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 NOV 1, 2009 , and ending OCT 31, 2010

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
KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
410 NORTHRUP STREET

City or town, state, and ZIP code
BRIDGEWATER, CT 06752

A Employer identification number
20-3970201

B Telephone number
860-354-5309

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 ▶ ☐
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 ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,589,311.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(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	113,307.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16.	16.		STATEMENT 1
	4 Dividends and interest from securities	50,198.	50,198.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	23,209.			
	b Gross sales price for all assets on line 6a 268,882.				
	7 Capital gain net income (from Part IV, line 2)		23,209.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	186,730.	73,423.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,685.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	8,752.	8,587.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,437.	8,587.		0.
	25 Contributions, gifts, grants paid	80,250.			80,250.
	26 **Total expenses and disbursements.** Add lines 24 and 25	90,687.	8,587.		80,250.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	96,043.			
	b **Net investment income** (if negative, enter -0-)		64,836.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	1.		
	2	Savings and temporary cash investments	44,565.	39,571.	39,571.
	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			
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	457,478.	522,468.	522,468.
	c	Investments - corporate bonds STMT 7	437,962.	485,417.	485,417.
	11	Investments - land buildings and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	424,568.	541,855.	541,855.
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	1,364,574.	1,589,311.	1,589,311.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24	Unrestricted	1,364,574.	1,589,311.	
	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			
	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**	1,364,574.	1,589,311.	
	31	**Total liabilities and net assets/fund balances**	1,364,574.	1,589,311.	

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	1,364,574.
2	Enter amount from Part I, line 27a	2	96,043.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	128,694.
4	Add lines 1, 2, and 3	4	1,589,311.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,589,311.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED - SHORT TERM	P	VARIOUS	VARIOUS
b	SEE ATTACHED - LONG TERM	P	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	88,277.		78,088.	10,189.
b	180,605.		167,585.	13,020.
c				
d				
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				10,189.
b				13,020.
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 23,209.

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). If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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	58,000.	1,190,998.	.048699
2007	63,100.	1,206,194.	.052313
2006	54,333.	993,474.	.054690
2005	25,750.	439,801.	.058549
2004			

2 **Total** of line 1, column (d)	2	.214251
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	.053563
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,499,532.
5 Multiply line 4 by line 3	5	80,319.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	648.
7 Add lines 5 and 6	7	80,967.
8 Enter qualifying distributions from Part XII, line 4	8	80,250.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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			1	1,297.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,297.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,297.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,141.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	1,141.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	5.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	161.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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.*	2		X
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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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*	8b	X	
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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 9	10	X	

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 860-354-5309

Located at ▶ 410 NORTHRUP STREET, BRIDGEWATER, CT ZIP+4 ▶ 06752

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 | N/A

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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		X
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 ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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. ▶ ______, ______, ______, ______				
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
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		X

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)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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.

(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
MICHAEL J REED 410 NORTHRUP ST BRIDGEWATER, CT 06752	CHAIRMAN 1.00	0.	0.	0.
KRISTIN T REED 410 NORTHRUP ST BRIDGEWATER, CT 06752	SECRETARY 1.00	0.	0.	0.
MARY C REED 1709 NORRIS ST AUSTIN, TX 78704	DIRECTOR 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	1,511,271.
b	Average of monthly cash balances		1b	11,097.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,522,368.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	1,522,368.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	22,836.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,499,532.
6	**Minimum investment return.** Enter 5% of line 5		6	74,977.

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

1	Minimum investment return from Part X, line 6		1	74,977.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,297.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,297.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	73,680.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	73,680.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	73,680.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	80,250.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	80,250.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	80,250.

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.

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Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					73,680.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ____, ____, ____			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004					
b From 2005	4,616.				
c From 2006	5,471.				
d From 2007	3,368.				
e From 2008					
f **Total** of lines 3a through e		13,455.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 80,250.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					73,680.
e Remaining amount distributed out of corpus		6,570.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		20,025.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
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)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		20,025.			
10 Analysis of line 9:					
a Excess from 2005	4,616.				
b Excess from 2006	5,471.				
c Excess from 2007	3,368.				
d Excess from 2008					
e Excess from 2009	6,570.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year-see 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).)

SEE STATEMENT 10

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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 11				
Total			▶ 3a	80,250.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	16.	
4 Dividends and interest from securities			14	50,198.	
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			18	23,209.	
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)		0.		73,423.	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 73,423.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting 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.

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

2a Is the 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
N/A		

Sign Here

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

Michael J Reed | 8/6/2011 | CHAIRMAN

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature] CPA	Date 8/5/11	Check if self-employed ☒	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	CLAVETTE JOSSELYN & CO., LLC - CPA'S 48 SOUTH MAIN ST. NEWTOWN, CT 06470	EIN	Phone no. 203-426-2080

923622 02-02-10

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 the organization	Employer identification number
KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.	20-3970201

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
- [X] 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

- [X] 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 33 1/3% 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 on line H 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	Employer identification number
KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.	20-3970201

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	KRISTIN & MICHAEL REED 410 NORTHRUP ST BRIDGEWATER, CT 06752	$ 113,307.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.	20-3970201

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	Employer identification number
KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.	20-3970201

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

(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

(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

(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

How Acquired	Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss	Holding Period
Acquired	Cincinnati	FISHER SCIENTIFIC 6750 *14AU15	150	3/26/2008	12/17/2009	15506 25	15,337 50	168 75	Long term
Acquired	Cincinnati	GEN ELEC CAP CORP 4750 14SP15	50	3/6/2006	2/12/2010	5201 90	4,806 80	395 10	Long term
Acquired	Cincinnati	XTO ENERGY INC 5300 15JNRG	50	4/5/2006	3/1/2010	5520 65	4,847 50	673 15	Long term
Acquired	Cincinnati	XTO ENERGY INC 5300 15JNRG	50	1/25/2007	3/1/2010	5520 65	4,805 85	714 80	Long term
Acquired	Cincinnati	VERIZON GLOBAL 4900 15SP15	50	12/20/2006	3/10/2010	5432 15	4,813 10	619 05	Long term
Acquired	Cincinnati	VERIZON GLOBAL 4900 15SP15	100	5/3/2007	3/10/2010	10864 30	9,599 00	1,265 30	Long term
Acquired	Cincinnati	JP MORGAN CHASE 5150 15OCRG	100	4/24/2007	4/5/2010	10511 90	9,848 00	663 90	Long term
Acquired	Cincinnati	ANHEUSER BUSCH 4625 15FBRG	50	4/7/2006	6/3/2010	5229 30	4,647 00	582 30	Long term
Acquired	Cincinnati	ANHEUSER BUSCH 4625 15FBRG	50	3/8/2007	6/3/2010	5229 30	4,786 40	442 90	Long term
Acquired	Cincinnati	MORGAN STANLEY 4750 14AP01	100	5/10/2007	6/24/2010	9987 40	9,575 30	412 10	Long term
Acquired	Cincinnati	UTD TECHNOLOGIES 4875 15MYRG	50	5/1/2006	8/17/2010	5693 05	4,707 40	985 65	Long term
Acquired	Cincinnati	UTD TECHNOLOGIES 4875 15MYRG	50	5/21/2007	8/17/2010	5693 05	4,803 50	889 55	Long term
Acquired	Cincinnati	ALBEMARLE CORP 5100 15FB01	40	3/8/2006	9/1/2010	4369 88	3,783 56	586 32	Long term
Acquired	Cincinnati	MORGAN STANLEY 5375 15OCRG	50	3/15/2006	10/1/2010	5384 80	4,895 95	488 85	Long term
Acquired	Cincinnati	SMITH INTL INC 6000 16JN15	100	3/1/2007	10/1/2010	10255 80	10,255 80	0 00	Long term
Acquired	Madison	STAPLES INC	55	3/25/2008	11/2/2009	1200 40	1,286 45	-86 05	Long term
Acquired	Madison	FRANKLIN RESOURCES INC	50	3/12/2008	11/13/2009	5651 95	4,750 41	901 54	Long term
Acquired	Madison	FRANKLIN RESOURCES INC	25	3/25/2008	11/13/2009	2825 98	2,620 00	205 98	Long term
Acquired	Madison	GOOGLE INC-CL A	2	2/6/2008	11/19/2009	1142 98	1,003 01	139 97	Long term
Acquired	Madison	GOOGLE INC-CL A	3	3/17/2008	11/19/2009	1714 47	1,259 05	455 42	Long term
Acquired	Madison	GOOGLE INC-CL A	1	3/25/2008	11/19/2009	571 49	454 14	117 35	Long term
Acquired	Madison	3M COMPANY	30	3/9/2007	12/21/2009	2445 53	2,246 28	199 25	Long term
Acquired	Madison	3M COMPANY	15	4/17/2007	12/21/2009	1222 77	1,160 85	61 92	Long term
Acquired	Madison	DIAGEO PLC SPON ADR NEW	45	7/18/2008	12/21/2009	3064 45	3,302 20	-237 75	Long term
Acquired	Madison	EMC CORP MASS	315	3/10/2008	1/19/2010	5690 71	4,661 09	1,029 62	Long term
Acquired	Madison	EMC CORP MASS	145	3/25/2008	1/19/2010	2619 53	2,179 35	440 18	Long term
Acquired	Madison	ABB LTD	195	8/12/2008	2/10/2010	3439 17	4,760 32	-1,321 15	Long term
Acquired	Madison	ABB LTD	75	9/10/2008	2/10/2010	1322 76	1,598 84	-276 08	Long term
Acquired	Madison	ABB LTD	70	39,743 00	2/10/2010	1234 57	1,002 79	231 78	Long term
Acquired	Madison	STATE STREET CORP	70	4/15/2008	3/1/2010	3163 75	5,029 36	-1,865 61	Long term
Acquired	Madison	STATE STREET CORP	30	39,556 00	3/1/2010	1355 89	2,078 90	-723 01	Long term
Acquired	Madison	STATE STREET CORP	30	6/4/2008	3/1/2010	1355 89	2,103 77	-747 88	Long term
Acquired	Madison	COVANCE INC	45	12/16/2008	3/24/2010	2732 23	1,824 30	907 93	Long term
Acquired	Madison	COVANCE INC	5	12/17/2008	3/24/2010	303 58	212 40	91 18	Long term
Acquired	Madison	COVANCE INC	40	3/3/2009	3/24/2010	2428 65	1,532 33	896 32	Long term
Acquired	Madison	COVANCE INC	30	3/13/2009	3/24/2010	1821 49	1,121 14	700 35	Long term
Acquired	Madison	JACOBS ENGINEERING GROUP INC	30	10/2/2008	3/24/2010	1370 57	1,468 31	-97 74	Long term

Realized
Gain / Loss

Acquired	Madison	WELLS FARGO & CO NEW	75	3/25/2008	3/24/2010	2309 34	2,418 00	-108 66	Long term
Acquired	Madison	JACOBS ENGINEERING GROUP INC	25	10/2/2008	4/23/2010	1226 40	1,223 59	2 81	Long term
Acquired	Madison	JACOBS ENGINEERING GROUP INC	20	10/8/2008	4/23/2010	981 12	739 77	241 35	Long term
Acquired	Madison	WALT DISNEY CO HLDG CO	75	4/22/2009	4/26/2010	2776 90	1,463 65	1,313 25	Long term
Acquired	Madison	CISCO SYS INC	25	4/17/2007	4/26/2010	690 02	676 25	13 77	Long term
Acquired	Madison	CISCO SYS INC	55	5/25/2007	4/26/2010	1518 03	1,407 31	110 72	Long term
Acquired	Madison	DENTSPLY INTERNATIONAL INC	70	5/7/2009	5/18/2010	2437 95	2,019 13	418 82	Long term
Acquired	Madison	DENTSPLY INTERNATIONAL INC	120	5/7/2009	6/14/2010	3777 77	3,461 36	316 41	Long term
Acquired	Madison	BAXTER INTL INC	60	4/7/2009	9/24/2010	2889 78	2,894 83	-5 05	Long term
Acquired	Madison	COSTCO WHOLESALE CORP NEW	45	1/23/2009	10/1/2010	2918 43	2,113 15	805 28	Long term
						180,604 93 √	167,584 99 √	13,019 94	
Acquired	Cincinnati	SMITH EARLY TEN 6000 16JN15	100	10/1/2010	10/21/2010	12050 00	12,032 67	17 33	Short term
Acquired	Madison	STAPLES INC	70	11/3/2008	11/2/2009	1527 78	1,117 80	409 98	Short term
Acquired	Madison	STAPLES INC	105	2/10/2009	11/2/2009	2291 67	1,633 47	658 20	Short term
Acquired	Madison	DEVON ENERGY CORP NEW	65	2/11/2009	11/19/2009	4513 67	3,436 23	1,077 44	Short term
Acquired	Madison	DEVON ENERGY CORP NEW	40	7/6/2009	11/19/2009	2777 64	2,150 18	627 46	Short term
Acquired	Madison	WALT DISNEY CO HLDG CO	110	4/22/2009	11/24/2009	3323 88	2,146 68	1,177 20	Short term
Acquired	Madison	XTO ENERGY INC	190	10/13/2009	12/17/2009	8938 95	8,279 95	659 00	Short term
Acquired	Madison	CHECK POINT SOFTWARE TECH LTD	170	5/5/2009	12/22/2009	5621 77	4,038 78	1,582 99	Short term
Acquired	Madison	EMC CORP MASS	115	1/21/2009	1/19/2010	2077 56	1,255 03	822 53	Short term
Acquired	Madison	STATE STREET CORP	50	12/21/2009	3/1/2010	2259 82	2,106 78	153 04	Short term
Acquired	Madison	BERKSHIRE HATHAWAY CL-B NEW	20	1/20/2010	3/24/2010	1625 93	1,390.40	235 53	Short term
Acquired	Madison	YUM BRANDS INC	60	11/2/2009	4/26/2010	2637 68	1,982 75	654 93	Short term
Acquired	Madison	WEATHERFORD INTERNATIONAL LTD	195	12/18/2009	6/3/2010	2653 98	3,323 35	-669 37	Short term
Acquired	Madison	BERKSHIRE HATHAWAY CL-B NEW	50	1/20/2010	7/7/2010	3954 00	3,476 00	478 00	Short term
Acquired	Madison	WEATHERFORD INTERNATIONAL LTD	250	12/18/2009	7/7/2010	3504 81	4,260 70	-755 89	Short term
Acquired	Madison	WEATHERFORD INTERNATIONAL LTD	110	2/1/2010	7/7/2010	1542 12	1,793 54	-251 42	Short term
Acquired	Madison	WAL MART STORES INC	195	10/16/2009	8/16/2010	9823 17	9,960 76	-137 59	Short term
Acquired	Madison	YUM BRANDS INC	75	11/2/2009	8/23/2010	3170 21	2,478 43	691 78	Short term
Acquired	Madison	QUALCOMM INC	95	4/27/2010	9/24/2010	4233 04	3,661 55	571 49	Short term
Acquired	Madison	NOVARTIS AG ADR	55	4/17/2007	10/13/2010	3275 47	3,121 10	154 37	Short term
Acquired	Madison	YUM BRANDS INC	55	11/2/2009	10/25/2010	2739 00	1,817 52	921 48	Short term
Acquired	Madison	YUM BRANDS INC	75	12/21/2009	10/25/2010	3734 99	2,623 85	1,111 14	Short term
						88,277 14 √	78,087 52 √	10,189 62	
	OVERALL TOTAL					268,882 07	245,672 51	23,209 56	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
USAA SAVINGS BANK	16.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY	29,069.	0.	29,069.
MORGAN STANLEY-ACCRUED INTEREST PAID AT PURCHASE	-559.	0.	-559.
USAA	2,091.	0.	2,091.
VANGUARD FUNDS	19,597.	0.	19,597.
TOTAL TO FM 990-PF, PART I, LN 4	50,198.	0.	50,198.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CLAVETTE JOSSELYN & CO-CPA'S-TAX SERVICES	1,685.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,685.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	8,587.	8,587.		0.
FILING FEES	110.	0.		0.
INTERNET FEES	55.	0.		0.
TO FORM 990-PF, PG 1, LN 23	8,752.	8,587.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
UNREALIZED GAINS ON INVESTMENTS (MARKED TO MARKET)	128,694.
TOTAL TO FORM 990-PF, PART III, LINE 3	128,694.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	336,546.	336,546.
USAA MUTUAL FUNDS	185,922.	185,922.
TOTAL TO FORM 990-PF, PART II, LINE 10B	522,468.	522,468.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY	485,417.	485,417.
TOTAL TO FORM 990-PF, PART II, LINE 10C	485,417.	485,417.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD MUTUAL FUNDS	FMV	541,855.	541,855.
TOTAL TO FORM 990-PF, PART II, LINE 13		541,855.	541,855.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
MICHAEL & KRISTIN REED	410 NORTHUP ST BRIDGEWATER, CT 06752

FORM 990-PF PART XV - LINE 1A STATEMENT 10
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

MICHAEL J REED
KRISTIN T REED

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN CANCER SOCIETY 30 SPEEN STREET FRAMINGTON, MA 01701	NONE HEALTHCARE-DEDICATED TO ELIMINATING CANCER THROUGH RESEARCH & EDUCATION	PUBLIC CHARITY	2,000.
AMERICAN RED CROSS 2025 E STREET, NW WASHINGTON, DC 20006	NONE HEALTHCARE-DOMESTIC DISASTER AND BLOOD PROGRAMS	PUBLIC CHARITY	1,000.
BISHOP FORD HIGH SCHOOL 500 NINETEENTH ST BROOKLYN, NY 11215	NONE EDUCATION AND SCHOLARSHIPS-FUNDING FOR SCHOLARSHIPS	PUBLIC CHARITY	4,000.
BRIDGEWATER LAND TRUST P.O. BOX 8 BRIDGEWATER, CT 06752	NONE LAND PRESERVATION-OPEN SPACE PROGRAM	PUBLIC CHARITY	1,000.
BURNHAM SCHOOL PTO 80 MAIN STREET SOUTH BRIDGEWATER, CT 06752	NONE EDUCATION-PROVIDING EDUCATIONAL SUPPORT	PUBLIC CHARITY	2,000.
CARE 151 ELLIS ST., NE ATLANTA, GA 30303	NONE POVERTY-PROGRAMS TO FIGHT POVERTY GLOBALLY	PUBLIC CHARITY	1,000.
CATHOLIC CHARITIES 1011 FIRST AVE.,11TH FLOOR NEW YORK, NY 10022	NONE SOCIAL SERVICES- HUMAN SERVICE AGENCIES	PUBLIC CHARITY	2,700.
CATHOLIC RELIEF SERVICES 228 W. LEXINGTON ST. BALTIMORE, MD 21201	NONE HEALTHCARE-DEVELOP PROGRAMS WORLDWIDE FOR PEOPLE IN NEED	PUBLIC CHARITY	1,250.

CATO INSTITUTE 1000 MASSACHUSETTS AVE, NW WASHINGTON, DC 20001	NONE PUBLIC POLICY-PROGRAMS TO PRESERVE LIBERTY,FREEDOM,	PUBLIC CHARITY	5,000.
CENTER FOR INDIVIDUAL RIGHTS 1233 20TH STREET, N.W., SUITE 300 WASHINGTON, DC 20036	NONE CIVIL LIBERTIES-DEDICATED TO DEFENSE OF CIVIL LIBERTIES	PUBLIC CHARITY	1,000.
CHRISTIAN FOUNDATION FOR CHILDREN ONE ELMWOOD AVE KANSAS CITY, KS 66103	NONE HUMAN SERVICES-CONNECTS INDIVIDUAL WITH CHILD IN NE	PUBLIC CHARITY	1,000.
DANBURY HOSPITAL DEVELOPMENT FUND 24 HOSPITAL AVE, DANBURY, CT 06810	NONE HEALTHCARE-SUPPORT OF DANBURY HOSPITAL'S MISSION	PUBLIC CHARITY	1,000.
DIOCESE OF BRIDGEPORT 238 JEWETT AVE. BRIDGEPORT, CT 06066	NONE RELIGIOUS-FUNDING EDUC,SPIRITUAL & CHARITABLE PROGRA	PUBLIC CHARITY	2,000.
FISCHER CENTER FOR ALZHEIMERS RESEARCH WEST 46TH STREET & 12TH AVENUE NEW YORK, NY 10036	NONE HEALTHCARE-DEDICATED TO FINDING A CAUSE, CARE & CURE FOR ALZHEIMERS	PUBLIC CHARITY	2,000.
HIGH WATCH RECOVERY CENTER 62 CARTER ROAD KENT, CT 06757	NONE HEALTH SERVICES-DEDICATED TO TREATMENT OF ADDICTION	PUBLIC CHARITY	1,000.
HVA P.O. BOX 28 CORNWALL BRIDGE, CT 06754	NONE OPEN SPACE PRESERVATION-PROTECTIN AND RESTORING THE	PUBLIC CHARITY	1,000.
INNER CITY SCHOLARSHIP FUND 1011 FIRST AVE.,SUITE 1400 NEW YORK, NY 10022	NONE EDUCATION AND SCHOLARSHIPS-FUNDING NYC PUBLIC SCHOOL	PUBLIC CHARITY	4,500.
INSTITUTE FOR JUSTICE 901 N GLEBE RD, SUITE 900 ARLINGTON, VA 22203	NONE JUSTICE-STRATEGIC LITIGATION, TRAINING & COMMUNICATI	PUBLIC CHARITY	2,500.

JERICHO PROJECT 245 W 29TH STREET, 9TH FLOOR NEW YORK, NY 10001	NONE HEALTH SERVICES-ASSISTS HOMELESS WITH HOMES, JOBS & FAMILIES	PUBLIC CHARITY	5,000.
MEMORIAL SLOAN KETTERING 1275 YORK AVENUE NEW YORK, NY 10065	NONE HEALTH CARE-PROVIDES PATIENT CARE, RESEARCH & EDUCATIONAL PROGRAMS	PUBLIC CHARITY	1,000.
NATURE CONSERVANCY 4245 N. FAIRFAX DR, SUITE 100 ARLINGTON, VA 22203	NONE OPEN SPACE PRESERVATION-PROTECT ECOLOGICALLY SENSITI	PUBLIC CHARITY	1,000.
PARKINSON'S DISEASE FOUNDATION 1359 BROADWAY, SUITE 1509 NEW YORK, NY 10018	NONE HUMAN SERVICES-FUNDING OF RESEARCH TO THE CURE OF P	PUBLIC CHARITY	1,000.
PATRICK CHEGUE MEMORIAL ORPHANAGE 163 AMSTERDAM AVE STE 325 NEW YORK, NY 10023	NONE HUMAN SERVICES-SUPPORTS ORPHANAGE	PUBLIC CHARITY	8,000.
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON, NJ 08540	NONE EDUCATION-ASSIST UNIVERSITY FULFILL ITS EDUCATIONAL GOALS	PUBLIC CHARITY	1,000.
REACH OUT AND READ 29 MYSTIC AVE SOMERVILLE, MA 02145	NONE EDUACTION- EDUCATION AND LITERACY PROGRAMS	PUBLIC CHARITY	2,500.
RICE UNIVERSITY 6100 MAIN ST HOUSTON, TX 77005	NONE EDUCATION AND SCHOLARSHIPS-SUPPORT UNIV PROGRAMS	PUBLIC CHARITY	9,500.
ROBIN HOOD 826 BROADWAY, 7TH FLOOR NEW YORK, NY 10003	NONE POVERTY-PROGRAMS TO FIGHT POVERTY IN NYC	PUBLIC CHARITY	7,500.
SALVATION ARMY 120 W. 14TH STREET NEW YORK, NY 10011	NONE SOCIAL SERVICES - GIVING SUPPORT TO THOSE IN NEED	PUBLIC CHARITY	1,000.

STUDENT SPONSOR PARTNERS 286 MADISON AVENUE, SUITE 1601 NEW YORK, NY 10017	NONE EDUCATION-PROVIDE AT RISK STUDENTS WITH A HS EDUCATION	PUBLIC CHARITY	2,000.
THE DOE FUND 232 EAST 84TH ST NEW YORK, NY 10028	NONE HEALTHCARE-DEVELOP PROGRAMS FOR HOMELESS POPULATION	PUBLIC CHARITY	1,500.
THE SMILE TRAIN 245 FIFTH AVE, SUITE 2201 NEW YORK, NY 10016	NONE HUMAN SERVICES- FREE CLEFT SURGERY/TRAINING FOR POOR	PUBLIC CHARITY	1,500.
UNITED WAY OF WESTERN CONNECTICUT 85 WEST STREET DANBURY, CT 06810	NONE HEALTH SERVICES-BRINGS TOGETHER COMMUNITIES TO FOCUS ON HUMAN NEEDS	PUBLIC CHARITY	1,800.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			80,250.

Form 8868 (Rev 1-2011) Page 2

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II — Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization KRISTIN & MICHAEL REED FAMILY FOUNDATION, INC.	Employer identification number 20-3970201
	Number, street, and room or suite no. If a P O box, see instructions 410 NORTHRUP STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. BRIDGEWATER, CT 06752	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	[illegible]	
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THE FOUNDATION - 410 NORTHRUP STREET - BRIDGEWATER, CT 06752

  Telephone No ▶ 860-354-5309 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until SEPTEMBER 15, 2011

5 For calendar year ____ , or other tax year beginning NOV 1, 2009 , and ending OCT 31, 2010

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ACCOUNTING FOR ORGANIZATION IS ALMOST COMPLETE BUT NOT YET 100%. ADDITIONAL TIME NEEDED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ ~~CHAIRMAN~~ CPA Date ▶ 6/15/2011

Form 8868 (Rev 1-2011)

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