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

OMB No 1545-0052

**2010**

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

**For calendar year 2010, or tax year beginning** JULY 1 **, 2010, and ending** JUNE 30 **, 2011**

**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation <b>A H BURNETT FOUNDATION</b>		<b>A</b> Employer identification number <b>20-3624633</b>
Number and street (or P O box number if mail is not delivered to street address) <b>205 WATERWOOD DRIVE</b>	Room/suite	<b>B</b> Telephone number (see page 10 of the instructions) <b>352-324-3285</b>
City or town, state, and ZIP code <b>YALAHUA FL 34797</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8,397,338</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

**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)
<b>Revenue</b>				
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	0			
<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
<b>3</b> Interest on savings and temporary cash investments	1,538	1,538	0	
<b>4</b> Dividends and interest from securities	176,347	176,347	0	
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	(3,215)			
<b>b</b> Gross sales price for all assets on line 6a				
<b>7</b> Capital gain net income (from Part IV, line 2)		0		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)	0			
<b>11</b> Other income (attach schedule)				
<b>12 Total.</b> Add lines 1 through 11	174,670	177,885	0	
<b>Operating and Administrative Expenses</b>				
<b>13</b> Compensation of officers, directors, trustees, etc.	90,000	45,000	0	0
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)	1,500	0	0	0
<b>b</b> Accounting fees (attach schedule)	2,600	1,300	0	0
<b>c</b> Other professional fees (attach schedule)				
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see page 14 of the instructions)	3,358	0	0	0
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings	7,200	0	0	0
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)	334	0	0	0
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	104,992	46,300	0	0
<b>25</b> Contributions, gifts, grants paid	416,000			416,000
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	520,992	46,300	0	416,000
<b>27</b> Subtract line 26 from line 12:				
<b>a Excess of revenue over expenses and disbursements</b>	(346,322)			
<b>b Net investment income</b> (if negative, enter -0-)		131,585		
<b>c Adjusted net income</b> (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)

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	1,246,833	1,672,410	1,672,410
	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)	2,020,187	2,718,422	3,312,628
	c	Investments—corporate bonds (attach schedule)	0	89,807	90,509
	11	Investments—land, buildings, and equipment basis ▶ 189,000			
	Less: accumulated depreciation (attach schedule) ▶	189,000	189,000	189,000	
12	Investments—mortgage loans	250,000	250,000	277,014	
13	Investments—other (attach schedule) CERTS OF DEP	4,375,005	2,815,005	2,854,116	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ PREPAID EXCISE TAX)	1,602	1,661	1,661	
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,082,627	7,736,305	8,397,338	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	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	8,082,627	7,736,305	
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	8,082,627	7,736,305		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	8,082,627	7,736,305		

## 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	8,082,627
2	Enter amount from Part I, line 27a	2	(346,322)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,736,305
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	7,736,305

**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.)
<b>1a</b> SEE ATTACHED SCHEDULE			
<b>b</b> CERTIFICATE OF DEPOSIT REDEMPTIONS	P		
<b>c</b> CAPITAL GAIN DISTRIBUTIONS	P		
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b> 227,416		231,201	(3,785)
<b>b</b> 3,135,000		3,135,000	0
<b>c</b> 570		0	570
<b>d</b>			
<b>e</b>			

  

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))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> 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 }	<b>2</b>	(3,215)
<b>3</b> 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	<b>3</b>	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	423,700	8,446,283	0.0502
2008	388,000	8,578,716	0.0452
2007	448,500	8,807,610	0.0509
2006	415,000	8,351,951	0.0497
2005			

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.1960
<b>3</b> 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	<b>3</b>	0.0490
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	8,384,346
<b>5</b> Multiply line 4 by line 3	<b>5</b>	410,833
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	1,316
<b>7</b> Add lines 5 and 6	<b>7</b>	412,149
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.	<b>8</b>	416,000

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	<b>1</b>	1,316
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2	<b>3</b>	1,316
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	1,316
<b>6</b>	Credits/Payments		
<b>a</b>	2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	2,977
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	2,977
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	1,661
<b>11</b>	Enter the amount of line 10 to be. <b>Credited to 2011 estimated tax</b> 1,661 <b>Refunded</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		X
<b>d</b> 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		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> 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?	X	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► FLORIDA		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
<b>9</b> 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**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		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 ► NONE				
14	The books are in care of ► MARY ELLEN BURNETT Telephone no ► 352-324-3285			
Located at ► 205 WATERWOOD DRIVE, YALAHUA, FL ZIP+4 ► 34797				
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►				X

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 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 2010)	3b	N/A
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 2010?	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)? (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)? **5b** ☐ Yes ☒ No N/A

Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ 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? **7b** ☐ Yes ☒ No N/A

**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
MARY ELLEN BURNETT 205 WATERWOOD DR, YALAHUA, FL	CO-TRUSTEE	30,000	0	0
JANET L JONES 37116 W LEMON AVE, ZEPHYRHILLS, FL	CO-TRUSTEE	30,000	0	0
H JOHN FELDMAN 215 N JOANNA AVE, TAVARES, FL	CO-TRUSTEE	30,000	0	0

**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 ☐ Yes ☒ No

**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 . . . . . **▶**

**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
<b>1</b> NOT APPLICABLE	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments** (see page 24 of the instructions)

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

	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See page 24 of the instructions	
<b>3</b>	

**Total.** Add lines 1 through 3 . . . . . **▶** **0**

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,531,964
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,523,953
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	456,109
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	8,512,026
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	8,512,026
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	127,680
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,384,346
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	419,217

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	419,217
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	0
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	419,217
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	419,217
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	419,217

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	416,000
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	416,000
<b>5</b>	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)	<b>5</b>	1,316
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	414,684

**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 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				419,217
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only			14,431	
<b>b</b> Total for prior years: 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				
<b>f</b> <b>Total</b> of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 416,000				
<b>a</b> Applied to 2009, but not more than line 2a			14,431	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
<b>d</b> Applied to 2010 distributable amount				401,569
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				17,648
<b>7</b> 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)	0			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> <b>Excess distributions carryover to 2011.</b> Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010				

**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 2010, enter the date of the ruling . . . . . **NOT APPLICABLE**

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

	Prior 3 years				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					0
<b>b</b> 85% of line 2a . . . . .	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					0
<b>b</b> "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed . . . . .					0
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					0
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					0
<b>(4)</b> Gross investment income . . . . .					0

**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 page 28 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

- 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
<b>a</b> Paid during the year  SEE ATTACHED SCHEDULE				416,000
<b>Total</b> . . . . .			▶ <b>3a</b>	416,000
<b>b</b> Approved for future payment  NONE				
<b>Total</b> . . . . .			▶ <b>3b</b>	0

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

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments	N/A	0	14	1,538	0
<b>4</b> Dividends and interest from securities	N/A	0	14	176,347	0
<b>5</b> Net rental income or (loss) from real estate:					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory	N/A	0	14	(3,215)	0
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue: <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		174,670	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				<b>13</b> 174,670	174,670

(See worksheet in line 13 instructions on page 29 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) (See page 29 of the instructions)

NOT APPLICABLE



SUPPORTING STATEMENT

A H BURNETT FOUNDATION  
205 Waterwood Drive  
Yalaha, FL 34797

20-3624633  
2010 Form 990-PF  
6/30/2011

PART I, LINE 16b

Schedule of Accounting Fees

Accounting/tax return preparation for year ended 6/30/10	<u>\$ 2,600</u>
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PART I, LINE 18

Schedule of Taxes

Pennsylvania property taxes paid	\$ 1,556
Federal excise taxes paid for Y/E 6/30/11	1,316
Foreign tax withheld on investment	<u>486</u>
Total	<u>\$ 3,358</u>

PART I, LINE 23

Schedule of Other Expenses

Investment Fees	\$ (100)
Insurance	<u>434</u>
Total	<u>\$ 334</u>

## SUPPORTING STATEMENT

A H BURNETT FOUNDATION  
20-3624633

Form 990-PF  
6/30/2011

PART II, Line 10b(b) & (c)  
CORPORATE STOCK HELD AT 6/30/11

Description	How Acquired	Date Acquired	Shares	COST BASIS	Current Value	Unrealized Gain (Loss)
ABBOTT LABORATORIES	P	7/20/07	300	16,213.50	15,786.00	(427.50)
ABBOTT LABORATORIES	P	9/09/08	200	11,722.62	10,524.00	(1,198.62)
ABBOTT LABORATORIES	P	3/10/10	200	11,147.59	10,524.00	(623.59)
ABBOTT LABORATORIES	P	11/26/10	200	9,493.14	10,524.00	1,030.86
AIR PRODUCTS & CHEM	P	1/29/10	200	15,391.50	19,116.00	3,724.50
AIR PRODUCTS & CHEM	P	1/29/10	100	9,124.06	9,558.00	433.94
AMERICAN ELECTRIC POWER	P	10/07/10	500	18,358.34	18,840.00	481.66
AMERICAN ELECTRIC POWER	P	11/26/10	300	10,939.71	11,304.00	364.29
AMERICAN ELECTRIC POWER	P	1/31/11	200	7,230.66	7,536.00	305.34
AMERICAN ELECTRIC POWER	P	1/31/11	200	7,225.90	7,536.00	310.10
AMERICAN ELECTRIC POWER	P	5/20/11	300	11,743.97	11,304.00	(439.97)
APACHE CORP	P	7/08/09	200	13,619.50	24,678.00	11,058.50
APACHE CORP	P	1/31/11	100	11,922.52	12,339.00	416.48
APPLE INC	P	5/18/09	200	25,193.40	67,134.00	41,940.60
AT&T INC	D	7/21/05	799	18,992.23	25,096.59	6,104.36
AT&T INC	D	7/21/05	1,701	34,180.08	53,428.41	19,248.33
AUTOMATIC DATA PROCESS	P	9/30/09	100	3,972.62	5,268.00	1,295.38
AUTOMATIC DATA PROCESS	P	9/30/09	100	3,967.59	5,268.00	1,300.41
AUTOMATIC DATA PROCESS	P	9/30/09	100	3,967.68	5,268.00	1,300.32
AUTOMATIC DATA PROCESS	P	12/16/09	200	8,747.34	10,536.00	1,788.66
AUTOMATIC DATA PROCESS	P	3/10/10	300	13,326.47	15,804.00	2,477.53
AUTOMATIC DATA PROCESS	P	4/12/10	150	6,717.48	7,902.00	1,184.52
AUTOMATIC DATA PROCESS	P	10/07/10	150	6,450.55	7,902.00	1,451.45
BARRICK GOLD CORP	P	6/28/11	250	11,145.85	11,322.50	176.65
BEMIS CO INC	P	1/29/10	300	8,563.59	10,134.00	1,570.41
BEMIS CO INC	P	3/10/10	200	5,935.26	6,756.00	820.74
BEMIS CO INC	P	4/12/10	200	6,025.30	6,756.00	730.70
BEMIS CO INC	P	10/07/10	300	10,097.63	10,134.00	36.37
CENTURYLINK INC	P	3/10/10	400	13,845.06	16,172.00	2,326.94
CENTURYLINK INC	P	4/12/10	100	3,664.50	4,043.00	378.50
CENTURYLINK INC	P	4/12/10	100	3,658.50	4,043.00	384.50
CENTURYLINK INC	P	6/25/10	300	10,350.80	12,129.00	1,778.20
CENTURYLINK INC	P	10/07/10	100	4,056.50	4,043.00	(13.50)
CENTURYLINK INC	P	10/07/10	100	4,051.20	4,043.00	(8.20)
CHEVRON CORP	D	7/21/05	400	22,790.00	41,136.00	18,346.00
CHEVRON CORP	P	12/16/09	100	7,910.80	10,284.00	2,373.20
COCA-COLA CO	P	3/31/09	300	13,556.64	20,187.00	6,630.36
COCA-COLA CO	P	4/12/10	200	11,027.32	13,458.00	2,430.68
COCA-COLA CO	P	7/30/10	200	11,183.92	13,458.00	2,274.08
CONOCOPHILLIPS	P	6/25/10	300	15,781.10	22,557.00	6,775.90
CONOCOPHILLIPS	P	10/07/10	200	12,063.74	15,038.00	2,974.26
CONOCOPHILLIPS	P	3/18/11	100	7,943.63	7,519.00	(424.63)
CSX CORP	P	8/28/09	1,500	22,055.05	39,330.00	17,274.95
CSX CORP	P	12/16/09	600	10,123.77	15,732.00	5,608.23

continued

Description	How Acquired	Date Acquired	Shares	COST BASIS	Current Value	Unrealized Gain (Loss)
=====						
CSX CORP	P	7/30/10	600	10,683.46	15,732.00	5,048.54
CURRENCYSHARES AUSTALIA	P	10/07/10	100	9,927.04	10,762.00	834.96
CURRENCYSHARES AUSTALIA	P	1/31/11	100	10,100.54	10,762.00	661.46
CURRENCYSHARES CANADIAN	P	3/18/11	100	10,227.08	10,311.00	83.92
CURRENCYSHARES CANADIAN	P	3/23/11	150	15,337.00	15,466.50	129.50
CVS CAREMARK CORP	P	9/09/08	300	11,156.47	11,274.00	117.53
CVS CAREMARK CORP	P	3/29/09	300	8,606.44	11,274.00	2,667.56
CVS CAREMARK CORP	P	8/28/09	300	11,164.72	11,274.00	109.28
DEERE & CO	P	8/06/09	300	13,790.12	24,735.00	10,944.88
DEERE & CO	P	11/27/09	150	7,897.30	12,367.50	4,470.20
DEERE & CO	P	4/12/10	150	9,368.95	12,367.50	2,998.55
WALT DISNEY CO	P	10/28/09	400	11,217.20	15,616.00	4,398.80
DOMINION RES INC	P	9/14/07	50	2,159.50	2,413.50	254.00
DOMINION RES INC	P	5/05/09	500	16,008.70	24,135.00	8,126.30
DR PEPPER SANPPLE GROUP	P	5/31/11	400	16,655.64	16,772.00	116.36
EXXON MOBIL CORP	D	7/21/05	500	29,225.00	40,690.00	11,465.00
EXXON MOBIL CORP	D	7/21/05	1,600	93,520.00	130,208.00	36,688.00
GENERAL ELECTRIC CO	P	8/30/10	400	5,986.28	7,544.00	1,557.72
GENERAL ELECTRIC CO	P	11/26/10	400	6,497.56	7,544.00	1,046.44
GENERAL ELECTRIC CO	P	1/31/11	400	8,215.25	7,544.00	(671.25)
GENERAL MILLS INC	D	7/21/05	716	16,638.05	26,649.52	10,011.47
GENERAL MILLS INC	P	11/08/06	1,284	36,259.99	47,790.48	11,530.49
GOLDMAN SACHS GRP INC	P	6/11/09	75	11,046.31	9,981.75	(1,064.56)
GOLDMAN SACHS GRP INC	P	5/31/11	75	10,611.25	9,981.75	(629.50)
GOOGLE INC	P	1/31/11	25	15,125.58	12,659.50	(2,466.08)
GOOGLE INC	P	4/13/11	25	14,546.00	12,659.50	(1,886.50)
HJ HEINZ CO	P	3/31/09	300	10,161.86	15,984.00	5,822.14
HJ HEINZ CO	P	3/31/09	100	3,385.37	5,328.00	1,942.63
HOME DEPOT INC	P	4/13/11	400	15,205.80	14,488.00	(717.80)
ILLINOIS TOOL WORKS INC	P	8/28/09	500	21,326.46	28,245.00	6,918.54
ILLINOIS TOOL WORKS INC	P	9/30/09	200	8,619.82	11,298.00	2,678.18
INTEL CORP	P	5/20/11	800	18,835.64	17,728.00	(1,107.64)
IBM CORP	D	7/21/05	1,000	84,175.00	171,550.00	87,375.00
ISHARES MSCI CANADA	P	3/23/11	300	10,083.87	9,501.00	(582.87)
ISHARES MSCI CANADA	P	3/23/11	100	3,366.75	3,167.00	(199.75)
JOHNSON & JOHNSON	P	3/23/09	154	8,268.71	10,244.08	1,975.37
JOHNSON & JOHNSON	P	3/23/09	146	7,834.07	9,711.92	1,877.85
JOHNSON & JOHNSON	P	7/08/09	200	11,471.15	13,304.00	1,832.85
JOHNSON & JOHNSON	P	3/10/10	100	6,529.66	6,652.00	122.34
JOHNSON & JOHNSON	P	6/25/10	100	5,973.90	6,652.00	678.10
JOHNSON & JOHNSON	P	6/25/10	100	5,968.70	6,652.00	683.30
JOHNSON & JOHNSON	P	6/30/11	200	13,460.00	13,304.00	(156.00)
JPMORGAN CHASE & CO	P	4/13/11	400	18,843.80	16,376.00	(2,467.80)
JPMORGAN CHASE & CO	P	5/20/11	200	8,777.20	8,188.00	(589.20)
KELLOGG CO	P	8/29/06	550	28,073.23	30,426.00	2,352.77
KELLOGG CO	P	6/25/10	100	5,332.82	5,532.00	199.18
KELLOGG CO	P	6/25/10	100	5,327.94	5,532.00	204.06
KIMBERLY-CLARK CORP	P	6/25/10	250	15,656.88	16,640.00	983.12
KIMBERLY-CLARK CORP	P	7/30/10	150	9,748.46	9,984.00	235.54

continued

Description	How Acquired	Date Acquired	Shares	COST BASIS	Current Value	Unrealized Gain (Loss)
=====						
KIMBERLY-CLARK CORP	P	10/07/10	150	9,996.10	9,984.00	(12.10)
KRAFT FOODS INC	P	5/20/11	400	14,304.64	14,092.00	(212.64)
KRAFT FOODS INC	P	6/30/11	200	7,145.40	7,046.00	(99.40)
LOCKHEED MARTIN CORP	P	5/05/09	200	16,024.50	16,194.00	169.50
LOCKHEED MARTIN CORP	P	9/30/09	100	7,901.75	8,097.00	195.25
LOCKHEED MARTIN CORP	P	4/12/10	150	12,543.36	12,145.50	(397.86)
MCDONALDS CORP	P	5/18/09	300	16,174.88	25,296.00	9,121.12
MCDONALDS CORP	P	6/19/09	300	17,697.19	25,296.00	7,598.81
MCDONALDS CORP	P	4/12/10	100	6,953.66	8,432.00	1,478.34
MEDCO HEALTH SOLU INC	D	7/21/05	300	7,251.00	16,956.00	9,705.00
MERCK & CO INC	P	11/27/09	500	18,085.26	17,645.00	(440.26)
MERCK & CO INC	P	12/16/09	300	11,462.71	10,587.00	(875.71)
MERCK & CO INC	P	3/10/10	200	7,431.13	7,058.00	(373.13)
MERCK & CO INC	P	7/30/10	200	7,001.28	7,058.00	56.72
METLIFE INC	P	6/11/09	300	9,753.03	13,161.00	3,407.97
METLIFE INC	P	6/11/09	100	3,256.25	4,387.00	1,130.75
METLIFE INC	P	4/12/10	150	6,907.95	6,580.50	(327.45)
MICROSOFT CORP	P	7/20/07	500	15,746.70	13,000.00	(2,746.70)
MICROSOFT CORP	P	7/08/09	250	5,656.50	6,500.00	843.50
MICROSOFT CORP	P	9/30/09	250	6,541.75	6,500.00	(41.75)
MICROSOFT CORP	P	12/16/09	200	6,177.00	5,200.00	(977.00)
MICROSOFT CORP	P	7/30/10	300	7,855.02	7,800.00	(55.02)
MICROSOFT CORP	P	10/07/10	300	7,520.80	7,800.00	279.20
NEWMONT MINING CORP	P	5/20/11	200	11,012.16	10,794.00	(218.16)
NEXTERA ENERGY INC (was <i>Atl</i> )	P	3/23/09	300	15,349.37	17,238.00	1,888.63
NEXTERA ENERGY INC (was <i>FPL</i> )	P	5/05/09	400	23,331.50	22,984.00	(347.50)
NEXTERA ENERGY INC (was <i>FPL</i> )	P	4/12/10	100	5,057.63	5,746.00	688.37
NEXTERA ENERGY INC	P	5/31/11	210	12,270.86	12,066.60	(204.26)
NEXTERA ENERGY INC	P	5/31/11	90	5,264.30	5,171.40	(92.90)
NIKE INC	P	5/18/09	300	15,303.90	26,994.00	11,690.10
NIKE INC	P	9/30/09	200	13,058.53	17,996.00	4,937.47
NORFOLK SOUTHERN CORP	P	3/23/09	400	13,447.98	29,972.00	16,524.02
NORFOLK SOUTHERN CORP	P	8/06/09	200	8,767.20	14,986.00	6,218.80
NORFOLK SOUTHERN CORP	P	11/03/09	200	9,838.38	14,986.00	5,147.62
NOVARTIS AG	P	8/28/09	300	14,030.83	18,333.00	4,302.17
NOVARTIS AG	P	6/25/10	200	9,905.14	12,222.00	2,316.86
NOVARTIS AG	P	7/22/10	200	10,039.40	12,222.00	2,182.60
PG&E CORP	P	5/31/11	600	26,227.96	25,218.00	(1,009.96)
PEPSICO INC	P	7/20/07	250	16,411.25	17,607.50	1,196.25
PEPSICO INC	P	3/23/09	150	7,813.51	10,564.50	2,750.99
PEPSICO INC	P	5/18/09	300	15,418.33	21,129.00	5,710.67
PFIZER INC	P	3/18/11	500	10,213.15	10,300.00	86.85
PNC FINANCIAL SERVICES	P	6/30/11	250	15,086.50	14,902.50	(184.00)
PROCTER & GAMBLE CO	P	7/20/07	250	15,792.50	15,892.50	100.00
PROCTER & GAMBLE CO	P	3/23/09	150	7,215.28	9,535.50	2,320.22
PROCTER & GAMBLE CO	P	10/07/10	150	9,256.86	9,535.50	278.64
PUBLIC SVC ENTERPRISE	P	10/07/10	500	16,835.02	16,320.00	(515.02)
PUBLIC SVC ENTERPRISE	P	11/26/10	300	9,377.10	9,792.00	414.90
PUBLIC SVC ENTERPRISE	P	4/13/11	400	12,572.56	13,056.00	483.44
PUBLIC SVC ENTERPRISE	P	5/20/11	300	10,395.80	9,792.00	(603.80)

continued

Description	How Acquired	Date Acquired	Shares	COST BASIS	Current Value	Unrealized Gain (Loss)
=====	=====	=====	=====	=====	=====	=====
ROYAL BANK OF CANADA	P	10/07/10	200	10,968.15	11,406.00	437.85
ROYAL BANK OF CANADA	P	10/15/10	200	11,111.61	11,406.00	294.39
ROYAL BANK OF CANADA	P	1/31/11	200	10,887.78	11,406.00	518.22
SPDR GOLD TRUST	P	10/07/10	100	13,102.61	14,600.10	1,497.49
SPDR GOLD TRUST	P	5/31/11	100	15,048.70	14,600.10	(448.60)
SPDR S&P MIDCAP 400	P	8/06/09	250	29,272.75	44,362.50	15,089.75
SPDR S&P MIDCAP 400	P	3/18/11	50	8,688.00	8,872.50	184.50
SPDR S&P 500 TRUST	P	8/29/06	500	65,426.00	65,985.00	559.00
SPDR S&P 500 TRUST	P	5/05/09	200	18,138.00	26,394.00	8,256.00
SPDR S&P 500 TRUST	P	5/22/09	125	11,312.25	16,496.25	5,184.00
SPDR S&P 500 TRUST	P	6/11/09	225	21,640.30	29,693.25	8,052.95
SPDR S&P 500 TRUST	P	8/06/09	200	20,095.48	26,394.00	6,298.52
SPDR S&P 500 TRUST	P	11/26/10	100	12,055.80	13,197.00	1,141.20
TARGET CORP	P	8/06/09	500	21,061.15	23,455.00	2,393.85
TARGET CORP	P	10/07/10	150	8,232.55	7,036.50	(1,196.05)
THE SOUTHERN COMPANY	P	6/25/10	1,000	33,626.20	40,380.00	6,753.80
THE SOUTHERN COMPANY	P	8/30/10	200	7,469.14	8,076.00	606.86
THE SOUTHERN COMPANY	P	5/31/11	300	12,139.44	12,114.00	(25.44)
TORONTO DOMINION BANK	P	6/25/10	150	10,489.50	12,735.00	2,245.50
TORONTO DOMINION BANK	P	6/25/10	100	6,997.97	8,490.00	1,492.03
TORONTO DOMINION BANK	P	8/30/10	100	6,905.05	8,490.00	1,584.95
TORONTO DOMINION BANK	P	3/18/11	100	8,530.00	8,490.00	(40.00)
UNITED TECHNOLOGIES	P	8/06/09	300	16,537.32	26,553.00	10,015.68
UNITED TECHNOLOGIES	P	12/16/09	100	7,148.75	8,851.00	1,702.25
US BANCORP	P	4/13/11	1,000	26,441.60	25,510.00	(931.60)
VANGUARD MATERIALS ETF	P	11/27/09	300	19,924.35	25,821.00	5,896.65
VANGUARD MATERIALS ETF	P	12/16/09	300	20,812.16	25,821.00	5,008.84
VANGUARD MATERIALS ETF	P	1/31/11	100	8,381.41	8,607.00	225.59
VANGUARD MID CAP ETF	P	5/20/11	150	12,369.98	12,063.00	(306.98)
VANGUARD S&P 500 ETF	P	1/31/11	400	23,797.11	24,136.00	338.89
WAL-MART STORES INC	P	9/09/08	200	12,357.50	10,628.00	(1,729.50)
WAL-MART STORES INC	P	5/05/09	200	10,132.69	10,628.00	495.31
WASTE MANAGEMENT INC	P	6/11/09	300	8,695.92	11,181.00	2,485.08
WASTE MANAGEMENT INC	P	6/11/09	100	2,904.00	3,727.00	823.00
WASTE MANAGEMENT INC	P	6/11/09	100	2,898.50	3,727.00	828.50
WASTE MANAGEMENT INC	P	8/06/09	200	5,705.50	7,454.00	1,748.50
WASTE MANAGEMENT INC	P	9/30/09	300	9,059.56	11,181.00	2,121.44
WASTE MANAGEMENT INC	P	4/12/10	200	7,072.60	7,454.00	381.40
YUM BRANDS INC	P	7/08/09	300	10,593.06	16,572.00	5,978.94
YUM BRANDS INC	P	12/16/09	200	7,031.50	11,048.00	4,016.50
YUM BRANDS INC	P	5/20/11	150	8,560.99	8,286.00	(274.99)
TOTAL STOCKS				2,391,547.52	2,969,816.20	578,268.68
DWS SHORT DURATION PLUS	P	8/28/09	4,273	40,005.00	40,555.51	550.51
DWS SHORT DURATION PLUS	P	various	141	1,337.87	1,337.29	(0.58)
DWS SHORT DURATION PLUS	P	various	166	1,579.03	1,570.85	(8.18)

continued

20-3624633

PART II, Line 10b(b) & (c) continued  
CORPORATE STOCK HELD AT 6/30/11

Description	How Acquired	Date Acquired	Shares	COST BASIS	Current Value	Unrealized Gain (Loss)
=====						
VANGUARD S/T CORP PORTF	P	10/28/09	2,400	25,421.00	25,799.98	378.98
VANGUARD S/T CORP PORTF	P	12/16/09	1,881	20,005.00	20,225.78	220.78
VANGUARD S/T CORP PORTF	P	3/16/10	1,867	20,045.00	20,074.70	29.70
VANGUARD S/T CORP PORTF	P	6/28/10	3,265	35,055.00	35,097.94	42.94
VANGUARD S/T CORP PORTF	P	10/07/10	4,587	50,055.00	49,311.93	(743.07)
VANGUARD S/T CORP PORTF	P	3/18/11	2,315	25,055.00	24,884.26	(170.74)
VANGUARD S/T CORP PORTF	P	5/23/11	3,707	40,055.00	39,851.71	(203.29)
VANGUARD S/T CORP PORTF	P	various	94	998.39	1,003.81	5.42
VANGUARD S/T CORP PORTF	P	various	463	5,001.61	4,980.23	(21.38)
VANGUARD INTL GROWTH FN	P	8/06/09	1,289	20,005.00	26,134.01	6,129.01
VANGUARD INTL GROWTH FN	P	10/28/09	312	5,087.48	6,327.36	1,239.88
VANGUARD INTL GROWTH FN	P	3/16/10	578	10,045.00	11,722.56	1,677.56
VANGUARD INTL GROWTH FN	P	various	27	457.79	550.99	93.20
VANGUARD INTL GROWTH FN	P	various	35	672.79	719.25	46.46
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TOTAL MUTUAL FUNDS				300,880.96	310,148.16	9,267.20
JP MORGAN CHASE 5.875%	P	12/28/09	250	5,589.13	6,252.50	663.37
METLIFE 5.875%	P	12/28/09	250	6,201.25	6,427.50	226.25
WACHOVIA 6.375% PREFD	P	12/19/08	400	7,350.78	9,992.00	2,641.22
WACHOVIA 6.375% PREFD	P	12/19/08	100	1,836.84	2,498.00	661.16
WACHOVIA 6.375% PREFD	P	1/16/09	300	5,016.27	7,494.00	2,477.73
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TOTAL PREFERRED STOCKS				25,994.27	32,664.00	6,669.73
TOTAL CORP STOCK INVESTMENTS				2,718,422.75	3,312,628.36	594,205.61
				=====		

## SUPPORTING STATEMENT

A H BURNETT FOUNDATION  
20-3624633

Form 990-PF  
6/30/2011

PART IV, Line 1a  
CAPITAL GAINS and LOSSES for TAX on INVESTMENT INCOME

(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Sales Price	(g) Cost Basis	(h) Gain (Loss)
200 GILEAD SCIENCES INC	P	5/18/09	7/22/10	9,979.72	13,111.68	(3,131.96)
200 COLGATE-PALMOLIVE CO	P	9/08/08	7/29/10	15,431.33	15,909.02	(477.69)
250 BERKSHIRE HATHAWAY INC	P	12/28/09	8/06/10	19,822.06	16,496.24	3,325.82
200 HEWLETT-PACKARD CO	P	3/23/09	8/30/10	7,667.86	6,295.84	1,372.02
200 HEWLETT-PACKARD CO	P	3/23/09	8/30/10	7,673.36	6,295.83	1,377.53
250 NORTHERN TRUST CORP	P	8/06/09	8/30/10	11,499.50	15,384.59	(3,885.09)
400 JPMORGAN CHASE & CO	P	6/19/09	10/15/10	14,676.59	14,152.18	524.41
200 JPMORGAN CHASE & CO	P	8/06/09	10/15/10	7,333.30	8,263.60	(930.30)
400 AFLAC INC	P	8/06/09	3/17/11	20,180.87	15,981.07	4,199.80
400 BEST BUY INC	P	6/11/09	3/17/11	12,149.43	14,996.00	(2,846.57)
200 MEDCO HEALTH SOLUTIONS	D	7/21/05	3/17/11	10,789.91	4,834.00	5,955.91
200 BB&T CORP	P	6/28/10	4/13/11	10,691.67	11,585.80	(894.13)
400 BB&T CORP	P	7/30/10	4/13/11	5,345.83	5,073.20	272.63
400 BB&T CORP	P	11/26/10	4/13/11	10,691.68	9,614.56	1,077.12
250 GE CAPITAL 6% CORTS	P	12/28/09	5/10/11	6,250.00	5,748.75	501.25
200 HEWLETT-PACKARD CO	P	7/08/09	5/17/11	7,130.76	7,514.08	(383.32)
200 HEWLETT-PACKARD CO	P	12/16/09	5/17/11	7,130.76	10,417.14	(3,286.38)
100 HEWLETT-PACKARD CO	P	4/12/10	5/17/11	3,565.39	5,491.63	(1,926.24)
550 DOMINION RESOURCES INC	P	9/14/07	5/31/11	25,901.65	23,754.50	2,147.15
600 STAPLES INC	P	8/28/09	6/09/11	9,002.95	13,219.18	(4,216.23)
300 STAPLES INC	P	9/30/09	6/09/11	4,501.49	7,062.39	(2,560.90)
				227,416.11	231,201.28	(3,785.17)

## SUPPORTING STATEMENT

A H BURNETT FOUNDATION

20-3624633  
Form 990-PF  
6/30/2011PART XV, LINE 3a  
Contributions Paid During the Year

<u>Name/Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose</u>	<u>Amount</u>
Univ of Florida Foundation Gainesville, FL 32604	Foundation	Education	\$170,000
Christian Life Assembly 3120 S Miller Rd Valrico, FL 33594	Church	Ministry	70,000
Zephyrhills High School Zephyrhills, FL	Public School	General Ops	10,000
St Labre Indian School Ashland, MT 59004	School	General Ops	5,000
Faith Lutheran Church 2727 S Grove Street Eustis, FL 32726	Church	School Ops	5,000
St Pauls Catholic School 1300 Sunshine Ave Leesburg, FL 34748	Church	School Ops	20,000
Cornerstone Hospice Foundation, Inc. 2445 Lane Park Road Tavares, FL 32778	Foundation	General Ops	10,000
Southeastern University 1000 Longfellow Blvd Lakeland, FL 33801	University	Scholarships	44,000
St George Anglican Cathedral 5646 SE 28th Street Ocala, FL 34480	Church	Ministry	5,000
Southeastern Guide Dogs Inc 4210 77th Street East Palmetto, FL 34221	Public Charity	General Ops	35,000
Trinity Catholic High School 2600 SW 42nd Street Ocala, FL 34471	School	General Ops	25,000

SUPPORTING STATEMENT  
(Continued)

A H BURNETT FOUNDATION

20-3624633  
Form 990-PF  
6/30/2011

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PART XV, LINE 3a  
Contributions Paid During the Year

<u>Name/Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose</u>	<u>Amount</u>
Zelienople Library 227 S High Street Zelienople, PA 16063	Public Library	General Ops	5,000
Camp Boggy Creek 30500 Brantley Branch Rd Eustis, FL 32736	Pub Charity	General Ops	5,000
Pittsburgh Kids Foundation 116 Federal Street Pittsburgh, PA 15212	Foundation	General Ops	2,000
Florida Lakes Symphony Orchestra 2034 Bayside Ave Mount Dora, FL 32757	Pub Charity	General Ops	5,000
Total Contributions Paid			<u>\$416,000</u>

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