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Form 990-PF

Return of Private Foundation

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

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 11-01-2010, and ending 10-31-2011

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
MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) PO BOX 547918 Room/suite

City or town, state, and ZIP code
ORLANDO, FL 32854

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) \$ 49,314,889 **J** Accounting method Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number

59-6166589

B Telephone number (see page 10 of the instructions)
(407) 841-8253**C** If exemption application is pending, check here **D** 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation **E** If private foundation status was terminated under section 507(b)(1)(A), check here **F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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)				
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.	978,638	978,638	978,638	
5a	Gross rents	631,215	631,215	631,215	
b	Net rental income or (loss) 631,215				
6a	Net gain or (loss) from sale of assets not on line 10	-312,557			
b	Gross sales price for all assets on line 6a 13,829,140				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)	65,938			
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,363,234	1,609,853	1,609,853	

Revenue	13 Compensation of officers, directors, trustees, etc	579,787	174,736	405,051
	14 Other employee salaries and wages	149,350	44,805	104,545
15	Pension plans, employee benefits			
16a	Legal fees (attach schedule)	6,552	3,276	3,276
b	Accounting fees (attach schedule)	28,215	14,107	14,108
c	Other professional fees (attach schedule)			
17	Interest	129	129	
18	Taxes (attach schedule) (see page 14 of the instructions)	54,334	5,433	48,901
19	Depreciation (attach schedule) and depletion	309,619	309,619	
20	Occupancy	25,720	21,862	3,858
21	Travel, conferences, and meetings	14,764	7,382	7,382
22	Printing and publications			
23	Other expenses (attach schedule)	680,685	522,208	153,414
24	Total operating and administrative expenses.	1,849,155	1,103,557	740,535
	Add lines 13 through 23			
25	Contributions, gifts, grants paid	1,848,760		1,848,760
26	Total expenses and disbursements. Add lines 24 and 25	3,697,915	1,103,557	2,589,295
27	Subtract line 26 from line 12			
a	Excess of revenue over expenses and disbursements	-2,334,681		
b	Net investment income (if negative, enter -0-)		506,296	
c	Adjusted net income (if negative, enter -0-)			1,609,853

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	677,837	561,533	561,533	
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) ► 2,000,000	2,000,000	2,000,000	2,000,000	
	Less allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule)	21,478,550	18,124,627	18,609,244	
c	Investments—corporate bonds (attach schedule)	4,683,150	4,734,232	4,775,016	
11	Investments—land, buildings, and equipment basis ► 19,554,972	18,254,558	18,028,521	15,055,479	
	Less accumulated depreciation (attach schedule) ► 1,526,451				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	1,785,450	3,071,795	2,296,644	
14	Land, buildings, and equipment basis ► 311,701				
	Less accumulated depreciation (attach schedule) ► 148,343	193,631	163,358	395,602	
15	Other assets (describe ►)	5,566,874	5,621,371	5,621,371	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	54,640,050	52,305,437	49,314,889	
Liabilities					
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ►)	14,133	14,201		
23	Total liabilities (add lines 17 through 22)	14,133	14,201		
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				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	54,625,917	52,291,236		
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)	54,625,917	52,291,236		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	54,640,050	52,305,437		

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	54,625,917
2	Enter amount from Part I, line 27a	2	-2,334,681
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	52,291,236
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	52,291,236

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 Additional Data Table			
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	See Additional Data Table			
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) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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 -312,557
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 -16,369

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	3,217,406	51,810,213	0 06210
2008	3,160,379	51,501,340	0 06137
2007	2,905,503	61,932,028	0 04691
2006	2,805,285	66,111,189	0 04243
2005	2,658,269	62,884,262	0 04227
2	Total of line 1, column (d).		0 25508
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		0 05102
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.		46,329,790
5	Multiply line 4 by line 3.		2,363,607
6	Enter 1% of net investment income (1% of Part I, line 27b).		5,063
7	Add lines 5 and 6.		2,368,670
8	Enter qualifying distributions from Part XII, line 4.		2,589,295

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1	1	5,063
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	5,063
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,063
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	10,404
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,404
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached <input checked="" type="checkbox"/>	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,341
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 5,341 Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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).	<input type="checkbox"/> 11	<input type="checkbox"/>	No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12	<input type="checkbox"/>	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> Yes	
	Website address ► N/A			
14	The books are in care of ► THOMAS P WARLOW III Telephone no ► (407) 841-8253 Located at ► PO BOX 547918 ORLANDO FL ZIP +4 ► 328547918			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► <input type="checkbox"/> 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	<input type="checkbox"/> 16	<input type="checkbox"/>	No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►			

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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	<input type="checkbox"/> 1b	<input type="checkbox"/> No
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	<input type="checkbox"/> No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	<input type="checkbox"/> 2b	<input type="checkbox"/> No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010).	<input type="checkbox"/> 3b	<input type="checkbox"/> No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> 4a	<input type="checkbox"/> No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	<input type="checkbox"/> 4b	<input type="checkbox"/> No

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

5a	During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				<input checked="" type="checkbox"/>

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Part IX-A Summary of Direct Charitable Activities

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

1	
2	
3	
4	

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

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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	27,718,580
b	Average of monthly cash balances.	1b	1,401,372
c	Fair market value of all other assets (see page 24 of the instructions).	1c	17,915,368
d	Total (add lines 1a, b, and c).	1d	47,035,320
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	47,035,320
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	705,530
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	46,329,790
6	Minimum investment return. Enter 5% of line 5.	6	2,316,490

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	2,316,490
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	5,063
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,063
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,311,427
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,311,427
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	2,311,427

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	2,589,295
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	2,589,295
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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).	6	5,063
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,584,232

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				2,311,427
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			1,831,643	
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.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ _____ 2,589,295				
a Applied to 2009, but not more than line 2a			1,831,643	
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).	0			
d Applied to 2010 distributable amount.				757,652
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.				1,553,775
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)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

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

THOMAS P WARLOW III PRESIDENT
PO BOX 547918
ORLANDO, FL 32854
(407) 647-5654

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

REQUEST BY LETTER

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FLORIDA HOSPITAL FOUNDATION AND OTHER CHARITIES ORLANDO, FL 32804			General use, No restrictions	1,848,760
Total			► 3a	1,848,760
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate				14	978,638	
a Debt-financed property.						
b Not debt-financed property.				16	631,215	
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	-312,557	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a MISCELLANEOUS INCOME				1	65,938	
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					1,363,234	
13 Total Add line 12, columns (b), (d), and (e).				13		1,363,234
(See worksheet in line 13 instructions on page 28 to verify calculations.)						

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(8) Performance of services or membership or fundraising solicitations

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
<p>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.</p>		
<p>*****</p>		<p>2012-03-23</p>
<p>Signature of officer or trustee</p>	<p>*****</p>	
<p>Date</p>	<p>Title</p>	
<p>Sign Here</p> <p>Paid Preparer's Use Only</p>	<p>Date</p>	
	<p>Check if self-employed <input type="checkbox"/></p>	
	<p>PTIN</p>	
	<p>Firm's EIN <input type="checkbox"/></p>	
<p>Preparer's Signature  DAVID A SATCHER</p>	<p>Firm's name <input type="checkbox"/> Scearce Satcher & Jung PA</p>	
<p> 243 W Park Ave Suite 200</p>	<p>Firm's address <input type="checkbox"/> Winter Park, FL 32789</p>	
<p></p>	<p>Phone no (407) 647-6441</p>	

TY 2010 Accounting Fees Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	28,215	14,107	0	14,108

TY 2010 Investments Corporate Bonds Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

TY 2010 Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	4,734,232	4,775,016

TY 2010 Investments Corporate Stock Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	18,124,627	18,609,244

TY 2010 Investments - Land Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category / Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	10,164,657		10,164,657	10,508,000
Improvements	1,317,316	209,311	1,108,005	50,479
Buildings	8,072,999	1,317,140	6,755,859	4,497,000

TY 2010 Investments - Other Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN PARTNERSHIP	AT COST	28,203	65,312
INVESTMENT IN GLOBEFLEX INT'L PTRSHP	AT COST		
INVESTMENT IN CYPRESS INVEST. GRADE CONV	AT COST	2,118,611	2,121,155
MINERAL DEPOSITS	AT COST	84,025	84,177
ACCUMULATED DEPLETION	AT COST	950,324	
REFORESTATION	AT COST	457,127	
TIMBER	AT COST	1,364,559	
OIL & GAS INTEREST	AT COST	26,000	26,000

TY 2010 Land, Etc. Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Improvements	19,793	8,066	11,727	
Buildings	197,550	53,153	144,397	335,000
Machinery and Equipment	15,700	14,503	1,197	1,197
Auto./Transportation Equip.	78,658	72,621	6,037	59,405

TY 2010 Legal Fees Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,552	3,276	0	3,276

TY 2010 Other Assets Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
TAX CERTIFICATES	417,960	493,492	493,492
PREPAID TAXES	10,404	5,341	5,341
PREPAID INSURANCE	13,220	7,899	7,899
PREPAID COMMISSIONS	160,308	151,657	151,657
OTHER NON-CURRENT ASSETS	12,050	12,050	12,050
DEPOSITS	7,962	7,962	7,962
CEMETARY LOTS	8,970	8,970	8,970
ARTWORK	4,934,000	4,934,000	4,934,000

TY 2010 Other Expenses Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UTILITIES	65,299	7,509		57,790
REPAIRS & MAINTENANCE	20,952	2,185		18,767
OIL AND GAS EXPENSES	4,618	4,618		
OFFICE EXPENSES	3,149	1,575		1,574
MISCELLANEOUS	28,398	20,706		7,692
MEETINGS	4,569	2,285		2,284
MEALS & ENTERTAINMENT	1,919	960		959
INSURANCE	37,759	15,330		22,429
GREENHOUSE EXPENSES	1,619			1,619
EXCISE TAXES	5,063			
CAM- ANDERSEN BLDG	36,959	3,696		33,263
BANK CHARGES	151,270	151,270		
ANDERSEN TERRACE LOT 3 & 4	7,819	782		7,037
801 N ORANGE AVE	302,215	302,215		
1615 EDGEWATER EXPENSE	9,077	9,077		

TY 2010 Other Income Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	65,938		

TY 2010 Other Liabilities Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Description	Beginning of Year - Book Value	End of Year - Book Value
SALES TAX PAYABLE	3,342	3,410
TENANT DEPOSITS	10,791	10,791

**TY 2010 Other Notes/Loans
Receivable Short Schedule**

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Name of 501(c)(3) Organization	Balance Due
618 EAST SOUTH STREET LLC	2,000,000

TY 2010 Taxes Schedule

Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

EIN: 59-6166589

Software ID: 10000105

Software Version: 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	54,334	5,433		48,901

Additional Data

Software ID: 10000105
Software Version: 2010v3.2
EIN: 59-6166589
Name: MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	GLOBEFLEX PARTNERSHIP	P	2010-01-01	2011-10-31
B	TIMBER	P	2010-01-01	2011-10-31
C	NET SECTION 1231 LOSS - MERRIWELL	P	2009-01-01	2011-10-31
D	LTCL FROM PASS-THROUGH K-1 - MERRIWELL	P	2010-01-01	2011-10-31
E	STCL FROM PASS-THROUGH K-1 - MERRIWELL	P	2011-01-01	2011-10-31
F	LTCL FROM PASS-THROUGH K-1 - GLOBEFLEX	P	2010-01-01	2011-10-31
G	STCL FROM PASS-THROUGH K-1 - GLOBEFLEX	P	2011-01-01	2011-10-31
H	LTCG FROM PASS-THROUGH K-1 - CYPRESS	P	2010-01-01	2011-10-31
I	STCL FROM PASS-THROUGH K-1 - CYPRESS	P	2011-01-01	2011-10-31
J	SALE OF SECURITIES - CHARLES SCHWAB	P	2010-01-01	2011-10-31
K	SALE OF SECURITIES - TRUSTMARK	P	2010-01-01	2011-10-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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	218,973			218,973
B	6,915		95,955	-89,040
C			714	-714
D			2,216	-2,216
E			761	-761
F			1,206	-1,206
G			11,540	-11,540
H	28,836			28,836
I			4,068	-4,068
J	727,420		761,858	-34,438
K	12,846,996		13,262,028	-415,032

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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			218,973
B			-89,040
C			-714
D			-2,216
E			-761
F			-1,206
G			-11,540
H			28,836
I			-4,068
J			-34,438
K			-415,032

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT B WHITE JR 558 W New England Ave Ste 240 Winter Park, FL 32789	Director 3 00	4,000		
CLAUDE C DOURNAUX 1523 Eastin STREET ORLANDO, FL 32804	PROPERTY MGR 40 00	45,142		
MARJORIE A BROWN PO BOX 1660 WINTER PARK, FL 32790	ASSISTANT SEC 4 00	3,168		
MARINA C NICE PO BOX 57 WINTER PARK, FL 32790	Treasurer 20 00	84,357		
JEFFRY B FUQUA PO BOX 547918 ORLANDO, FL 328547918	Secretary 20 00	65,000		
MARY ALICE PHELPS 6450 GIBSON DRIVE ORLANDO, FL 32809	Asst Secretary 40 00	60,049		
THOMAS P WARLOW III PO BOX 547918 ORLANDO, FL 328547918	President 40 00	253,071		
T PICTON WARLOW IV PO BOX 547918 ORLANDO, FL 328547918	Vice President 20 00	65,000		