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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 **DEC 1, 2010**, and ending **NOV 30, 2011**G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation

THE DOMENICA FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)

14 SBAR BOULEVARD

A Employer identification number

20-3904706

City or town, state, and ZIP code

MOORESTOWN, NJ 08057

B Telephone number

856-234-8220H Check type of organization: Section 501(c)(3) exempt private foundationC If exemption application is pending, check here ► Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationD 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ►

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method: Cash Accrual
 Other (specify) _____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 ► ► \$ **5,534,377.** (Part I, column (d) must be on cash basis.)

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	39,810.			
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	70,715.	70,715.	70,715.	STATEMENT 1
5a	Gross rents	122,400.	122,400.	122,400.	STATEMENT 2
b	Net rental income or (loss)	43,864.			STATEMENT 3
6a	Net gain or (loss) from sale of assets not on line 10	-61,146.			
b	Gross sales price for all assets on line 6a	1,967,261.			
7	Capital gain net income (from Part IV, line 2)	0.			
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	1,270.	1,270.	1,270.	STATEMENT 4
12	Total. Add lines 1 through 11	173,049.	194,385.	194,385.	
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	STMT 5	1,783.	0.	0.
b	Accounting fees	STMT 6	8,800.	0.	0.
c	Other professional fees	STMT 7	262.	0.	0.
17	Interest				
18	Taxes	STMT 8	37,345.	32,923.	32,923.
19	Depreciation and depletion		34,155.	33,333.	34,566.
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications		600.	0.	600.
23	Other expenses	STMT 9	15,019.	12,280.	12,280.
24	Total operating and administrative expenses. Add lines 13 through 23		97,964.	78,536.	3,191.
25	Contributions, gifts, grants paid		171,000.		171,000.
26	Total expenses and disbursements. Add lines 24 and 25		268,964.	78,536.	174,191.
27	Subtract line 26 from line 12:		-95,915.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		115,849.		
c	Adjusted net income (if negative, enter -0-)			114,616.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	221,174.	24,106.	24,106.
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 10	3,906,876.	4,042,184.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ►	1,300,000.		
		Less accumulated depreciation	STMT 11 ►	34,722.	1,265,278.
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►	3,700.		
		Less accumulated depreciation	STMT 12 ►	3,289.	411.
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)		5,431,339.	5,331,979.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		5,431,339.	5,331,979.
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances		5,431,339.	5,331,979.
	31	Total liabilities and net assets/fund balances		5,431,339.	5,331,979.

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	5,431,339.
2	Enter amount from Part I, line 27a	2	-95,915.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	5,335,424.
5	Decreases not included in line 2 (itemize) ► PRIOR YR BOOK/TAX DEPR ADJUSTMENT	5	3,445.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,331,979.

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 FIDELITY INVESTMENTS SHORT TERM CAPITAL					
b GAINS			P	VARIOUS	12/31/11
c FIDELITY INVESTMENTS LONG TERM CAPITAL GAINS			P	VARIOUS	12/31/11
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b 413,084.		355,587.	57,497.		
c 1,554,177.		1,672,820.	-118,643.		
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b			57,497.		
c			-118,643.		
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	-61,146.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	57,497.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	103,159.	3,557,619.	.028997
2008	259,617.	2,882,865.	.090055
2007	128,402.	4,904,449.	.026181
2006	105,831.	4,976,873.	.021265
2005	66,750.	437,861.	.152446

2 Total of line 1, column (d)

2 .318944

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 .063789

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 5,725,966.

5 Multiply line 4 by line 3

5 365,254.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,158.

7 Add lines 5 and 6

7 366,412.

8 Enter qualifying distributions from Part XII, line 4

8 174,191.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

6a 2,320.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 500.

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 2,820.

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

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 503.

11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►

503. Refunded ►

11 0.

Part VII-A Statements Regarding Activities

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?

Yes	No
<input checked="" type="checkbox"/>	X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

Yes	No
<input checked="" type="checkbox"/>	X

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

Yes	No
<input checked="" type="checkbox"/>	X

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

Yes	No
<input checked="" type="checkbox"/>	X

*If "Yes," attach a detailed description of the activities.*3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

Yes	No
<input checked="" type="checkbox"/>	X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

N/A

b If "Yes," has it filed a tax return on Form 990-T for this year?

Yes	No
<input checked="" type="checkbox"/>	X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T.

Yes	No
<input checked="" type="checkbox"/>	X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year?

If "Yes," complete Part II, col. (c), and Part XV.

Yes	No
<input checked="" type="checkbox"/>	X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

Yes	No
<input checked="" type="checkbox"/>	X

NJb If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

Yes	No
<input checked="" type="checkbox"/>	X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*

Yes	No
<input checked="" type="checkbox"/>	X

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

Yes	No
<input checked="" type="checkbox"/>	X

Part VII-A | Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.DOMENICAFoundation.ORG</u>	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
14	The books are in care of ► <u>AJ PIPERNO</u> Located at ► <u>14 SBAR BOULEVARD, MOORESTOWN, NJ</u>	Telephone no. ► <u>8562348220</u> ZIP+4 ► <u>08057</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <input type="checkbox"/> 15	► <input type="checkbox"/> N/A
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? 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 ►	<input type="checkbox"/> 16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	<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 <u>any</u> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ► <input type="checkbox"/>	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c <input checked="" type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(l)(3) or 4942(l)(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
b	If "Yes," list the years ► _____, _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is <u>not</u> 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 <u>all</u> years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to <u>any</u> of the years listed in 2a, list the years here. ► _____, _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a <input checked="" type="checkbox"/> X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b <input checked="" type="checkbox"/> X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes No
 Yes No
 Yes No
 Yes No
 Yes No

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

N/A ►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

Yes No

N/A

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

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.

(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 STATEMENT 13		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

►

0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0
Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.
Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		0.

Form 990-PF (2010)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	4,199,096.
b Average of monthly cash balances	1b	314,067.
c Fair market value of all other assets	1c	1,300,000.
d Total (add lines 1a, b, and c)	1d	5,813,163.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,813,163.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,197.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,725,966.
6 Minimum investment return. Enter 5% of line 5	6	286,298.

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

1 Minimum investment return from Part X, line 6	1	286,298.
2a Tax on investment income for 2010 from Part VI, line 5	2a	2,317.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,317.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	283,981.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	283,981.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	283,981.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	174,191.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	174,191.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	174,191.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				283,981.
2 Undistributed income, if any, as of the end of 2010			167,192.	
a Enter amount for 2009 only				
b Total for prior years: , , ,		0.		
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	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 174,191.			167,192.	
a Applied to 2009, but not more than line 2a				
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				6,999.
e Remaining amount distributed out of corpus	0.			0.
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				276,982.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
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 instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

3 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

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

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

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

c. Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	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)				
<i>a Paid during the year</i>				
SEE STATEMENT 14				
Total			► 3a	171,000.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	70,715.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	43,864.	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,270.	
8 Gain or (loss) from sales of assets other than inventory					
			18	-61,146.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		54,703.	0.
13 Total. Add line 12, columns (b), (d), and (e)					54,703.

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

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

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2010

Name of the organization

Employer identification number

THE DOMENICA FOUNDATION INC**20-3904706**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

THE DOMENICA FOUNDATION INC20-3904706**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>THE SYKORA FAMILY CHARITABLE FOUNDATION</u> <u>501 COLUMBIA AVE</u> <u>PITMAN, NJ 08071</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<u>JAMES COYLE</u> <u>75 BROADACRE DR.</u> <u>MT. LAUREL, NJ 08054</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE DOMENICA FOUNDATION INC

20-3904706

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE DOMENICA FOUNDATION INC**20-3904706**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PT

028102
05-01-10

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELTIY INVESTMENTS	70,715.	0.	70,715.
TOTAL TO FM 990-PF, PART I, LN 4	70,715.	0.	70,715.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
COMMERCIAL BLDG-HADDON TWP, NJ	1	122,400.
TOTAL TO FORM 990-PF, PART I, LINE 5A		122,400.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		33,333.	
REAL ESTATE TAXES		32,923.	
UTILITIES		8,598.	
INSURANCE		3,682.	
- SUBTOTAL -	1		78,536.
TOTAL RENTAL EXPENSES			78,536.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			43,864.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISC INVESTMENT INCOME	1,270.	1,270.	1,270.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,270.	1,270.	1,270.

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,783.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	1,783.	0.	0.	0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,800.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	8,800.	0.	0.	0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	27.	0.	0.	0.
WEBSITE MANAGEMENT FEES	235.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	262.	0.	0.	0.

FORM 990-PF

TAXES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	399.	0.	0.	0.
EXCISE TAXES	4,023.	0.	0.	0.
REAL ESTATE TAXES	32,923.	32,923.	32,923.	0.
TO FORM 990-PF, PG 1, LN 18	37,345.	32,923.	32,923.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	22.	0.	0.	0.
FUNDRAISING EXPENSES	2,591.	0.	0.	2,591.
INSURANCE	126.	0.	0.	0.
UTILITIES	8,598.	8,598.	8,598.	0.
INSURANCE	3,682.	3,682.	3,682.	0.
TO FORM 990-PF, PG 1, LN 23	15,019.	12,280.	12,280.	2,591.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS	4,042,184.	4,209,860.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,042,184.	4,209,860.	

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	1,300,000.	34,722.	1,265,278.
TOTAL TO FM 990-PF, PART II, LN 11	1,300,000.	34,722.	1,265,278.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER SOFTWARE	3,700.	3,289.	411.
TOTAL TO FM 990-PF, PART II, LN 14	3,700.	3,289.	411.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ADOLPH PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	PRESIDENT 2.00	0.	0.	0.
DOMINIC PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	TREASURER 2.00	0.	0.	0.
ANTHONY PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	SECRETARY 2.00	0.	0.	0.
MARAGETE PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	VICE PRESIDENT 2.00	0.	0.	0.
ELENA PIPERNO 122 HART ROAD CHERRY HILL, NJ 08034	VICE PRESIDENT 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
SAMARITAN HOSPICE 5 EVES DRIVE MARLTON, NJ 08053	GENERAL PURPOSES		2,500.
ROBERT CHRISTOPHER SKAF FOUNDATION 229 EAST MUNN LANE CHERRY HILL, NJ 08034	GENERAL PURPOSES		5,000.
CATHOLIC PARTNERSHIP SCHOOL 808 MARKET ST CAMDEN, NJ 08102	GENERAL PURPOSES		3,500.
ST. JOSEPH'S CARPENTER SOCIETY 2907 FEDERAL ST CAMDEN, NJ 08105	GENERAL PURPOSES		10,000.
LARC SCHOOL 1089 CREEK RD BELLMAWR, NJ 08031	GENERAL PURPOSES		3,000.
YMCA CAMP OCKANKIKON INC 1303 STOKES ROAD MEDORD, NJ 08055	GENERAL PURPOSES		5,000.
CATANEARITE FAMILY FOUNDATION 2 1300 DARICE PARKWAY STRONGSVILLE, OH 44149	GENERAL PURPOSES		10,000.
GOLF FOR LIFE 1115 YARDLEY RD CHERRY HILL, NJ 08034	GENERAL PURPOSES		3,000.

THE DOMENICA FOUNDATION INC

20-3904706

PAUL IV HIGH SCHOOL

10,000.

901 HOPKINS ROAD HADDONFIELD,
NJ 08033

GENERAL PURPOSES

CATHOLIC PARTNERSHIP SCHOOL

50,000.

808 MARKET ST CAMDEN, NJ 08102

GENERAL PURPOSES

SYMPHONY INC

23,000.

ONE MARKET ST SUITE C CAMDEN,
NJ 08102

GENERAL PURPOSES

PERKINS CENTER FOR THE ART

15,000.

395 KINGS HIGHWAY MOORESTOWN,
NJ 08057

GENERAL PURPOSES

STARTING POINT

2,500.

215 HIGHLAND AVE HADDON
TOWNSHIP, NJ 08108

GENERAL PURPOSES

CATHEDRAL KITCHEN

1,000.

1514 FEDERAL ST CAMDEN, NJ
08105

GENERAL PURPOSES

GUADALUPE FAMILY SERVICE

10,000.

509 STATE ST CAMDEN, NJ 08102

GENERAL PURPOSES

HEART OF CAMDEN

10,000.

1840 BRAODWAY CAMDEN, NJ 08104

GENERAL PURPOSES

OUR LADY OF LOURDES HEALTH

5,000.

FOUNDATION

GENERAL PURPOSES

1600 HADDON AVE CAMDEN, NJ

08103

PEOPLE FOR THE POOR

2,500.

PO BOX 821 CAMDEN, NJ 08099

GENERAL PURPOSES

TOTAL TO FORM 990-PF, PART XV, LINE 3A

171,000.

THE DOMENICA FOUNDATION, INC.
EIN: 20-3904706

Statement attached to Form 990-PF, Page 3, Part IV, Lines 1a and 1b
Realized Gains/Losses
Year Ended November 30, 2011

Date	Desc	# SHRS	Cost	Proceeds	Gain (Loss)	Holding Period
1/11/2011	Oracle Corp	500,000	11,752	15,552	3,799	ST
2/24/2011	National Oilwell Varco	1,000,000	42,056	81,200	39,145	ST
4/13/2011	NYSE Euronext	1,300,000	39,179	51,271	12,092	ST
4/13/2011	NYSE Euronext	700,000	21,105	27,608	6,504	ST
5/11/2011	Research in Motion	-	10,684	-	(10,684)	ST
7/25/2011	Vale S.A. ADR	2,500,000	81,854	82,345	491	ST
7/27/2011	Broadcom Corp	1,000,000	34,393	37,084	2,690	ST
9/15/2011	Deere & Co	1,000,000	72,726	75,566	2,839	ST
9/16/2011	NIKE Inc	500,000	41,837	42,459	622	ST
Various	Noble Corporation Basis Adjustment	-	-	-	2,105	ST
Various	Boston Ppty Inc Basis Adjustment	-	-	-	(666)	ST
Various	Simon Ppty Group Basis Adjustment	-	-	-	(169)	ST
			355,587	413,084	58,767	
1/10/2011	ISHARES MSCI EAFE Ind Tr	1,000,000	44,587	58,110	13,523	LT
1/11/2011	Qualcomm, Inc	500,000	23,264	26,069	2,805	LT
2/11/2011	ISHARES Tr Russell 2000	1,000,000	67,294	80,989	13,695	LT
2/24/2011	Monsanto Co	1,000,000	71,951	74,451	2,500	LT
4/6/2011	NYSE Euronext	2,900,000	249,779	114,841	(134,938)	LT
4/6/2011	NYSE Euronext	2,000,000	191,993	79,198	(112,795)	LT
4/6/2011	NYSE Euronext	100,000	10,006	3,952	(6,054)	LT
4/13/2011	NYSE Euronext	800,000	22,303	31,571	9,269	LT
4/13/2011	NYSE Euronext	500,000	13,939	19,735	5,796	LT
4/13/2011	NYSE Euronext	500,000	13,939	19,730	5,791	LT
4/13/2011	NYSE Euronext	500,000	13,939	19,726	5,786	LT
4/13/2011	NYSE Euronext	300,000	8,364	11,841	3,477	LT
4/13/2011	NYSE Euronext	200,000	5,576	7,890	2,314	LT
4/13/2011	NYSE Euronext	100,000	2,788	3,945	1,157	LT
4/13/2011	NYSE Euronext	100,000	2,788	3,944	1,156	LT
5/11/2011	Research in Motion	2,500,000	114,094	116,159	2,064	LT
5/11/2011	Unitedhealth Group	2,500,000	127,729	124,833	(2,896)	LT
9/15/2011	Chevron Corp	500,000	34,692	47,371	12,680	LT
9/15/2011	Conocophillips	1,000,000	67,295	63,825	(3,471)	LT
9/15/2011	ISHARES TR MSCI Emerging Mkts	2,500,000	97,031	98,155	1,124	LT
9/15/2011	ISHARES Tr Russell Midcap Index	1,000,000	76,257	91,046	14,789	LT
9/15/2011	ISHARES Tr Russell 2000	1,500,000	94,881	99,978	5,097	LT
9/15/2011	Monsanto Co	1,500,000	100,112	98,575	(1,537)	LT
9/15/2011	Unitedhealth Group	1,500,000	72,506	68,874	(3,632)	LT
9/15/2011	VISA Inc	500,000	36,167	43,294	7,127	LT
9/16/2011	Shire ADR	500,000	31,009	45,416	14,407	LT
9/27/2011	Qualcomm, Inc	1,000,000	45,836	49,991	4,155	LT
9/27/2011	Target Corp	1,000,000	32,702	50,669	17,967	LT
		1,672,820	1,554,177	(118,643)		
	Grand Total		2,028,407	1,967,261	(59,876)	

THE DOMENICA FOUNDATION, INC.
EIN: 20-3904706

Statement attached to Form 990-PF, Page 2, Part II, Lines 10b
Investments - Corporate Stock
Year Ended November 30, 2011

Description	11/30/2011 Cost Basis	11/30/2012 Fair Value
NOBLE CORPORATION	173,055	172,650
TRANSOCEAN LIMITED COM	125,695	107,125
BANK OF AMERICA CORP	138,848	54,400
BOEING CO	174,301	171,725
BROADCOM CORP CL A	85,711	75,863
CHEVRON CORP NEW	71,374	102,820
CISCO SYS INC	111,266	93,200
CITIGROUP INC COM NEW	141,588	96,180
CONOCOPHILLIPS	73,103	106,980
COVANCE INC	118,352	114,775
DEERE & COMPANY	119,242	118,875
DEVON ENERGY CORP NEW	94,887	98,190
EMERSON ELECTRIC CO	116,331	130,625
FEDEX CORP	110,440	124,620
FLOUR CORP NEW	59,032	82,230
FREEPORT MCMORAN COPPER & GOLD INC	118,656	99,000
GENERAL ELECTRIC CO	257,617	159,100
GOLDMAN SACHS GROUP INC	223,923	143,790
INTEL CORP	95,983	124,550
MCKESSON CORP	79,648	81,310
MICROSOFT CORP	132,998	127,900
NATIONAL OILWELL VARCO INC	60,372	107,550
NIKE INC CLASS B	83,183	96,180
NOVO-NORDISK AS ADR-EACH CNV	96,504	113,550
ORACLE CORPORATION	51,579	78,375
POTASH CORP OF SASKATCHEWAN COM	113,823	108,350
PRECISION CASTPARTS CORP	61,688	164,750
QUALCOMM INC	60,504	82,200
SCHLUMBERGER LIMITED COM STK	87,111	112,995
SHIRE ADR EACH REPR 3 ORD	60,097	101,320
TARGET CORP	83,385	79,050
TEVA PHARMACEUTICAL INDs LTD ADR	178,419	150,518
UNITEDHEALTH GROUP	47,434	48,770
VISA INC COM CL A	69,453	96,970
AVALONBAY COMMUNITIES INC	111,967	124,850
BOSTON PPTYS INC	50,457	95,380
SIMON PPTY GROUP INC	<u>65,351</u>	<u>124,340</u>
	<u>3,903,378</u>	<u>4,071,056</u>

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization THE DOMENICA FOUNDATION INC	Employer identification number 20-3904706
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 14 SBAR BOULEVARD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MOORESTOWN, NJ 08057	

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

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

AJ PIPERNO

- The books are in the care of ► **14 SBAR BOULEVARD - MOORESTOWN, NJ 08057**

Telephone No ► **8562348220** FAX No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

JULY 15, 2012, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year or
 ► tax year beginning **DEC 1, 2010**, and ending **NOV 30, 2011**.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 500.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 500.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)