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Form 990-PF

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

OMB No. 1545-0052

2010

Department of the Treasury Internal Revenue Service Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements 9/30 10/01 2011 , 2010, and ending For calendar year 2010, or tax year beginning G Check all that apply: Initial return Initial Return of a former public charity Final return Amended return Address change Name change Employer identification number THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-2941409 195 NASSAU STREET Telephone number (see the instructions) PRINCETON, NJ 08542 609-921-7655 If exemption application is pending, check here D 1 Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check н Check type of organization: |X| Section 501(c)(3) exempt private foundation here and attach computation . . Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated Fair market value of all assets at end of year J Accounting method: X Cash under section 507(b)(1)(A), check here (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. 1,079,960. (Part I, column (d) must be on cash basis) Part | Analysis of Revenue and (a) Revenue and expenses per books (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in columns (b), (c), and (d) may not necesincome income for charitable purposes sarily equal the amounts in column (a) (cash basis only) (see the instructions)) Contributions, gifts, grants, etc, received (att sch) 807. 2 Ck ► X if the foundn is not req to att Sch B Interest on savings and temporary 2,408 2,408 N/A cash investments 8 Dividends and interest from securities 5a Gross rents 1,170. 1,170. M b Net rental income or (loss) -1,391ت 6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a Capital gain net income (from Part IV, line 2) Net short-term capital gain . 10 a Gross sales less returns and allowances b Less Cost of c Gross profit/(loss) (att sch) 11 Other income (attach schedule) 12 Total. Add lines Attarough 11/1-1 3.578 4.385 Compensation of officers, directors, trustee 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule). b Accounting fees (attach-sch) SEE c Other prof fees (attach-sch) SEE 1,887. 943 2,000. 17 Interest 18 Taxes (attach schedule)(see instr.) SEE STM 3 15,825. Depreciation (attach Ą sch) and depletion Occupancy Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) SEE STATEMENT 4 838 2,071 -1,800. Total operating and administrative 2,071 20,550 -857 expenses. Add lines 13 through 23 42,970 Contributions, gifts, grants paid PART XV 42,970. Total expenses and disbursements. Add lines 24 and 25 63,520 2,071 42,113 Subtract line 26 from line 12: a Excess of revenue over expenses -59,135 and disbursements . . 1,507. b Net investment income (if negative, enter -0-) . C Adjusted net income (if negative, enter -0-)

- EYE	: 11	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only.	Beginning of year		of year
			(See instructions.)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest	3	····		
	2		ary cash investments	638,811.	558,457.	558,457.
	3	Accounts receivable				
		Less: allowance for o				
	4	Pledges receivable				
		Less: allowance for o				
	5	Grants receivable	. ,,,,,,			
	6	Receivables due from offic disqualified persons (attac	ers, directors, trustees, and other characters; trustees, and other characters; characters	824.		
	7	Other notes and loans rece	ervable (attach sch)			
S		Less: allowance for d	doubtful accounts ►			
A S E T	8	Inventories for sale of			·	
	9	Prepaid expenses ar	nd deferred charges			
S	10 a	Investments – U.S. a obligations (attach so	and state government chedule)			
	b	Investments — corporate s	stock (attach schedule)			
	c	: Investments — corporate b	oonds (attach schedule)			
	11	Investments – land, equipment: basis .	buildings, and ► 613,15	6.		
		Less: accumulated depreci	ation	613,156.	613,156.	520,000.
	12				010/1001	020/000.
	13	Investments - other	· -			
	14		equipment: basis			-
		Less' accumulated deprect (attach schedule)	ation			
	15 16	Other assets (descrit	be ► SEE STATEMENT 6) 1,722.	1,504.	1,503.
		see instructions. Also	o, see page 1, item l)	1,254,513.	1,173,117.	1,079,960.
Ļ	17	Accounts payable an	d accrued expenses			
Å	18	Grants payable				
A B						
L	20		ors, trustees, & other disqualified persons		···	
ļ	21		payable (attach schedule)			
I I E S	22	Other liabilities (describ	oe ►	22,261.		
E S	23	Total liabilities (add I	lines 17 through 22)	22,261.	0.	
		Foundations that foll and complete lines 2	lines 17 through 22) low SFAS 117, check here	X		· -
N F E U T N	24	Unrestricted		1,232,252.	1,173,117.	
ΤŇ		Temporarily restricted			· · · · · · · · · · · · · · · · · · ·	
A D	26		ed			
A B S A E T A N		Foundations that do and complete lines 2	not follow SFAS 117, check here. > 27 through 31.			
L L T A	27	Capital stock, trust p	rincipal, or current funds			
S N	28	Paid-in or capital surplus,	or land, building, and equipment fund			
O E R S	29	Retained earnings, accumu	lated income, endowment, or other funds			
RS			und balances (see the instructions).	. 1,232,252.	1,173,117.	
	31	Total liabilities and nation (see the instructions)	net assets/fund balances	1,254,513.	1,173,117.	
Pari	111 /		ges in Net Assets or Fund Bala	nces	1,173,117.	
1	end-o	net assets or tung ba of-year figure reported	alances at beginning of year— Part II, cold on prior year's return)	olumn (a), line 30 (must ag	ree with	1,232,252.
		amount from Part I, I			2	-59,135.
		ncreases not included in lin			3	
4	Add I	ines 1, 2, and 3			4	1,173,117.
5	Decrea	ses not included in line 2 (i			5	
6_	Total	net assets or fund ba	lances at end of year (line 4 minus line			1,173,117.
			· 			

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Form 990-PF (2010) THE WM.		Income			
Part W Capital Gains and	Losses for Tax on Investment	IIICOINE			
(a) List and descr	be the kind(s) of property sold (e.g., re		(b) How acqui P — Purchas	red (C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
2-story brick wareho	ouse; or common stock, 200 shares ML0	C Company)	D - Donato		(monut, day, year)
1a N/A					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed	(g) Cost or other basis		(h) Gain or	(loss)
(e) Gross sales price	(or allowable)	plus expense of sale		(e) plus (f) m	
	 				
a					
b				· · · · · · · · · · · · · · · · · · ·	
<u> </u>					
d					
<u>e</u>					
	wing gain in column (h) and owned by the			(I) Gains (Col	ımn (h)
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (over column (j), if any		gain minus column (than -0-) or Losses (fr	K), DUT NOT IESS om column (h))
	43 01 12/31/03		<u>, </u>		
a					
b					
С					
d					
6					
	If gain, also e	enter in Part I, line 7			
2 Capital gain net income or (n	et capital loss).	enter in Part I, line 7 er -0- in Part I, line 7		2	
		1.45			
3 Net short-term capital gain or	(loss) as defined in sections 1222(5) ar	nd (6):			
	(loss) as defined in sections 1222(5) ar	· · · · · · · · · · · · · · · · · · ·			
If gain, also enter in Part I, Iir	(loss) as defined in sections 1222(5) are 8, column (c) (see the instructions).	· · · · · · · · · · · · · · · · · · ·		3	
If gain, also enter in Part I, Iir in Part I, line 8	ne 8, column (c) (see the instructions). I	If (loss), enter -0-			
If gain, also enter in Part I, lin Part I, line 8 . Part I Qualification Under (For optional use by domestic priva	er Section 4940(e) for Reduced te foundations subject to the section 4940	If (loss), enter -0-	t Income		
If gain, also enter in Part I, ling in Part I, line 8 Part I, line 8 Part I Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the se	er Section 4940(e) for Reduced te foundations subject to the section 4940	Tax on Net Investment 40(a) tax on net investment of any year in the base p	t Income income.)		X No
If gain, also enter in Part I, ling in Part I, line 8 Part I, line 8 Qualification Under (For optional use by domestic privation of the section 4940(d)(2) applies, leave Was the foundation liable for the self Yes,' the foundation does not qualify.	er Section 4940(e) for Reduced te foundations subject to the section 4940 this part blank.	Tax on Net Investment 40(a) tax on net investment of any year in the base polete this part.	t Income income.)		X No
If gain, also enter in Part I, ling in Part I, line 8 Part I, line 8 Qualification Under (For optional use by domestic privation of the section 4940(d)(2) applies, leave Was the foundation liable for the self Yes,' the foundation does not qualify.	this part blank. ection 4942 tax on the distributable amounts for the section 4940 to	Tax on Net Investment 40(a) tax on net investment of any year in the base polete this part.	t Income Income.) period? ny entries.		ratio
If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the set If 'Yes,' the foundation does not qual 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in)	this part blank. action 4942 tax on the distributable amountarity under section 4940(e). Do not compute each column for each year; see the interpretations.	Tax on Net Investment 40(a) tax on net investment of any year in the base polete this part. Instructions before making an (c) Net value of noncharitable-use asse	t Income Income.) period? ny entries.	Yes (d) Distribution	ratio by column (c))
If gain, also enter in Part I, ling in Part I, line 8 Part I, line 8 Part I, line 8 Part I, line 8 Qualification Under (For optional use by domestic priva) If section 4940(d)(2) applies, leave Was the foundation liable for the set if 'Yes,' the foundation does not qualification to the set if 'Yes,' the foundation does not qualificate amount (a) Base period years Calendar year (or tax year beginning in) 2009	this part blank. action 4942 tax on the distributable amount in each column for each year; see the interpretations of the section 4940 (e). Do not companied to the section 4940 (e).	Tax on Net Investment 40(a) tax on net investment of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse	t Income Income.) period? ny entries. ets (, 078.	Yes (d) Distribution	ratio by column (c))
If gain, also enter in Part I, ling in Part I, line 8 Part I, line 8 Qualification Under (For optional use by domestic privation of the second of the seco	this part blank. Section 4940(e) for Reduced to the section 4940 this part blank. Section 4942 tax on the distributable amount of each column for each year; see the reduced this part blank. Section 4942 tax on the distributable amount of the section 4940(e). Do not compare the section 4940(e) and the section 4940(e). Adjusted qualifying distributions 97,570. 99,698.	Tax on Net Investment 40(a) tax on net investment of any year in the base polete this part. Instructions before making an (c) Net value of noncharitable-use asse	t Income income.) period?	Yes (d) Distribution	ratio by column (c)) 0.090925 0.053996
If gain, also enter in Part I, ling in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the set If 'Yes,' the foundation does not qualificate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007	this part blank. In each column for each year; see the interest of the section 4940(e). The section 4940 this part blank. In this par	Tax on Net Investment 40(a) tax on net investment in unt of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342,	t Income Income.) period? ny entries. ts (, 078 , 389 , 381 .	Yes (d) Distribution	ratio by column (c)) 0.090925 0.053996 0.074918
If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the set of Yes, the foundation does not qualificate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006	this part blank. action 4942 tax on the distributable amount each column for each year; see the interpretations. Adjusted qualifying distributions 97,570. 99,698. 100,569. 33,842.	Tax on Net Investment 40(a) tax on net investment of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,345,	t Income Income.) period? ny entries. ts (, 078. , 389. , 381. , 671.	Yes (d) Distribution	ratio by column (c)) 0.090925 0.053996 0.074918 0.025149
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If gain, also enter in Part I, ling in Part I, line 8. Part I, line 8. Qualification Under Improvement In Part I, line 8. Qualification Under Improvement Impro	this part blank. In each column (c) (see the instructions). It is part blank. In each column for each year; see the interpretation of the section of the s	Tax on Net Investment 40(a) tax on net investment in unt of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,042,	t Income income.) period?	(d) Distribution column (b) divided	0.090925 0.053996 0.074918 0.025149 0.054702
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If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the self Yes,' the foundation does not qual 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation. 4 Enter the net value of nonchains.	this part blank. In each column for each year; see the interest of the section 4940 (e). Do not company under section 4940 (e). Do not	Tax on Net Investment 40(a) tax on net investment of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,042, on line 2 by 5, or by the years	t Income Income.) period? ny entries. 48, 389. , 381. , 671. , 569.	yes Open column (b) divided Column (b) divided Column (b) divided	0.090925 0.053996 0.074918 0.025149 0.054702 0.299690 0.059938
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If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the self 'Yes,' the foundation does not qual 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation. 4 Enter the net value of nonchains.	re 8, column (c) (see the instructions). It is a section 4940(e) for Reduced the foundations subject to the section 4940 this part blank. Section 4942 tax on the distributable amountainty under section 4940(e). Do not compare the column for each year; see the interest of the section 4940(e). Adjusted qualifying distributions 97,570. 99,698. 100,569. 33,842. 57,031. The 5-year base period—divide the total on has been in existence if less than 5 years that the section for the section Part X, and the section for the section 4940(e). The section for the section 4940(e). The sect	Tax on Net Investment 40(a) tax on net investment of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,042, on line 2 by 5, or by the years	t Income Income.) period? ny entries. (0,078.,389.,381.,671.,569.	yes Open column (b) divided Column (b) divided Column (b) divided	0.090925 0.053996 0.074918 0.025149 0.054702 0.299690 0.059938 0.059938
If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the self Yes, the foundation does not qual 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the number of years the foundation of years the foundation of the self-self-self-self-self-self-self-self-	re 8, column (c) (see the instructions). For Section 4940(e) for Reduced the foundations subject to the section 4940 this part blank. Section 4942 tax on the distributable amountarity under section 4940(e). Do not compare in each column for each year; see the interpretable distributions 97, 570. 99, 698. 100, 569. 33, 842. 57, 031. The 5-year base period—divide the total on has been in existence if less than 5 years that it is a section of the s	Tax on Net Investment 40(a) tax on net investment in unt of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,345, 1,042, on line 2 by 5, or by the rears	t Income Income.) period? ny entries. (1, 078, 389, 381, 671, 569	Column (b) divided 2 3 4 1 5	0.090925 0.053996 0.074918 0.025149 0.054702 0.299690 0.059938 100,769. 65,978.
If gain, also enter in Part I, lin in Part I, line 8 Qualification Under (For optional use by domestic private If section 4940(d)(2) applies, leave Was the foundation liable for the self 'Yes,' the foundation does not quate 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beginning in) 2009 2008 2007 2006 2005 2 Total of line 1, column (d)	re 8, column (c) (see the instructions). For Section 4940(e) for Reduced the foundations subject to the section 4940 this part blank. Section 4942 tax on the distributable amountarity under section 4940(e). Do not compare in each column for each year; see the interpretable distributions 97, 570. 99, 698. 100, 569. 33, 842. 57, 031. The 5-year base period—divide the total on has been in existence if less than 5 years that it is a section of the s	Tax on Net Investment 40(a) tax on net investment in unt of any year in the base projecte this part. Instructions before making an (c) Net value of noncharitable-use asse 1,073, 1,846, 1,342, 1,345, 1,042, on line 2 by 5, or by the rears	t Income Income.) period? ny entries. (1, 078, 389, 381, 671, 569	Column (b) divided 2 3 4 1 5	0.090925 0.053996 0.074918 0.025149 0.054702 0.299690 0.059938 0.059938

Forn	n 990-PF (2010) THE WM. BRYCE THOMPSON FOUNDATION, INC 22-	-2941409	Page 4
P &	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948- see	the instruct	ions)
1:	a Exempt operating foundations described in section 4940(d)(2), check here ▶ and enter 'N/A' on line 1.		
	Date of ruling or determination letter: (attach copy of letter if necessary— see instr.)		
I	b Domestic foundations that meet the section 4940(e) requirements in Part V,	1	30.
	check here ► and enter 1% of Part I, line 27b		
	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable		
_	foundations only. Others enter -0-)	. 2	0.
3	Add lines 1 and 2	3	30.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment incomeSubtract line 4 from line 3. If zero or less, enter -0.	. 5	30.
6	Credits/Payments:		
	a 2010 estimated tax pmts and 2009 overpayment credited to 2010	-	
	b Exempt foreign organizations – tax withheld at source	- (
	c Tax paid with application for extension of time to file (Form 8868)		
	d Backup withholding erroneously withheld	_	1 450
7		7	1,473.
8	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,443.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax 1, 443. Refunded TYLA Statements Regarding Activities	<u> </u>	0.
-			Yes No
1 a	a 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?		Yes No
ŀ	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		1b X
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials per or distributed by the foundation in connection with the activities	ıblıshed	
	c Did the foundation file Form 1120-POL for this year?		1c X
	d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
	(1) On the foundation $\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \$	0.	
•	e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed foundation managers . ▶ \$ 0.	l on	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2 X
2	If 'Yes,' attach a detailed description of the activities		Z
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articl of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	es	3 X
48	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a X
Ŀ	of 'Yes,' has it filed a tax return on Form 990-T for this year?		4b N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5 X
	If 'Yes,' attach the statement required by General Instruction T		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
	● By language in the governing instrument, or		, ,
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that with the state law remain in the governing instrument?	conflict	
			6 X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV .		7 X
88	Enter the states to which the foundation reports or with which it is registered (see the instructions)		
t	of the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation		8b X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) of for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete	or 4942(j)(5) e Part XIV	9 X
10			10 X
BAA		Fc	orm 990-PF (2010)

100.00	n 990-PF (2010) THE WM. BRYCE THOMPSON FOUNDATION, INC.	22	2941409	Page 5
FEL	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 instructions)		11	х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	ore	12	l x
13	Did the foundation comply with the public inspection requirements for its annual returns and exwebsite address	kemption applicat		Х
14		elephone no.		(555
		P + 4 ► <u>085</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu oForm 1041 — Check and enter the amount of tax-exempt interest received or accrued during the year		. N/2 15	A. ► ∐ N/A
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or bank, securities, or other financial account in a foreign country?	other authority o	ver a 16	Yes No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' entering country	er the name of th	e	
िक्षा	Statements Regarding Activities for Which Form 4720 May Be Requi	red		
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes No
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	XNo	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No	<u> </u>
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	Yes	XNo	
	(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.)	າ []Yes	XNo	
t	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions descri Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the i	bed in nstructions)?	1b	N/A
	Organizations relying on a current notice regarding disaster assistance check hera	. ►		
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than except that were not corrected before the first day of the tax year beginning in 2010?	ed acts,	1c	Х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation we private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):	as a		
8	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?	Tyes	XNo	
	If 'Yes,' list the years ► 20 , 20 , 20 , 20	لـــا		
b	Are there any years listed in 2a for which the foundation i snot applying the provisions of section (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section			
	all years listed, answer 'No' and attach statement— see the instructions.)		2b	N/A
c	: If the provisions of section 4942(a)(2) are being applied toany of the years listed in 2a, list the	vears here.		
	► 20, 20, 20	•		
_				
38	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X No	
b	olf 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the found or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period aby the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or beque (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720)	idation approved		
	(3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720 determine if the foundation had excess business holdings in 2010.)	est; or), to 	. 3b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		. <u>- 50</u>	
t	Did the foundation make any investment in a prior year (but after December 31, 1969) that cou jeopardize its charitable purpose that had not been removed from jeopardy before the first day the tax year beginning in 2010?	of	4b	X
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Form 990-PF (2010) THE WM. BRYCE THOM				941409 Page (
Pari VI B Statements Regarding Activiti	es for Which Form	1 4720 May Be Req	uired (continued)
5a During the year did the foundation pay or incu	-		<u> </u>	
(1) Carry on propaganda, or otherwise attempt	ot to influence legislation	on (section 4945(e))?	Yes 2	No No
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	lic election (see sectionation drive?	n 4955); or to carry	Yes 2	No 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 the in section 509(a)(1), (2), or (3), or section	nan a charitable, etc, o 4940(d)(2)? (see instri	rganization described uctions)	Yes	No No
(5) Provide for any purpose other than religion educational purposes, or for the prevention	us, charitable, scientific n of cruelty to children	o, literary, or or animals?	Yes	No No
b If any answer is 'Yes' to 5a(1)-(5), didany of the described in Regulations section 53.4945 or in	ne transactions fail to c a current notice regar		ions	5b N/A
(see instructions)?Organizations relying on a current notice rega		ce check hera	▶ [JB N/A
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respons	the foundation claim ex sibility for the grant? .	emption from the	.N/A Yes	No
If 'Yes,' attach the statement required by Regi	ulations section 53 494.	5-5(d)	_	
6a Did the foundation, during the year, receive ar on a personal benefit contract?	ny funds, directly or ind	lirectly, to pay premium:	s Yes	₹No
b Did the foundation, during the year, pay premi	iums, directly or indirec	tly, on a personal bene	fit contract?	. 6b X
7a At any time during the tax year, was the found	dation a party to a proh	ubited tax shelter transa	action? . Yes	K No
b If yes, did the foundation receive any proceed				N/A 7b
शिक्षण 🕪 Information About Officers, Di and Contractors	rectors, Trustees,	Foundation Manag	gers, Highly Paid	Employees,
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	ructions).	
(a) Name and address	(b) Title and average hours per week devoted to position		(d) Contributions to employee benefit plans and deferred compensation	other allowances
SEE STATEMENT 7			- CONTINUE PROGRAMMENT	
		0.	0	
2 Compensation of five highest-paid employee	s (other than those inc	luded on lin e 1 see inst	ructions). If none, en	ter '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	other allowances
NONE				
Total number of other employees paid over \$50,000	TEE 0.2061	770240		Form 990 PF (2010)

Form 990-PF (2010) THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-2 Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid and Contractors (continued)	941409 Page 7 Employees,
3 Five highest-paid independent contractors for professional services (see 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	▶ 0
Page IX A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
`	-
2	
	_
3	
·	-
	-
4	
	_
Summary of Program-Related Investments (see instructions)	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	7 WHOCH TO
	_
2	_ :
	-
All other program-related investments. See instructions.	
3	
	-
	-
Total. Add lines 1 through 3	0.
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Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes: 1a **b** Average of monthly cash balances 597,532 1 b c Fair market value of all other assets (see instructions) 1 c 520,000. ,117,532. e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 2 Subtract line 2 from line 1d 3 1,117,532. Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) 16,763. 5 Net value of noncharitable-use assetsSubtract line 4 from line 3. Enter here and on Part V, line 4 1,100,769. Minimum investment return Enter 5% of line 5 6 55,038. विक्रिक्त Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here \(\square\) and do not complete this part.) Minimum investment return from Part X, line 6 55,038. 2a Tax on investment income for 2010 from Part VI, line 5 b Income tax for 2010. (This does not include the tax from Part VI.) 2b c Add lines 2a and 2b 2c 30. Distributable amount before adjustments. Subtract line 2c from line 1 3 55,008. Recoveries of amounts treated as qualifying distributions 4 1,800. 5 56,808. 6 6 Distributable amountas adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 56,808. Part XI Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26... 1 a 43,913. **b** Program-related investments – total from Part IX-B 1b 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes . . . 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required)..... За **b** Cash distribution test (attach the required schedule) ... 3b 43,913. Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 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 instructions) 5 Adjusted qualifying distributions. Subtract line 5 from line 4 6 43,913.

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Form 990-PF (2010)

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.

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI,				56,808.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only	<u>. </u>		0.	· - · · · · · · · · · · · · · · · · · ·
b Total for prior years: 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007.				
d From 2008 e From 2009				
e From 2009	35,018.			
4 Qualifying distributions for 2010 from Part	33,016.			
XII, line 4: ► \$ 43,913.			·	
a Applied to 2009, but not more than line 2a.			0.	
		,	Ţ,	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus				
(Election required – see instructions)	0.			
d Applied to 2010 distributable amount	<u> </u>			43,913.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 .	12,895.			12,895.
(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:	22 122			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	22,123.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-		<u> </u>		
ed income for which a notice of deficiency				
has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2009. Subtract line 4a from				
line 2a. Taxable amount — see instructions			0.	
6 the distributed in some for 2010. Subtract lines				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be				_
distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3)	0.			
(see instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
	<u> </u>			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	22,123.			
10 Analysis of line 9:	20, 220.			
a Excess from 2006 .				
b Excess from 2007				
c Excess from 2008				- S €
d Excess from 2009 22, 123.				
e Excess from 2010				48 . S. d.

Part XM Private Operating Foundation			VII-A guestion (22-2341403	N/A
1a If the foundation has received a ruling or d is effective for 2010, enter the date of the	etermination letter				N/A
b Check box to indicate whether the foundat	ion is a private ope	rating foundation o	described in section	4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum investment return from Part X for each year listed	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed.					
d Amounts included in line 2c not used directly for active conduct of exempt activities.					
 Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c 					
Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:			-		
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					
Supplementary Information assets at any time during the	(Complete this e year — see in	part only if the structions.)	organization ha	id \$5,000 or mor	e in
Information Regarding Foundation Manage a List any managers of the foundation who had close of any tax year (but only if they have W. BRYCE THOMPSON, IV	ave contributed mo	ore than 2% of the than \$5,000). (See	total contributions re section 507(d)(2).)	eceived by the found	ation before the
b List any managers of the foundation who o a partnership or other entity) of which the NONE	wn 10% or more of foundation has a 10	the stock of a cor 0% or greater intere	poration (or an equa est.	ally large portion of t	he ownership of
2 Information Regarding Contribution, Gran	t. Gift. Loan, Schol	arshin etc Progra	ıms:		
Check here X if the foundation only makes	akes contributions	to preselected cha	ritable organizations	and does not accep anizations under other	ot unsolicited er conditions,
complete items 2a, b, c, and d. a The name, address, and telephone number	of the person to w	hom applications s	should be addressed	 I:	
b The form in which applications should be s	ubmitted and inforr	nation and materia	ls they should includ	de:	
c Any submission deadlines:					
d Any restrictions or limitations on awards, so	uch as by geograph	nical areas, charital	ble fields, kinds of in	nstitutions, or other f	actors:

3 Grants and Contributions Paid During the Ye	ar or Approved for Fut	ure Pavmen	ıt	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	Contribution	
a Paid during the year SEE STATEMENT 8				
Tabel	L <u>.,</u> .		► 3a	42 070
Total			► 3a	42,970.
		1	1	
Total			▶ 2b	

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	•			
10 2 3 YOV - /A	Analysis	of Income-F	Producina	Activities

r gross amounts unless otherwise indicated.	Unrelated business income		Excluded by	section 512, 513, or 514	(e)
D	(a) Business code	(b) Amount	(c) Exclu- sion	(d) Amount	Related or exempt function income (see the instructions
Program service revenue:			code		
;					
			 		
Fees and contracts from government agencies		· · · · · · · · · · · · · · · · · · ·			
Membership dues and assessments .					
Interest on savings and temporary cash investments			14	2,408.	
Dividends and interest from securities					· · · · · · · · · · · · · · · · · · ·
Net rental income or (loss) from real estate:					
Debt-financed property					
Not debt-financed property			16	-1,391.	
Net rental income or (loss) from personal property			-		, , , , , , , , , , , , , , , , , , , ,
Other investment income			 		
Gain or (loss) from sales of assets other than inventory .			 		·
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory					
Other revenue:					
I					
					· · · · · · · · · · · · · · · · · · ·
Subtotal. Add columns (b), (d), and (e)				1,017.	· · · · · · · · · · · · · · · · · · ·
Total. Add line 12, columns (b), (d), and (e)					1,017
worksheet in line 13 instructions to verify calculation					
Relationship of Activities to the	Accomplis	hment of Exemp	t Purposes	5	
Explain below how each activity for which inc accomplishment of the foundation's exempt p	ome is report	ed in column (e) of P	art XVI-A co	ntributed importantly	to the
accomplishment of the foundation's exempt p					
// A		- '			
				· · · · · · · · · · · · · · · · · · ·	

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Form 990-PF (2010) THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-2941409 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	Yes No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527,	
relating to political organizations?	
a Transfers from the reporting foundation to a noncharitable exempt organization of:	
(1) Cash	. 1a(1) X
(2) Other assets	1a (2) X
b Other transactions:	
(1) Sales of assets to a noncharitable exempt organization	. 1b(1) X
(2) Purchases of assets from a noncharitable exempt organization	1b(2) X
(3) Rental of facilities, equipment, or other assets	1b (3) X
(A) Pointhingsment arrangements	1b (4) X
(5) Loans or loan guarantees	1b (5) X
(C) Performance of any series of any series of the series	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c X
d If the answer to any of the above is 'Yes,' complete the following schedule. Column(b) should always show the f	air market value of
the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair r	narket value in
any transaction or sharing arrangement, show in column(d) the value of the goods, other assets, or services rec	
(a) Line no. (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transaction	s, and sharing arrangements
N/A	
	
2a is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations	m. m.
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?	Yes X No
b If 'Yes,' complete the following schedule.	
(a) Name of organization (b) Type of organization (c) Description (of relationship
N/A	
Under penalties of penury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my kno correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.	owledge and belief, it is true,
	_
Sign	BLOG V.P
	2100
Sightfure of officer or trustee Date Title	<u> </u>
Print/Type preparer's name Preparer's signature Date Check if] _{if} PTIN
Paid KEVIN M. OWENS, CPA KEVIN M. OWENS, CPA 8/3/12 self-employed	d N/A
Preparer Firm's name WILLS, OWENS & BAKER, P.C. Firm's EIN ► N.	/A
Jse Only Fum's address 15 ROSZEL ROAD, SUITE 104	
	609) 951-9100
BAA	Form 990-PF (2010)

2010	FEDERAL STATEMENTS	PAGE 1
CLIENT WILL16 T	THE WM. BRYCE THOMPSON FOUNDATION, INC.	22-2941409
8/03/12 STATEMENT 1 FORM 990-PF, PART I, LINE 1 ACCOUNTING FEES	16B	09:39AM
ACCOUNTING FEES .	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME TOTAL \$ 1,887. \$ 0.	(D) CHARITABLE PURPOSES \$ 943. \$ 943.
STATEMENT 2 FORM 990-PF, PART I, LINE 1 OTHER PROFESSIONAL FEE	16C ES	
APPRAISAL FEES	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME **TOTAL \$ 2,000. \$ 0.	(D) CHARITABLE PURPOSES \$ 0.
STATEMENT 3 FORM 990-PF, PART I, LINE 1 TAXES	18	
REAL ESTATE TAXES	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME TOTAL \$ 15,825. \$ 0.	(D) CHARITABLE PURPOSES \$ 0.
STATEMENT 4 FORM 990-PF, PART I, LINE 2 OTHER EXPENSES	23	
INSURANCE	(A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME \$ 422.	(D) CHARITABLE PURPOSES
LICENSES AND FEES MISCELLANEOUS RECOVERY OF AMTS TREATE RENTAL EXPENSES	-1,800. 	\$ -1,800.
REPAIRS AND MAINTENANCE WRITE OFF OUSTANDING CH		\$ -1,800.

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010	FEDERAL STATEME	ENTS	PAG	iE 2
LIENT WILL16	THE WM. BRYCE THOMPSON FOUN	IDATION, INC.	22-294	11409
/03/12			09	:28A
STATEMENT 5 FORM 990-PF, PART II, LINI INVESTMENTS - LAND, BUI	E 11 LDINGS, AND EQUIPMENT			
CATEGORY	ACCU BASIS DEPR		FAIR MARKE	T
LAND	TOTAL \$ 613,156. \$ 613,156. \$	0. \$ 613,1 613,1		
STATEMENT 6 FORM 990-PF, PART II, LINI OTHER ASSETS	E 15		EATD MADVET	·
DUE FROM AFFILIATES ESCROW. ROUNDING		. 1,40	7. \$ 97 6. 1,406	•
STATEMENT 7 FORM 990-PF, PART VIII, LI	NE 1 TORS, TRUSTEES, AND KEY EMPLO	YEES		
FORM 990-PF, PART VIII, LI	TORS, TRUSTEES, AND KEY EMPLO TITLE AND AVERAGE HOURS	CC COMPEN- BUT	ONTRI- EXPENS 'ION TO ACCOUN' P & DC OTHE	T/
FORM 990-PF, PART VIII, LI LIST OF OFFICERS, DIREC	TORS, TRUSTEES, AND KEY EMPLO TITLE AND AVERAGE HOURS	CC COMPEN- BUT	'ION TO ACCOUN'	T/
NAME AND ADDR W. BRYCE THOMPSON, IV 195 NASSAU STREET	TORS, TRUSTEES, AND KEY EMPLO TITLE AND AVERAGE HOURS PER WEEK DEVOTED PRES/TREAS 1	COMPEN- BUT SATION EBI	'ION TO ACCOUN' P & DC OTHE	T/ <u>R</u> 0.
NAME AND ADDR W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08542 W. BRYCE THOMPSON, V 195 NASSAU STREET	TITLE AND AVERAGE HOURS PER WEEK DEVOTED PRES/TREAS 1 TRUSTEE 1	COMPEN- BUT SATION EBI	O. \$	T/ <u>R</u> 0.
NAME AND ADDR NAME AND ADDR W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08542 W. BRYCE THOMPSON, V 195 NASSAU STREET PRINCETON, NJ 08542 LISE L. THOMPSON-BRANI 195 NASSAU STREET	TITLE AND AVERAGE HOURS PER WEEK DEVOTED PRES/TREAS 1 TRUSTEE 1 TRUSTEE 1	COMPEN- BUT SATION EBI	O. \$	0. 0.
NAME AND ADDR W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08542 W. BRYCE THOMPSON, V 195 NASSAU STREET PRINCETON, NJ 08542 LISE L. THOMPSON-BRANI 195 NASSAU STREET PRINCETON, NJ 08542 LISE L. THOMPSON-BRANI 195 NASSAU STREET PRINCETON, NJ 08542 HANNAH CHAPMAN THOMPSO 195 NASSAU STREET	TITLE AND AVERAGE HOURS PER WEEK DEVOTED PRES/TREAS 1 TRUSTEE 1 DER TRUSTEE 1 TRUSTEE 1 TRUSTEE 1	COMPEN- BUT EBI \$ 0. \$ 0.	O. \$	T/ R 0.
NAME AND ADDR W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08542 W. BRYCE THOMPSON, V 195 NASSAU STREET PRINCETON, NJ 08542 LISE L. THOMPSON-BRANI 195 NASSAU STREET PRINCETON, NJ 08542 HANNAH CHAPMAN THOMPSO 195 NASSAU STREET PRINCETON, NJ 08542 BARTON LIPPINCOTT THOM 195 NASSAU STREET	TITLE AND AVERAGE HOURS PER WEEK DEVOTED PRES/TREAS 1 TRUSTEE 1 DER TRUSTEE 1 TRUSTEE 1 TRUSTEE 1 TRUSTEE 1 TRUSTEE 1	COMPEN- BUT EBI SATION \$ 0.	O. \$ O. \$ O. \$	0. 0.

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

8/03/12

09:28AM

STATEMENT 8 FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ST. ALPHONSUS CHURCH 54 EAST PROSPECT STREET HOPEWELL, NJ 08525	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 3,000.
AMERICAN RED CROSS 707 ALEXANDER ROAD, SUITE 101 PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	6,500.
AMWELL VALLEY AMBULANCE CORP 1141 OLD YORK ROAD RINGOES, NJ 08551	N/A	P/CHAR	UNRESTRICTED DONATION	200.
AMWELL VALLEY FIRE COMPANY 22 JOHN RINGO ROAD RINGOES, NJ 08551	N/A	P/CHAR	UNRESTRICTED DONATION	500.
ANCHOR HOUSE FOUNDATION P.O. BOX 2357 TRENTON, NJ 08607	N/A	P/CHAR	UNRESTRICTED DONATION	700.
CLOUD NINE RESCUE FLIGHTS 1738 E. THIRD ST. PMB #128 WILLIAMSPORT, PA 17701	N/A	P/CHAR	UNRESTRICTED DONATION	150.
CONSERVE WILDLIFE FOUNDATION OF NJ P.O. BOX 420 TRENTON, NJ 08625	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
FRIENDS OF ELI PARK 6 CORYELL STREET LAMBERTVILLE, NJ 08530	N/A	P/CHAR	UNRESTRICTED DONATION	150.
PRINCETON UNIVERSITY ART MUSEUM 1 NASSAU HALL PRINCETON, NJ 08544	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
FRIENDS OF THE NEW JERSEY STATE MUSEUM 205 WEST STATE STREET TRENTON, NJ 08608	N/A	P/CHAR	UNRESTRICTED DONATION	300.
HARLINGEN REFORMED CHURCH 34 DUTCHTOWN ROAD BELLE MEAD, NJ 08502	N/A	P/CHAR	UNRESTRICTED DONATION	150.

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

8/03/12

09:28AM

STATEMENT 8 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HUMAN INTERVENTION FOOD PANTRY TRUST P.O. BOX 190 MONMOUTH JUNCTION, NJ 08852	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 200.
HAVEN FOR HOPE FOR KIDS P.O. BOX 292 HOPE, NJ 07844	N/A	P/CHAR	UNRESTRICTED DONATION	200.
HUNTERDON COUNTY YMCA 144 W. WOODSCHURCH ROAD FLEMINGTON, NJ 08822	N/A	P/CHAR	UNRESTRICTED DONATION	200.
KOMEN NJ RACE FOR THE CURE 785 SPRINGFIELD AVENUE SUMMIT, NJ 07901	N/A	P/CHAR	UNRESTRICTED DONATION	750.
MARCH OF DIMES NEW JERSEY CHAPTER 2400 MAIN STREET EXT., SUITE 1 SAYREVILLE, NJ 08872	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
MCCARTER THEATRE 91 UNIVERSITY PLACE PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	5,000.
MERCER ALLIANCE FOR THE MENTALLY ILL 3371 US HIGHWAY 1 #124 LAWRENCEVILLE, NJ 08648	N/A	P/CHAR	UNRESTRICTED DONATION	500.
MORVEN MUSEUM AND GARDEN 55 STOCKTON STREET PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	400.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR. RESTON, VA 20190	N/A	P/CHAR	UNRESTRICTED DONATION	200.
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS, NJ 07931	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
NEW JERSEY FARM BUREAU 168 WEST STATE STREET TRENTON, NJ 08608	N/A	P/CHAR	UNRESTRICTED DONATION	100.

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

8/03/12

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STATEMENT 8 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE	FOUND- ATION	PURPOSE OF	A MOLINIUM
NAME AND ADDRESS NJTL OF TRENTON 439 SOUTH BROAD STREET, SUITE 208 TRENTON, NJ 08611	RELATIONSHIP N/A	STATUS P/CHAR	GRANT UNRESTRICTED DONATION	\$ AMOUNT 200.
PRINCETON ACADEMY OF THE SACRED HEART 1128 GREAT ROAD PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
PRINCETON CENTER FOR LEADERSHIP TRAINING 911 COMMONS WAY PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	500.
PRINCETON EDUCATION FOUNDATION P.O. BOX 176 PRINCETON, NJ 08542	N/A	P/CHAR	UNRESTRICTED DONATION	5,000.
PRINCETON HEALTHCARE SYSTEM FOUNDATION 3626 US HIGHWAY 1 PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	2,000.
PRINCETON LATIN ACADEMY FOUNDATION 174 LAMBERTVILLE-HOPEWELL RD. HOPEWELL, NJ 08525	N/A	P/CHAR	UNRESTRICTED DONATION	2,500.
SCHOOL OF PLANNING AND PUBLIC POLICY 33 LIVINGSTON AVE. NEW BRUNSWICK, NJ 08901	N/A	P/CHAR	UNRESTRICTED DONATION	200.
ST. PAUL'S CHURCH 214 NASSAU STREET PRINCETON, NJ 08542	N/A	P/CHAR	UNRESTRICTED DONATION	350.
STONY BROOK MILLSTONE WATERSHED ASSOCIAT 31 TITUS MILL ROAD PENNINGTON, NJ 08534	N/A	P/CHAR	UNRESTRICTED DONATION	210.
STUART COUNTRY DAY SCHOOL OF THE SACRED 1200 STUART ROAD PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

TOTAL \$ 42,970.

8/03/12

09:28AM

STATEMENT 8 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	 AMOUNT
THE BRADY CENTER TO PREVENT GUN VIOLENCE P.O. BOX 96637 WASHINGTON, DC 20077	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 100.
THE COLLEGE OF NEW JERSEY FOUNDATION 200 PENNINGTON ROAD EWING, NJ 08628	N/A	P/CHAR	UNRESTRICTED DONATION	250.
THE CRAWFORD HOUSE 362 SUNSET ROAD SKILLMAN, NJ 08558	N/A	P/CHAR	UNRESTRICTED DONATION	200.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	N/A	P/CHAR	UNRESTRICTED DONATION	2,500.
THE PENNINGTON SCHOOL 112 WEST DELAWARE AVE. PENNINGTON, NJ 08534	N/A	P/CHAR	UNRESTRICTED DONATION	2,500.
PLANNED PARENTHOOD ASSOCIATION OF MERCER 437 EAST STATE STREET TRENTON, NJ 08608	N/A	P/CHAR	UNRESTRICTED DONATION	300.
THIRTEEN 825 EIGHTH AVENUE NEW YORK, NY 10019	N/A	P/CHAR	UNRESTRICTED DONATION	160.
TRINTIY COUNSELING SERVICE 22 STOCKTON STREET PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	500.
WOMANSPACE 1212 STUYVESANT AVENUE TRENTON, NJ 08618	N/A	P/CHAR	UNRESTRICTED DONATION	300.

Form **8868** (Rev January 2011)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

OMB No. 1545-1709

If you ar	e filing for an Automatic 3-Month Extension, cor	nplete only	Part and check this box			► X
-	e filing for an Additional (Not Automatic) 3-Mont <i>olete Part II unless</i> you have already been grante			•		
Electronic f corporation request an e Associated	iling (e-file). You can electronically file Form 8868 required to file Form 990-T), or an additional (no extension of time to file any of the forms listed in With Certain Personal Benefit Contracts, which ming of this form, visit www irs gov/efile and click of the contracts.	If you need to automatic Part I or P	d a 3-month automatic extension of time) 3-month extension of time. You can ele art II with the exception of Form 8870, it t to the IRS in paper format (see instruct	to file ectron	e (6 months ically file Fo ation Return	orm 8868 to
Fari A	utomatic 3-Month Extension of Time.	Only subi	mit original (no copies needed).			
	n required to file Form 990-T and requesting an			omple	te Part I on	ly ►
All other col	porations (including 1120-C filers), partnerships, returns	REMICS, a	and trusts must use Form 7004 to reques	t an e	xtension of	time to file
_	Name of exempt organization			Empl	oyer identificat	lon number
Type or print						
File by the	THE WM. BRYCE THOMPSON FOUNDATION, INC.					<u> </u>
due date for filing your	Number, street, and room or suite number. If a P O. box, see i	nstructions.				
return See	City, town or post office, state, and ZIP code For a foreign add	trace can inch	ichans			
madactoria.		11622' 266 111201	icuoris			
	PRINCETON, NJ 08542					
Enter the Re	eturn code for the return that this application is f	or (file a se	parate application for each return)			04
Application Is For		Return Code	Application Is For			Return Code
Form 990		01	Form 990-T (corporation)			07
Form 990-BI		02 Form 1041-A				08
Form 990-E		03	Form 4720			09
Form 990-PI	: 	04	Form 5227			10
	(section 401(a) or 408(a) trust)	05	Form 6069			11
Form 990-T	(trust other than above)	06	Form 8870			12
Telephone If the org If this is check the	e No. ► 609-921-7655 ganization does not have an office or place of but for a Group Return, enter the organization's four is box. ► . If it is for part of the group, check is for is for.	digit Group	e United States, check this box b Exemption Number (GEN) If	this is		
untıl _	st an automatic 3-month (6 months for a corpora $5/15$, 20 12 , to file the exempt or tension is for the organization's return for: calendar year 20 or tax year beginning $10/01$, 20 10	ganization r	eturn for the organization named above.			
	ax year entered in line 1 is for less than 12 montaining period	ths, check r	eason: Initial return Fin	al retu	ırn	
3a If this a	application is for Form 990-BL, 990-PF, 990-T, 4 undable credits. See instructions		9, enter the tentative tax, less any	3a	\$	30.
payme	application is for Form 990-PF, 990-T, 4720, or 6 nts made. Include any prior year overpayment al	lowed as a	credit	3 b	\$	1,473.
EFTPS	e due.Subtract line 3b from line 3a. Include you (Electronic Federal Tax Payment System). See	instructions	<u> </u>	36		0.
Caution. If y payment ins	ou are going to make an electronic fund withdrav tructions.	wal with this	Form 8868, see Form 8453-EO and For	m 887	9-EO for	

Form 8868	(Rev 1-2011)				Page 2
• If you a	are filing for an Additional (Not Automatic) 3-Mon	th Extensio	on, complete only Part II and check	this box	► X
-	complete Part II if you have already been grante		-	ısly filed Form 8868.	
	are filing for an Automatic 3-Month Extension, co				
TEOURILE V	Additional (Not Automatic) 3-Month Ext	ension of	Time. Only file the original (
	Name of exempt organization			Employer identification numbe	r
Type or	THE WM. BRYCE THOMPSON FOUNDAT	TON THE	-	22-2941409	
print	Number, street, and room or suite number. If a P.O. box, see ins			22-2941409	
File by the		d detions			
extended due date for	WILLS, OWENS & BAKER, P.C. 15 ROSZEL ROAD, SUITE 104				
filing the return See	City, town or post office, state, and ZIP code. For a foreign addre	ss. see instruct	ons.		
instructions	PRINCETON, NJ 08540	,			
	TRANSPORT NO 00040	· · - · · · · · · · · · · · · · · · · ·			
Enter the F	Return code for the return that this application is for	or (file a sep	parate application for each return).		04
Application	1	Return	Application		Return
Is For		Code	ls For		Code
Form 990		01	Line Courses Albertain		
Form 990-E	BL	02	Form 1041-A		08
Form 990-E	Z	03	Form 4720		09
Form 990-F	··· ·· · · · · · · · · · · · · · · ·	04	Form 5227		10
Form 990-T	(section 401(a) or 408(a) trust)	05	Form 6069		11
	(trust other than above)	06	Form 8870		12
	not complete Part II if you were not already grant	ed an auton	natic 3-month extension on a previo	ously filed Form 8868.	
	ks are in care of . THE FOUNDATION				
		FAX No. ►			
	ganization does not have an office or place of but				
• If this is	for a Group Return, enter the organization's four	digit Group	Exemption Number (GEN)	. If this	is for the
	o, check this box [] . If it is for part of the gr	oup, check ti	his box and attach a list wit	th the names and EINs of	i all
	ne extension is for.	0/15	20 12		
5 For ca	est an additional 3-month extension of time until	_ <u>0/15</u>	, 20 <u>12</u> .	0/30 20 1	1
6 If the	elendar year , or other tax year beginning tax year entered in line 5 is for less than 12 mont	pc cpock to	eason: Initial return	Final return	± .
	nange in accounting period	iis, check it	ason initial return	rmarretum	
	in detail why you need the extension Taxp	aver re	spectfully requests add	ditional time to	
	her information necessary to fi				
985	ici_inioimation_necessary_co_ii	76 8 601	ibiece and accorate car	Tiecurii.	. – – – –
On If this	application is for Form 000 PL 000 PE 000 T 43	720 0* 6060	optor the tentature toy loss on.		
nonref	application is for Form 990-BL, 990-PF, 990-T, 47 fundable credits. See instructions		enter the tentative tax, less any	. 8a\$	30.
b If this payme	application is for Form 990-PF, 990-T, 4720, or 60 ents made. Include any prior year overpayment all	069. enter a	ny refundable credits and estimated credit and any amount paid previous	tax	1,473.
	ce due. Subtract line 8b from line 8a. Include you				
EFTPS	S (Electronic Federal Tax Payment System). See	instructions		8c\$	0.
	•		Verification		
Under penalties correct, and con	of perjury, I declare that I have examined this form, including accorplete, and that I am authorized to prepare this form.	mpanying sche	dules and statements, and to the best of my kno	owledge and belief, it is true,	
Signature >	L' M Dia Title ►	CPA		Date ► 5/2//2	
BAA		FIFZ0502L	11/15/10		Rev 1-2011)