (1% of Part I, line 27b).			6	
7 Add lines 5 and 6.			7	0
8 Enter qualifying distributions from Part XII, line 4.			8	815,557
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18				

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 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 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 ☒ and enter 1% of Part I, line 27b

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6

Credits/Payments

a

2009 estimated tax payments and 2008 overpayment credited to 2009

6a

500

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.

8

Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

11

Enter the amount of line 10 to be Credited to 2010 estimated tax 500 Refunded

Part VII-AStatements Regarding Activities

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)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c

Did the foundation file Form 1120-POL for this year?.

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?

If "Yes," attach a detailed description of the activities.

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

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?

If "Yes," attach the statement required by General Instruction T.

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a

Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DE, MO

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .

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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Form 990-PF (2009)

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address SWBGCONSERVATIONFUND.ORG	13	Yes	
14	The books are in care of US BANK TRUST DEPARTMENT Telephone no (314) 418-2168 Located at P O BOX 387 SL-MO-T16T SAINT LOUIS MO ZIP+4 63166			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year.	15		

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
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 2009?. ☐	1c		No
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?. ☐ Yes ☒ No If "Yes," list the years 20 ____, 20 ____, 20 ____, 20 ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the 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?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2009?	4b		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 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.				

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 page 23 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.	▶	
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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
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1	NONE	0
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

1 NONE	0
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3.		
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Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 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	538,945
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	538,945
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	0
3	Subtract line 2 from line 1d.	3	538,945
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	8,084
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	530,861
6	Minimum investment return. Enter 5% of line 5.	6	26,543

Part XI

Distributable Amount (see page 25 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	26,543
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	26,543
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	26,543
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	26,543

Part XII

Qualifying Distributions (see page 25 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	815,557
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	815,557
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 page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	815,557
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 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				26,543
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				511,394
b	From 2005.				654,045
c	From 2006.				923,771
d	From 2007.				1,436,967
e	From 2008.				1,629,432
f	Total of lines 3a through e.	5,155,609			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 815,557				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2009 distributable amount.				26,543
e	Remaining amount distributed out of corpus	789,014			
5	Excess distributions carryover applied to 2009 (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	5,944,623			
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 page 27 of the instructions . . .				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	511,394			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	5,433,229			
10	Analysis of line 9				
a	Excess from 2005.				654,045
b	Excess from 2006.				923,771
c	Excess from 2007.				1,436,967
d	Excess from 2008.				1,629,432
e	Excess from 2009.				789,014

Part XIV

Private Operating Foundations (see page 27 of the 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 2009, 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 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 foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 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

VIRGINIA BUSCH
423 LYNCH ST BLDG 260-2
SAINT LOUIS, MO 63118
(314) 613-6081

b

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

APPLICATION CAN BE FOUND AT SWBG-CONSERVATIONFUND.ORG ONLINE APPLICATIONS ARE ONLY ACCEPTED

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

CONTRIBUTION GUIDELINES CAN BE FOUND AT SWBG-CONSERVATIONFUND.ORG

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	815,401
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 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					
4 Dividends and interest from securities. . . .			14	2,671	
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). .				2,671	
13 Total. Add line 12, columns (b), (d), and (e). 13				2,671	2,671

[illegible]

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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.				
*****			2010-08-14	
Signature of officer or trustee			Title	

Paid Preparer's Use Only	Preparer's Signature JOHN J PLACHT	Date 2010-08-16	Check if self-employed	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code		EIN	
	John J Placht CPA PC 360 Medina Drive Saint Louis, MO 631221426		Phone no (314) 822-4856	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION	Employer identification number 11-3692807
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION	Employer identification number 11-3692807
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Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BUSCH ENTERTAINMENT CORPORATION 9205 SOUTH PARK CTR LOOP STE 400 Orlando, FL 32819	\$ 557,845	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	SACRAMENTO ZOOLOGICAL ASSOCIATION 3930 W LAND PARK DR Sacramento, CA 95822	\$ 5,078	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	AMERICAN EXPRESS 20002 NORTH 19TH AVE A-06 Phoenix, AZ 85027	\$ 200,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	ADVENTURE BOUTIQUE 28248 N TATUM BLVD STE B1-450 Cave Creek, AZ 85331	\$ 6,503	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	PEPSI COLA FOUNTAIN COMPANY 700 ANDERSON HILL ROAD Purchase, NY 10577	\$ 25,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	VICTORIAS SECRET P O BOX 16589 Columbus, OH 43216	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION	Employer identification number 11-3692807
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Part II Noncash Property (see Instructions)			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION	Employer identification number 11-3692807
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID: 09000039

Software Version: 2009V1.0

EIN: 11-3692807

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
US BANK TRUST DEPARTMENT 	CUSTODIAN 5	1,560	0	0
P O BOX 387 SL-MO-T16T SAINT LOUIS,MO 63166				
VIRGINIA BUSCH	DIRECTOR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
BRADLEY F ANDREWS	PRESIDENT AND E 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
HOWARD DEMSKY	TREASURER 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
LAURA H REEVES	SECRETARY 5	0	0	0
ONE BUSCH PLACE SAINT LOUIS,MO 63118				
JAMES D ATCHISON	DIRECTOR 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
JACK HANNA	DIRECTOR 0	0	0	0
9990 RIVERSIDE DR COLUMBUS,OH 43065				
JULIE SCARDINA	DIRECTOR 5	0	0	0
9205 SOPUTH PARK CENTER LOOP ORLANDO,FL 32819				
JAMES DEAN	DIRECTOR 1	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
HUGH BERT SHARE	DIRECTOR 1	0	0	0
ONE BUSCH PLACE ST LOUIS,MO 63118				
DAVID GRABE	DIRECTOR 2	0	0	0
ONE BUSCH PLACE ST LOUIS,MO 63118				
HEATHER MEIER	PROJECT MNGR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
GLEN YOUNG	DIRECTOR 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
SHEILA VOSS	DIRECTOR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
GIL ACOSTA	ASSISTANT TREAS 5	0	0	0
9205 SOUTH PARK CENTER LOOP Orlando,FL 32819				
MARC SWANSON	ASSISTANT TREAS 5	0	0	0
9205 SOUTH PARK CENTER LOOP Orlando,FL 32819				
JOE COUCEIRO	DIRECTOR 0	0	0	0
P O BOX 387 SL-MO-T16T Saint Louis,MO 63166				
JUDY ST LEGER	DIRECTOR 0	0	0	0
P O BOX 387 SL-MO-T16T Saint Louis,MO 63166				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
INTERNATIONAL FUND FOR ANIMALMURRAYS HILL ROAD SF	NONE	EXEMPT	EMERGENCY CRISIS	7,500
LEARNING WITHOUT LIMITS CLUB P O Box Silver Spring, MD 20910	NONE	EXEMPT	ENVIRONMENTALEXCELLENCE AWARD	10,000
WESTERN BRANCH MIDDLE SCHOOL4201 HAWKSLEY DRIVE Chesapeake, VA 23321	NONE	EXEMPT	ENVIRONMENTALEXCELLENCE AWARD	10,000
MISSOURI COMPUTER EXCHANGE P O BOX 30829 Columbia,MO 652053829	NONE	EXEMPT	ENVIRONMENTALEXCELLENCE AWARD	10,000
HIGH TECH HIGH2861 WOMBLE RD San Diego,CA 921066025	NONE	EXEMPT	GENERAL	10,000
WESTLAKE CITY SCHOOLS27200 HILLIARD BLVD Westlake,OH 44145	NONE	EXEMPT	GENERAL	10,000
GET THE LEAD OUT OF FISHINGST APATHAS PARISH TROOP 5 MILTON,MA 02816	NONE	EXEMPT	GENERAL	10,000
MINTON FARM ANIMAL RESCUE CEN56 MURRAYS ROAD AS	NONE	EXEMPT	ANIMAL CRISIS GRA	5,000
NATIONAL WILDLIFE FEDERATION 44 EAST AVE STE 200 Austin,TX 78701	NONE	EXEMPT	GULF COASTRESTORATION	5,000
KEETTIMP O BOX 4900221 KE	NONE	EXEMPT	GENERAL	5,000
BAT CONSERVATION INTERNATIONALP O BOX 162603 Austin,TX 78716	NONE	EXEMPT	GENERAL	10,000
CONSERVATION AMBASSADORS INCP O BOX 1998 Paso Robles,CA 93447	NONE	EXEMPT	GRANT	5,000
SANCCOB P O BOX 11116 SF	NONE	EXEMPT	CRISIS GRANT FORRESCUED PENGUINS	5,000
WILDLIFE CONSSERVATION NETWORK2300 SOUTHERN BLVD Bronx,NY 10460	NONE	EXEMPT	SAVE THE ELEPHANTANIMAL CRISISGRANT	5,000
EARTHWATCH INSTITUTE114 WESTERN AVE Allston,MA 02134	NONE	EXEMPT	GENERAL	31,284
Total  3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CALIFORNIA WOLF CENTERP O BOX 1389 Julian,CA 920361389	NONE	EXEMPT	MEXICAN WOLF FUND	5,000
HOUSTON AUDUBON SOCIETY 440 WILCHESTER BLVD Houston,TX 77079	NONE	EXEMPT	HURRICAN IKERECOVERY	5,000
HUBBS SEAWORLD RESEARCH INSTIT6295 SEA HARBOR DRIVE Orlando,FL 328218043	NONE	EXEMPT	RIVER LAGOONDOLPHIN	10,000
LAMBI FUND OF HAITIP O BOX 18955 Washington,DC 20036	NONE	EXEMPT	GRASSROOTSRESTORATIONMOVEMENT	5,000
LEAP33378 REVERE AVE Oakland,CA 94605	NONE	EXEMPT	SUN BEARCONSERVATION	5,000
NORTHWEST STRAITS MARINE 10441 BAYVIEW EDISON RD Mount Vernon,WA 982739668	NONE	EXEMPT	FISHING GEARREMOVAL	15,000
PAINTED DOG CONSERVATION25745 BASSETT LANE Los Altos,CA 94022	NONE	EXEMPT	GENERAL	10,000
RARE18940 WILSON BLVD Arlington,VA 22201	NONE	EXEMPT	SIBERIAN TIGERCONSERVATION	10,000
RESTORE AMERICA ESTUARIES600 1ST AVE STE 536 Seattle,WA 981042229	NONE	EXEMPT	RESTORING COASTALAMERICA	10,000
FAUNA FLORA INTERNATIONAL INC1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	LARGE CARNIVORES	10,000
FAUNA FLORA INTERNATIONAL INC1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	SEA TURTLES	7,500
FAUNA FLORA INTERNATIONAL INC17250 N STREET NW Washington,DC 20036	NONE	EXEMPT	GIBBONS	10,000
FAUNA FLORA INTERNATIONAL INC1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	TIGERS	7,500
SNOW LEOPARD TRUST4649 SUNNYSIDE AVE N STE 3 Seattle,WA 98103	NONE	EXEMPT	SNOW LEOPARDCONSERVATION	7,500
ADZICELS HAPPY HOME FOUNDATIONP O BOX HH-341 HO	NONE	EXEMPT	AWARENESSEDCATION	5,000
Total ▶ 3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CENTRE FOR ADVANCED RESEARCH IHOUSE 545 ROAD 11 BG	NONE	EXEMPT	GENERAL	10,000
GRAVYS ZEBRA TRUSTP O BOX 15351 KE	NONE	EXEMPT	ZEBRA CONSERVATIO	7,500
HUTANAUSTRAL PARK LORONG 10 MY	NONE	EXEMPT	SAVE THEORANGUTAN	5,000
PHILLIPINE EAGLE FOUNDATION VAL LEARNING VILLAGE DA	NONE	EXEMPT	RESCUING THEHARON	5,000
TUSK TRUST5 TOWNBRIDGE HOUSE HIGH ST EN	NONE	EXEMPT	GENERAL	10,000
TUSK TRUST5 TOWNBRIDGE HOUSE HIGH ST EN	NONE	EXEMPT	NAMUNYAK WILDLIFE	7,500
WILD TRACKAPARTADO 210 PO	NONE	EXEMPT	POLAR BEARS	7,500
YAYASAN KONSERVASI EKOSISTEMYAYASAN KEHI ID	NONE	EXEMPT	GENERAL	10,000
BONAVA WILDLIFE CONSERVATION CBUEA CM	NONE	EXEMPT	SAFE TRACK TODRINKING	5,000
AARANYAK50 SAMANWAY PATH SURVEY IN	NONE	EXEMPT	WILD TIGERS	10,000
WILDLIFE CLUBS OF UGANDAPLOT 33-55 UMA SHOUW GROUNDS UG	NONE	EXEMPT	AMBASSADORS FORAPES	5,000
AFRICAN WILDLIFE FOUNDATION 1400 16TH ST NW STE 120 Washington, DC 20036	NONE	EXEMPT	TARANGIRE LIONRESEARCH	11,282
AUDUBON CENTER FOR BIRDS OF PR1101 AUDUBON WAY Maitland, FL 32751	NONE	EXEMPT	RAPTOR RESCUEAND REHAB	5,000
PARTNERSHIP FOR RHINO CONSERVASUMAN BHATTARAI NP	NONE	EXEMPT	RURAL EDUCATION	7,500
THE NATURE CONSERVANCY2800 S BRENTWOOD BLVD Saint Louis, MO 63144	NONE	EXEMPT	MESOAMERICAN REEF	10,000
Total ▶ 3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
THE WILDLIFE CENTER OF VAP O BOX 1157 Waynesboro, VA 22980	NONE	EXEMPT	BALD EAGLES	5,000
WILDCOAST925 SEACOAST DR Imperial Beach, CA 91932	NONE	EXEMPT	GRAY WHALEEDUCATION	7,500
WILDLIFE ALLIANCE INC1150 17TH ST NW Washington, DC 20036	NONE	EXEMPT	ELEPHANTPROSTHETIC LEG	15,000
WILDLIFE CONSERVANCY SOCIETY2300 SOUTHERN BLVD Bronx, NY 10460	NONE	EXEMPT	MBELI BAI STUDY	10,000
WILDLIFE CONSERVANCY SOCIETY2300 SOUTHERN BLVD Bronx, NY 10460	NONE	EXEMPT	YANKARI RESERVE	7,500
ASSOCIATED SCIENTISTS AT WOODSP O BOX 721 Woods Hole, MA 02543	NONE	EXEMPT	WHALES	12,500
BONOBO CONSERVATION INITIATIVE2701 CONNECTICUT AVE NW Washington, DC 20008	NONE	EXEMPT	PROTECTED AREASFOR APES	10,000
FRIENDS OF BONOBO SP O BOX 80254 Minneapolis, MN 55408	NONE	EXEMPT	BONOBO CONSERVATION	10,000
RHEM WOMEN YOUTH FARMING DEVRHEM WOMEN YOUTH FARMING DEVELOPMENT GH	NONE	EXEMPT	UNDERSTANDING THEENVIRONMENT	7,500
RESEARCH CENTER FOR ENVIRONMEN301 EDIFICO LOPEZ CO	NONE	EXEMPT	TRAININGFISHERMAN	7,500
DEFENDEERS OF WILDLIFE1130 17TH ST NW Washington, DC 200364604	NONE	EXEMPT	SEA OTTERPROTECTION	7,500
SAGE CENTRE TIDES CANADA FDTNATTN RACHEL ROCCO CA	NONE	EXEMPT	KILLER WHALES	10,000
WILDLIFE IN NEED7651 SANTOS RDE Lompoc, CA 93436	NONE	EXEMPT	MARINE MAMMALNETWORK	5,000
PROJECT WILDLIFE4343 MORENA BLVD NO 7 San Diego, CA 92117	NONE	EXEMPT	WILDLIFE TRAIGECENTER	5,000
EDUCATION FOR NATURE VIETNAMSO 5 NGO 1925 PHO THAI THINH VM	NONE	EXEMPT	ILLEGAL WILDLIFETRADE	7,500
Total 3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
MUSEO ARGENTINO DE CIENCIASAV ANGEL GALLARDO 470 AR	NONE	EXEMPT	THREATENEDSHARKS	5,000
IEMANYA OCEANICA5776D LINDERO CYN 373 Thousand Oaks,CA 91362	NONE	EXEMPT	SHARK FISHERSNETWORK	10,000
SEA TON SHORE ALLIANCE 200 2ND AVE S Saint Petersburg,FL 33701	NONE	EXEMPT	SEA TURTLENESTING	10,000
TARONGA CONSERVATION SOCIETYTARONGA WESTERN PLAINS ZOO AS	NONE	EXEMPT	TASMANIAN DEVILS	12,500
MINTON FARM ANIMAL RESCUE56 MURRAYS HILL RD AS	NONE	EXEMPT	ANIMAL RESCUECENTER	5,000
ASSOCIACAO DE PESQUISA E PRESEBRAIA DE IPARANA BR	NONE	EXEMPT	GUIANA DOLPHIN	10,000
ORANGUTAN INFORMATION CENTREIS SEI BENGAWAN NO 72 ID	NONE	EXEMPT	GENERAL	10,000
PROYECTO TITI4343 MORENA BLVD NO 7 San Diego,CA 92117	NONE	EXEMPT	COTTON TOPTAMARIN	10,000
AFRICAN PEOPLE WILDLIFE FUND19 PHEASANT HILL DR Far Hills,NJ 07931	NONE	EXEMPT	CONSERVATIONEDUCATIONPROGRAM	10,000
BUSCH WILDLIFE SANTUARY INC2500 JUPITER PARK DR Jupiter,FL 33458	NONE	EXEMPT	WILDLIFE RESCUEAND REHABILITATIO	5,000
FLORIDA KEYS WILDLIFE RESCUEP O BOX 431392 Big Pine Key,FL 33043	NONE	EXEMPT	RESCUEREHABILITATIONRESTORATION	5,000
UNIVERSITY OF NORTH FLORIDA1 UNF DRIVE Jacksonville,FL 32224	NONE	EXEMPT	ENDANGEREDSMALLTOOTHSAWFISH	5,000
ORANGUTAN CONSERVANCY 1300 19TH ST NW Washington,DC 20036	NONE	EXEMPT	ORANGUTANHABITATPROTECTION	10,000
PANB AFRICAN SANCTUARY ALLIANCP O BOX 86645 Portland,OR 97206	NONE	EXEMPT	GENERAL	7,500
PRO PENINSULAP O BOX 3953 San Diego,CA 92163	NONE	EXEMPT	OCEAN CONNECTORS	7,600
Total  3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
RAINFOREST ALLIANCE665 BROADWAY STE 500 New York, NY 10012	NONE	EXEMPT	CREATINGCONSERVATIONCONSCIOUSNESS	5,000
FUNDACION AQUILAC GENERAL DIAZ PORLIER 15 SP	NONE	EXEMPT	EAGLE CONSERVATIO	5,000
MABULA GROUND HORNBILL RESEARCPRIVATE BAY X1644 SF	NONE	EXEMPT	GROUNDHORNBILLPROJECT	5,000
TREES FOR THE FUTURE 9000 16th ST Silver Spring, MD 20910	NONE	EXEMPT	WEST CAMEROONREFORESTATION	10,000
CARNIVORE PANGOLIN CONSERVATIOBOX 179 VM	NONE	EXEMPT	RESCUE ANDREHABILITATION	7,500
HUBBS-SEAWORLD RESEARCH INSTIT2595 INGRAHAM ST San Diego, CA 92109	NONE	EXEMPT	POLAR BEARS	10,000
OCEAN CONSERVANCY1300 19th ST NW 8TH FL Washington, DC 20036	NONE	EXEMPT	INTERNATIONALCOASTALCLEANUP	10,000
SEWARD ASSOCIATION FOR THE ADVP O BOX 1329 Seward, AK 99664	NONE	EXEMPT	STRANDED MARINEANIMALS	7,500
WILDLIFE TRUST460 W 34th ST 17th FL New York, NY 10001	NONE	EXEMPT	BLACK LIONTAMARINS	5,000
WORLD WILDLIFE FUND1250 24th ST NW Washington, DC 20037	NONE	EXEMPT	SMART GEARCOMPETITION	15,000
WORLD WILDLIFE FUND1250 24th ST NW Washington, DC 20037	NONE	EXEMPT	TIGERPROTECTION	10,000
EWASO LION PROJECTP O BOX 14996 KE	NONE	EXEMPT	CONSERVATION OFLIONS	5,235
FUNDACION ECOLOGICA RESCATEP O BOX 090330197 EC	NONE	EXEMPT	QUAYQUIL MACAW	5,000
INTERNATIONAL RHINOS FOUNDATIO581705 WHITE OAK RD Yulee, FL 320972145	NONE	EXEMPT	ZIMBABWESBLACK RHINOS	10,000
CONSERVATION INTERNATIONAL2011 CRYSTAL DR STE 500 Arlington, VA 22202	NONE	EXEMPT	AMBODIVAHIBE BAYMARINE PROTECTEDAREA	10,000
Total ▶ 3a				815,401

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CONSERVATION INTERNATIONAL 2011 CRYSTAL DR STE 500 Arlington, VA 22202	NONE	EXEMPT	JAVAN LEOPARD	5,000
RAINFOREST2REEFP O BOX 735 Tahoe City, CA 96145	NONE	EXEMPT	CALAKMUL BIOSPHERRESERVE	7,500
SAVE THE ELEPHANTS25745 BASSETT LN Los Altos, CA 94022	NONE	EXEMPT	ELEPHANTS FORCONSERVATION	15,000
CARRIBEAN SEA TURTLE2011 CRYSTAL DR STE 500 Arlington, VA 22202	NONE	EXEMPT	LEATHERBACKSEA TURTLEMORTALITY	10,000
UGANDA CONSERVATION FOUNDATIONLOW MAINS FARM UK	NONE	EXEMPT	UGANDA HIPPOPROGRAM	10,000
SOUTHERN ENVIRONMENTAL ASSOCFRIENDS OF NATURE OFFICE BH	NONE	EXEMPT	MESOAMERICANREEF FISHERIES	5,000
INTERNATIONAL BIRD RESCUE 6132 NIELSON WAY Anchorage, AK 99518	NONE	EXEMPT	SEABIRD RESCUE	5,000
CAMPASSION UNLIMITED PLUS ACTIP O BOX IN	NONE	EXEMPT	CENTER FOR ECOLOGWILDLIFE DISEASESGRANT	10,000
Total  3a				815,401

TY 2009 Compensation Explanation

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

EIN: 11-3692807

Person Name	Explanation
US BANK TRUST DEPARTMENT	TRUSTEE FEES

TY 2009 Investments Corporate Stock Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

EIN: 11-3692807

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIRST AMER PRIME OBL	605,761	579,346

TY 2009 Other Expenses Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

EIN: 11-3692807

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Depreciation	1,681	1,681	0	0

TY 2009 Other Professional Fees Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

EIN: 11-3692807

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	1,560	1,404	0	156

TY 2009 Taxes Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION

EIN: 11-3692807

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	201	201	0	0