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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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 10/01, 2010, and ending 09/30, 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: **NANCY GRAVES FOUNDATION, INC.**
A Employer identification number: **13-3885307**

Number and street (or P O box number if mail is not delivered to street address): **C/O HECHT AND COMPANY, P.C.
622 THIRD AVENUE**
Room/suite: _____
B Telephone number (see page 10 of the instructions): **(212) 819-8000**

City or town, state, and ZIP code: **NEW YORK, NY 10017**
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

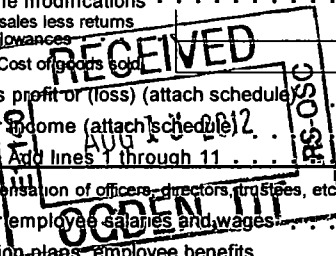
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 9,696,561.**
J Accounting method: 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) (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)
1 Contributions, gifts, grants, etc., received (attach schedule)	46,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	20,448.	20,448.	20,448.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-4,806.			
b Gross sales price for all assets on line 6a	189,676.			
7 Capital gain net income (from Part IV, line 2)			8.	
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	2,200.	0.	2,200.	ATCH 1
12 Total. Add lines 1 through 11	63,842.	20,448.	22,656.	
13 Compensation of officers, directors, trustees, etc.	107,608.	3,755.	4,608.	103,000.
14 Other employee salaries and wages	26,906.	0.	221.	26,685.
15 Pension plans, employee benefits	8,545.	164.	233.	8,311.
16a Legal fees (attach schedule) ATCH 2	2,038.	0.	17.	2,021.
b Accounting fees (attach schedule) ATCH 3	17,999.	4,500.	4,610.	13,388.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	11,292.	565.	653.	10,639.
19 Depreciation (attach schedule) and depletion	23,690.	0.	195.	
20 Occupancy	57,408.	0.	472.	59,636.
21 Travel, conferences, and meetings	2,101.	0.	17.	2,084.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	43,850.	765.	1,120.	42,558.
24 Total operating and administrative expenses. Add lines 13 through 23	301,437.	9,749.	12,146.	268,322.
25 Contributions, gifts, grants paid	10,000.			10,000.
26 Total expenses and disbursements. Add lines 24 and 25	311,437.	9,749.	12,146.	278,322.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-247,595.			
b Net investment income (if negative, enter -0-)		10,699.		
c Adjusted net income (if negative, enter -0-)			10,510.	

SCANNED AUG 17 2012
Operating and Administrative Expenses



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

JSA ** ATCH 4

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NS

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	148,062.	51,566.	51,566.
	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			
	10 a Investments - U.S. and state government obligations (attach schedule) **	421,330.	401,705.	432,199.
	b Investments - corporate stock (attach schedule) ATCH 7	232,253.	155,191.	147,055.
	c Investments - corporate bonds (attach schedule) ATCH 11			
	11 Investments - land, buildings, and equipment basis	930,361.		
Less: accumulated depreciation (attach schedule)	293,450.			
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe ATCH 8)	8,451,599.	8,428,830.	8,428,830.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,913,845.	9,674,203.	9,696,561.	
Liabilities	17 Accounts payable and accrued expenses	2,478.	10,431.	
	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 Total liabilities (add lines 17 through 22)	2,478.	10,431.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	9,911,367.	9,663,772.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input 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				
30 Total net assets or fund balances (see page 17 of the instructions)	9,911,367.	9,663,772.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,913,845.	9,674,203.		

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	9,911,367.
2 Enter amount from Part I, line 27a	2	-247,595.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	9,663,772.
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	9,663,772.

**ATCH 6

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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 PART IV SCHEDULE			
b				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))	
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-4,806.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		{ }	3

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	342,920.	856,605.	0.400325
2008	347,303.	969,470.	0.358240
2007	454,421.	1,394,897.	0.325774
2006	446,025.	1,576,321.	0.282953
2005	447,542.	1,753,957.	0.255161
2	Total of line 1, column (d)	2	1.622453
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.324491
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	740,289.
5	Multiply line 4 by line 3	5	240,217.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	107.
7	Add lines 5 and 6	7	240,324.
8	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 1h, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	278,322.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Total tax due is 716.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and a Yes/No column. Questions include: 'During the tax year, did the foundation attempt to influence any national, state, or local legislation?', 'Did it spend more than \$100 during the year for political purposes?', 'Did the foundation file Form 1120-POL for this year?', etc.

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	
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Website address **WWW.NANCYGRAVESFOUNDATION.ORG**

14 The books are in care of **HECHT AND COMPANY, P.C.** Telephone no. **212-819-8000**
Located at **622 THIRD AVENUE NEW YORK, NY** ZIP + 4 **10017**

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		
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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
		X

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

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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b		X
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? <input type="checkbox"/>	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 <input type="checkbox"/>			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions.) <input type="checkbox"/>	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. <input type="checkbox"/>			
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) <input type="checkbox"/>	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	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)? Yes No
 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? 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? Yes No
 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? Yes No

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
ATTACHMENT 9		107,608.	2,253.	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	653,762.
b	Average of monthly cash balances	1b	97,800.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	751,562.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	751,562.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	11,273.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	740,289.
6	Minimum investment return. Enter 5% of line 5	6	37,014.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

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

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	278,322.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	278,322.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	278,215.

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
1 Distributable amount for 2010 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009 0.				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ _____				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 2010, enter the date of the ruling 05/02/1997

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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	10,510.	14,894.	23,486.	31,880.	80,770.
b 85% of line 2a	8,934.	12,660.	19,963.	27,098.	68,655.
c Qualifying distributions from Part XII, line 4 for each year listed	278,322.	343,350.	19,963.	455,460.	1,097,095.
d Amounts included in line 2c not used directly for active conduct of exempt activities	10,000.	10,000.	10,000.	75,000.	105,000.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	268,322.	333,350.	9,963.	380,460.	992,095.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	9,696,561.	9,926,842.	10,193,593.	10,749,944.	40,566,940.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).	8,272,146.	8,294,146.	8,448,071.	8,501,821.	33,516,184.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	24,677.	28,553.	32,316.	46,497.	132,043.
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).					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii).					0.
(3) Largest amount of support from an exempt organization					0.
(4) 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
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 10</p>				
Total				10,000.
<p>b <i>Approved for future payment</i></p>				
Total				▶ 3b

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are 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... [] Yes [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 8/7/2012 Title: TREASURER

Paid Preparer Use Only Print/type preparer's name: STEVEN STERN Preparer's signature: [Signature] Date: 8/7/12 Check [] if self-employed PTIN: P00180118 Firm's name: HECHT AND COMPANY, P.C. Firm's address: 622 THIRD AVENUE NEW YORK, NY 10017 Firm's EIN: 13-2891505 Phone no: 212-819-8000

Schedule of Contributors

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

2010

Name of the organization
NANCY GRAVES FOUNDATION, INC.

Employer identification number
13-3885307

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 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 **NANCY GRAVES FOUNDATION, INC.**

Employer identification number
13-3885307

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	AVERY L. SMITH ----- PO BOX 3831 ----- KINGSTON, NY 12402 -----	\$ 46,000. -----	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	-----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	-----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	-----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	-----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	-----	\$ ----- -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
45,810.		SEE PART IV SCHEDULE A (GRAVES ARTWORK) PROPERTY TYPE: OTHER 42,738.				D	3,072.	
143,858.		SEE PART IV SCHEDULE B (SECURITIES) PROPERTY TYPE: SECURITIES 151,744.				P	-7,886.	
5.		FIDELITY SPARTAN 500 INDEX FD (S/T GAIN PROPERTY TYPE: SECURITIES 0.				P VAR	5.	09/01/2011
3.		FIDELITY INVESTMENT VALUE FUND (S/T GAIN PROPERTY TYPE: SECURITIES				P	3.	09/01/2011
TOTAL GAIN (LOSS)					<u>-4,806.</u>	

NANCY GRAVES FOUNDATION, INC.
 FORM 990-PF
 SEPTEMBER 30, 2011

PART IV - CAPITAL GAINS FOR TAX ON INVESTMENT INCOME
 PART I, LINE 6, NET GAIN OR LOSS FROM SALE OF ASSETS

<u>Description</u>	<u>Type of Art</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Sales Price</u>	<u>Inventory Value</u>	<u>Expense Of Sale</u>	<u>Total Cost</u>	<u>Gain/ Loss</u>
Mushroom & Chinese Calligraphy, 1972 India ink and graphite on paper 30 x 22.5 inches	Drawing	10/21/1995	10/20/2010	7,560 00	9,000.00	3,000 00	12,000 00	-4,440.00
Tea Tree Gully, 1985 Oil and acrylic on canvas (dipyfch) 64.75 x 86.875 inches	Painting	10/21/1995	10/20/2010	38,250 00	29,750.00	988 00	30,738 00	7,512.00
				<u>45,810.00</u>	<u>38,750.00</u>	<u>3,988 00</u>	<u>42,738 00</u>	<u>3,072.00</u>

GRAVES ART SOLD:

NANCY GRAVES FOUNDATION, INC.
 FORM 990-PF
 SEPTEMBER 30, 2011

EIN #13-3885307

PART IV - CAPITAL GAINS FOR TAX ON INVESTMENT INCOME
 PART I, LINE 6, NET GAIN OR LOSS FROM SALE OF ASSETS

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Long Term	Short Term
VARIOUS	12/6/2010	75 000	FIDELITY INV VALUE FUND	5,000 00	5,914 93	(914 93)	
VARIOUS	12/6/2010	142 000	FIDELITY SPARTAN INTL INDEX FUND	5,000 00	5,371 82	(371 82)	
VARIOUS	12/6/2010	575 000	FIDELITY SPARTAN 500 INDEX INV	25,000 00	28,395 33	(3,395 33)	
VARIOUS	3/7/2011	79 000	FIDELITY INV VALUE FUND	5,759 00	6,229 30	(470 30)	
VARIOUS	3/7/2011	164 000	FIDELITY SPARTAN INTL INDEX FUND	6,099 45	6,211 04	(111 59)	
VARIOUS	3/7/2011	256 000	FIDELITY SPARTAN 500 INDEX INV	12,000 00	12,575 29	(575 29)	
VARIOUS	5/2/2011	25,000 000	U S TREASURY NOTES 4 875 DUE 4/30/11	25,000 00	24,851 56	148 44	
VARIOUS	7/6/2011	50,000 000	U S TREASURY NOTES 5 125 DUE 6/30/11	50,000 00	49,830 23	169 77	
VARIOUS	8/11/2011	252 000	FIDELITY SPARTAN 500 INDEX INV	10,000 00	12,364 88	(2,364 88)	
				<u>143,858 45</u>	<u>151,744 38</u>	<u>(7,885 93)</u>	<u>0 00</u>

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ROYALTY INCOME	2,200.	0.	2,200.
TOTALS	<u>2,200.</u>	<u>0.</u>	<u>2,200.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	2,038.	0.	17.	2,021.
TOTALS	<u>2,038.</u>	<u>0.</u>	<u>17.</u>	<u>2,021.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MAINTENANCE OF BOOKS & RECORDS PREPARATION OF FORM 990-PF AND ATTORNEY GENERAL REPORT	9,000. 8,999.	2,250. 2,250.	2,305. 2,305.	6,694. 6,694.
TOTALS	<u>17,999.</u>	<u>4,500.</u>	<u>4,610.</u>	<u>13,388.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	11,292.	565.	653.	10,639.
TOTALS	<u>11,292.</u>	<u>565.</u>	<u>653.</u>	<u>10,639.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PAYROLL PROCESSING FEES	1,845.	0.	15.	1,830.
BUSINESS MEALS & ENTERTAINMENT	350.	0.	1.	174.
COMPUTER EXPENSE	2,316.	0.	19.	2,297.
INSURANCE	6,710.	0.	55.	6,655.
OFFICE EXPENSE	2,523.	0.	21.	2,502.
REPAIRS & MAINTENANCE	4,251.	0.	35.	4,216.
DUES & SUBSCRIPTIONS	743.	0.	6.	737.
SECURITY	2,823.	0.	23.	2,800.
STORAGE	3,066.	0.	25.	3,041.
TELEPHONE	2,210.	0.	18.	2,191.
UTILITIES	7,933.	0.	65.	7,868.
ART COLLECTION INSURANCE	6,000.	0.	49.	5,951.
ART RESTORATION	523.	0.	4.	519.
ART COLLECTION SUPPLIES	235.	0.	6.	233.
SUNDRY	1,557.	0.	13.	1,544.
CUSTODY FEES	765.	765.	765.	0.
TOTALS	43,850.	765.	1,120.	42,558.

NANCY GRAVES FOUNDATION, INC.

#13-3885307

PART II, LINE 10a

INVESTMENTS - US TREASURY OBLIGATIONS

SEPTEMBER 30, 2011

<u>Quantity</u>	<u>Security</u>	<u>Total Cost</u>	<u>Fair Market Value</u>
25000	US TREASURY NOTES 4.625% Due 02-29-12	24,896	25,463
50000	US TREASURY NOTES 4.875% Due 06-30-12	49,857	51,745
75000	US TREAS BOND 4.000% Due 11-15-12	73,000	78,173
50000	US TREASURY NOTES 4.25% Due 11-15-13	49,328	54,145
50000	US TREASURY NOTES 2.375% Due 02-28-15	49,941	53,090
25000	US TREASURY NOTES 2.500% Due 03-31-15	24,988	26,683
50000	US TREASURY NOTES 3.000% Due 02-28-17	49,555	55,085
25000	US TREAS BOND 3.250% Due 03-31-17	25,082	27,890
30000	US TREASURY NOTES 2.750% Due 05-31-17	30,127	32,679
25000	US TREAS BOND 2.750% Due 12-31-17	24,930	27,248
		<u>401,705</u>	<u>432,199</u>

ATTACHMENT 6

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY SPARTAN 500 INDEX FD	155,191.	147,055.
TOTALS	<u>155,191.</u>	<u>147,055.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WORKS OF ART BY NANCY GRAVES	8,272,146.	8,272,146.
OTHER ART WORKS	153,350.	153,350.
INTEREST RECEIVABLE	3,334.	3,334.
TOTALS	<u>8,428,830.</u>	<u>8,428,830.</u>

NANCY GRAVES FOUNDATION, INC.

13-3885307

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SANFORD HIRSCH C/O NANCY GRAVES FOUNDATION INC 450 WEST 31ST STREET NEW YORK, NY 10001	DIR-CHAIR 5.00	32,500.	0.	0.
JANIE C. LEE C/O NANCY GRAVES FOUNDATION INC 450 WEST 31ST STREET NEW YORK, NY 10001	DIR-PRESIDENT 1.00	0.	0.	0.
MICHAEL HECHT HECHT AND COMPANY, PC 622 THIRD AVENUE NEW YORK, NY	DIR-TREASURER 1.00	0.	0.	0.
EUGENE V. KOKOT C/O NANCY GRAVES FOUNDATION INC 450 WEST 31 STREET NEW YORK, NY 10017	DIR-SECRETARY 1.00	0.	0.	0.
WILLIAM K. JOSEPH C/O NANCY GRAVES FOUNDATION INC 450 WEST 31ST STREET NEW YORK, NY 10001	DIR-VICE PRESIDENT 1.00	0.	0.	0.

NANCY GRAVES FOUNDATION, INC.

13-3885307

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
TRISHA BROWN C/O NANCY GRAVES FOUNDATION INC 450 WEST 31ST STREET NEW YORK, NY 10001	DIRECTOR 1.00	0.	0.	0.
LINDA K. KRAMER C/O NANCY GRAVES FOUNDATION INC 450 WEST 31ST STREET NEW YORK, NY 10001	EXECUTIVE DIRECTOR 32.00	75,108.	2,253.	0.
GRAND TOTALS		<u>107,608.</u>	<u>2,253.</u>	<u>0.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

KARIN LANZONI
4304 CALEDONIA WAY
LOS ANGELES, CA 90065

SUPPORT ARTISTIC DEVELOPMENT OF ART

5,000.

SARAH OPPENHEIMER
302 BEDFORD AVENUE, #96
BROOKLYN, NY 11211

SUPPORT ARTISTIC DEVELOPMENT OF ART

5,000.

TOTAL CONTRIBUTIONS PAID

10,000.

Description of Property

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
EQUIPMENT	11/18/1996	290.	100.000			290.	290.	290.	SL	HY	5.000		5		
EQUIPMENT	01/08/1997	8,618.	100.000			8,618.	8,618.	8,618.	SL	HY	5.000		5		
EQUIPMENT	01/13/1997	1,500.	100.000			1,500.	1,500.	1,500.	SL	HY	5.000		5		
EQUIPMENT	01/16/1997	310.	100.000			310.	310.	310.	SL	HY	5.000		5		
EQUIPMENT	05/12/1997	763.	100.000			763.	763.	763.	SL	HY	5.000		5		
EQUIPMENT	07/31/1998	2,845.	100.000			2,845.	2,845.	2,845.	SL		5.000				
EQUIPMENT	12/21/1999	1,075.	100.000			1,075.	1,075.	1,075.	SL		5.000				
EQUIPMENT	01/03/2000	847.	100.000			847.	847.	847.	SL		5.000				
EQUIPMENT	03/20/2000	3,686.	100.000			3,686.	3,686.	3,686.	SL		5.000				
EQUIPMENT	05/09/2000	3,966.	100.000			3,966.	3,966.	3,966.	SL		5.000				
BUILD: NG	01/31/2000	875,400.	100.000			875,400.	235,683.	258,129.	SL		39.000				22,446.
IMPROVEMENTS	04/27/2000	25,690.	100.000			25,690.	6,919.	7,578.	SL		39.000				659.
EQUIPMENT	01/25/2001	250.	100.000			250.	250.	250.	SL		5.000				
EQUIPMENT	07/11/2005	2,934.	100.000			2,934.	2,786.	2,934.	SL		5.000				148.
EQUIPMENT	03/01/2010	2,187.	100.000			2,187.	219.	656.	SL		5.000				437.
Less: Retired Assets															
Subtotals															
930,361. 269,757. 293,447. 23,690.															

Listed Property

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
Less Retired Assets							
Subtotals							
930,361. 269,757. 293,447. 23,690.							

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
Less Retired Assets							
Subtotals							
930,361. 269,757. 293,447. 23,690.							

*Assets Retired
JSA
0XB024 1 000

Attachment 11
PAGE 28

FEDERAL FOOTNOTES

PART IX-A LINE 1,
SUMMARY OF DIRECT CHARITABLE ACTIVITY
CATALOGUING AND MAINTAINING THE NANCY GRAVES ART
COLLECTION AND ORGANIZING THE GRAVES ARCHIVE FOR
FUTURE PUBLIC RESEARCH. ALSO EXPENSES IN
CONNECTION WITH GRANTS IN SUPPORT OF THE WORKS
AND ARTISTIC DEVELOPMENT OF WORTHY ARTISTS.

Attachment 12

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only
All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization NANCY GRAVES FOUNDATION, INC.	Employer identification number 13-3885307
<small>File by the due date for filing your return. See instructions.</small>	Number, street, and room or suite no. If a P.O. box, see instructions. C/O HECHT AND COMPANY, P.C. 622 THIRD AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
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

- The books are in the care of ▶ HECHT AND COMPANY, P.C.

Telephone No. ▶ 212 819-8000 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 05/15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year 20____ or
 ▶ tax year beginning 10/01, 2010, and ending 09/30, 2011.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a 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.	3a	\$ 800.
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.	3b	\$ 823.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- 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 due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number, see instructions	
	NANCY GRAVES FOUNDATION, INC.	<input checked="" type="checkbox"/> X	Employer identification number (EIN) or 13-3885307
	Number, street, and room or suite no. If a P.O. box, see instructions.		Social security number (SSN)
	C/O HECHT AND COMPANY, P.C.	<input type="checkbox"/>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	NEW YORK, NY 10017		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1 2 3 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	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 HECHT AND COMPANY, P.C.
Telephone No. 212 819-8000 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.

- I request an additional 3-month extension of time until 08/15, 2012.
- For calendar year _____, or other tax year beginning 10/01/2010, and ending 09/30, 2011.
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

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	\$ 800.
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	\$ 823.
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 must be completed for Part II only.

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 Date