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Form **990-PF**

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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 12/01/10, and ending 11/30/11.

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 BAILEY MILLER FOUNDATION, INC**

Number and street (or P O box number if mail is not delivered to street address): **P.O. BOX 21745** Room/suite: _____

City or town, state, and ZIP code: **FORT LAUDERDALE FL 33335**

A Employer identification number: **20-3943053**

B Telephone number (see page 10 of the instructions): **954-797-7974**

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

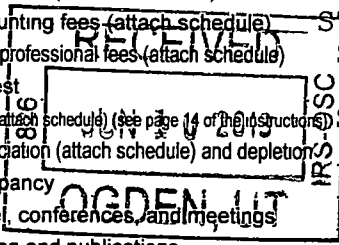
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **773,010** (Part I, column (d) must be on cash basis.)

J Accounting method Cash Accrual
 Other (specify) _____

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	11,773	11,773		
	4 Dividends and interest from securities	6,746	6,746		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	15,789			
	b Gross sales price for all assets on line 6a	369,972			
	7 Capital gain net income (from Part IV, line 2)		15,789		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	49	36			
12 Total. Add lines 1 through 11	34,357	34,344	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	3,975			3,975
	c Other professional fees (attach schedule) STMT 3	8,253	8,253		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	169			169
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (att. sch.) STMT 5	963	357			
24 Total operating and administrative expenses. Add lines 13 through 23	13,360	8,610	0	4,144	
25 Contributions, gifts, grants paid	55,800			55,800	
26 Total expenses and disbursements. Add lines 24 and 25	69,160	8,610	0	59,944	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-34,803				
b Net investment income (if negative, enter -0-)		25,734			
c Adjusted net income (if negative, enter -0-)			0		

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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		368,847	381,015	381,015
	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 (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0			
	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) SEE STMT 6		98,676	311,884	317,628
	c	Investments—corporate bonds (attach schedule) SEE STMT 7		149,176	73,997	74,367
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch) ▶				
15	Other assets (describe ▶ SEE STATEMENT 8)		185,000			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		801,699	766,896	773,010	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	0	
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		801,699	766,896	
	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				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)		801,699	766,896		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		801,699	766,896		

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	801,699
2	Enter amount from Part I, line 27a	2	-34,803
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	766,896
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	766,896

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 WORKSHEET				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) 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				
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 15,789
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 -2,183

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	106,355	863,746	0.123132
2008	120,473	938,738	0.128335
2007	73,973	1,039,952	0.071131
2006	55,079	1,119,446	0.049202
2005	52,647	1,031,660	0.051031
2 Total of line 1, column (d)			2 0.422831
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.084566
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 820,907
5 Multiply line 4 by line 3			5 69,421
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 257
7 Add lines 5 and 6			7 69,678
8 Enter qualifying distributions from Part XII, line 4			8 59,944

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 type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	515
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	0
3	Add lines 1 and 2	3	515
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	515
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	13
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	528
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ GLEN M. MILLER P.O. BOX 21745 Located at ▶ FORT LAUDERDALE FL ZIP+4 ▶ 33335	Telephone no ▶ 954-797-7974		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ▶	16	Yes	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.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/> N/A	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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **7b**
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 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 (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 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 (see page 24 of the instructions)

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	

Total. Add lines 1 through 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	456,826
b	Average of monthly cash balances	1b	376,582
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	833,408
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	833,408
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,501
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	820,907
6	Minimum investment return. Enter 5% of line 5	6	41,045

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	41,045
2a	Tax on investment income for 2010 from Part VI, line 5	2a	515
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	515
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,530
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	40,530
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	40,530

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	59,944
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		
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	59,944
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	59,944

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				40,530
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				53,990
f Total of lines 3a through e	53,990			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 59,944				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				40,530
e Remaining amount distributed out of corpus	19,414			
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	73,404			
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				0
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	73,404			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				53,990
e Excess from 2010				19,414

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

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

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

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
 GLEN M. MILLER
- 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.
 N/A
- 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:
 N/A
- b The form in which applications should be submitted and information and materials they should include.
 N/A
- 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year BOBBI AND THE STRAYS P.O. BOX 170129 OZONE PARK NY 11417	N/A	N/A	ANIMAL RESCUE AND ONGOING CARE	27,800
JOE DIMAGGIO 3711 GARFIELD STREET HOLLYWOOD FL 33021	N/A	N/A	PEDIATRIC CARE	10,000
GIFT OF LIFE INT'L INC P.O. BOX 650436 FRESH MEADOWS FL 11365	N/A	N/A	GENERAL PURPOSE SICK/NEEDY CHILDREN	5,000
JOHNS HOPKINS MEDICINE 100 N. CHARLES ST #234 BALTIMORE MD 21201	N/A	N/A	CANCER RESEARCH	2,500
CROSS INTERNATIONAL 2700 N MILITARY TRAIL 240 BOCA RATON FL 33427	N/A	N/A	OUTREACH TO CATHOLIC CHILDREN	2,500
K.I.S.S. TRUST, INC 154 SEBRING DRIVE TAVERNIER FL 33070	N/A	N/A	GENERAL PURPOSE (CHILDREN)	1,000
JOE DIMAGGIO 3711 GARFIELD STREET HOLLYWOOD FL 33021	N/A	N/A	PEDIATRIC CARE	5,000
ECHO 4288 ARTHUR KILL ROAD #4 STATEN ISLAND NY 10309	N/A	N/A	GEN PURPOSE CHILDREN & MEDICAL EMERG	2,000
Total				▶ 3a 55,800
b Approved for future payment N/A				
Total				▶ 3b

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2010

For calendar year 2010, or tax year beginning 12/01/10, and ending 11/30/11

Name

Employer Identification Number

THE BAILEY MILLER FOUNDATION, INC

20-3943053

(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)
(1) SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
(2) SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
(3) KKR FINANCIAL HOLDINGS LLC	P	VARIOUS	VARIOUS
(4) KKR FINANCIAL HOLDINGS LLC	P	VARIOUS	VARIOUS
(5) KKR & CO, LP	P	VARIOUS	VARIOUS
(6) KKR & CO, LP	P	VARIOUS	VARIOUS
(7) KKR & CO, LP - ADJUSTMENT	P	VARIOUS	VARIOUS
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 72,201 ^c		74,370	-2,169 ^c
(2) 297,576		279,752	17,824 ^c
(3) 44 ^c		0	44 ^c
(4) 51			51
(5) 97 ^c			97 ^c
(6) 3 ^c			3 ^c
(7)		61 ^c	-61 ^c
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) OR Losses (from col (h))
(1)			-2,169
(2)			17,824
(3)			44
(4)			51
(5)			97
(6)			3
(7)			-61
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Capital Gains Report - From 12/01/2010 To 11/30/2011

08-11-12 03:17 PM

Without Outside Holdings, Including Zero Gain/Loss, Sorted By Close Date and Excluding Foreign Currency Contract(s)

WESTERN INTERNATIONAL SECURITIES

FA. R. SILEO / B WEISE/OURW

THE BAILEY MILLER FOUNDATION,
INC
ADVISOR ONE
2860 STATE ROAD #4
SUITE 103
FORT LAUDERDALE FL 33312-4810

Account Bailey Miller Foundation/611-89327 1/1

Open Date	Close Date	Quantity	Description	Unit Price	Sale Price	Dollar Cost	Dollar Proceeds	Term	Profit/Loss
04/28/2010	01/04/2011	150	INTEL CORP Security INTC	23 1852	21 1300	3 477 78	3,138 21	ST	(339 57)
03/30/2010	01/05/2011	30	LORILLARD INC Security LO	78 1410	81 0300	2,284 23	2,399 62	ST	115 39
12/30/2009	02/11/2011	50	3M COMPANY Security MMM	84 7148	90 9000	4,235 73	4,516 91	LT	281 18
04/09/2010	02/11/2011	35	NIKE INC-CL B Security NKE	75 5822	86 4900	2,645 38	2,999 09	ST	353 71
07/24/2008	03/14/2011	90,000	DISCOVER BK GREENWOOD DEL C/D FDIC INS TO LIMITS Security 25469JPW3060	1 0000	107 6400	90,000 00	96,840 00	LT	6,840 00
07/24/2008	03/14/2011	95,000	CAPITAL ONE BK GLEN ALLEN VA C/D FDIC INS TO LIMITS Security 14041A7J2080	1 0000	101 4100	95,000 00	96 303 50	LT	1,303 50
03/18/2009	03/14/2011	25,000	PHILIP MORRIS INTL INC NT 4 875 % Due 05/16/2013 Security 718172AB5060	1 0112	107 8410	25,280 98	26,924 25	LT	1,643 27
03/18/2009	03/14/2011	25,000	DEERE JOHN CAP CORP MEDIUM TERM NTS 4 5 % Due 04/03/2013 Security 24422EQQ5080	0 9982	108 7660	24,957 25	26,655 50	LT	1 698 25
03/18/2009	03/15/2011	25 000	HOME DEPOT INC SR NT 5 25 % Due 12/16/2013 Security 437076AR3060	0 9884	109 6500	24,710 60	27,376 50	LT	2,665 90
12/27/2010	03/17/2011	200	VANGUARD SHORT TERM BOND ETF Security BSV	80 3843	80 6517	16,076 87	16,102 03	ST	25 16
11/06/2009	03/23/2011	125	KRAFT FOODS INC CL A Security KFT	27 0168	30 9613	3,377 11	3,842 08	LT	464 97
04/28/2010	03/23/2011	100	MICROSOFT CORP Security MSFT	31 1393	25 3530	3,113 93	2 507.25	ST	(606 68)
08/17/2010	04/14/2011	200	BANK OF AMERICA CORP Security BAC	13 4738	13 1238	2,694 77	2 606 04	ST	(88 73)

Please see important disclosures on Last Page

Capital Gains Report - From 12/01/2010 To 11/30/2011

08-11-12 03:17 PM

Without Outside Holdings, Including Zero Gain/Loss, Sorted By Close Date and Excluding Foreign Currency Contract(s)

Account Bailey Miller Foundation/611-89327 1/1

Open Date	Close Date	Quantity	Description	Unit Price	Sale Price	Dollar Cost	Dollar Proceeds	Term	Profit/Loss
10/21/2010	04/14/2011	100	BANK OF AMERICA CORP Security BAC	11 7688	13 1238	1,176 88	1,303 02	ST	126 14
03/30/2010	08/28/2011	100	ALTRIA GROUP INC Security MO	20 9488	28 1631	2,094 86	2,588 25	LT	493 39
12/27/2010	06/30/2011	100	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS MSCI EMERGING MKTS ETF Security VWO	47 2901	48 5304	4,729 01	4,841 74	ST	112 73
01/10/2011	06/30/2011	100	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS MSCI EMERGING MKTS ETF Security VWO	47 5159	48 5304	4,751 59	4,841 74	ST	90 15
01/18/2011	06/30/2011	50	VANGUARD INTERNATIONAL EQUITY INDEX FUNDS MSCI EMERGING MKTS ETF Security VWO	48 8556	48 5304	2,432 78	2,420 88	ST	(11 90)
01/22/2010	07/20/2011	30	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 Security DIA	103 9610	125 5730	3,118 83	3,756 72	LT	639 89
02/05/2010	07/20/2011	20	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 Security DIA	100 5015	125 5730	2,010 03	2,505 81	LT	495 78
05/25/2010	07/20/2011	50	SPDR DOW JONES INDL AVERAGE ETF TR UNIT SER 1 Security DIA	99 3246	125 5730	4,966 23	6,264 52	LT	1,298 29
10/19/2010	07/20/2011	20	APPLE INC Security AAPL	311 5415	388 2800	6,230 83	7,746 78	ST	1,515 95
11/16/2010	07/20/2011	10	APPLE INC Security AAPL	304 3630	388 2800	3,043 83	3,873 39	ST	829 76
04/18/2011	09/27/2011	100	EATON CORP Security ETN	51 9477	37 9519	5,194 77	3,767 11	ST	(1,427 66)
04/18/2011	09/27/2011	300	KKR & CO L P DEL COM UNITS Security KKR	18 0413	11 3121	5,412 40	3,365 56	ST	(2,046 84)
04/18/2011	10/27/2011	200	WILLIAMS COMPANIES INC Security WMB	30 5400	30 8400	6,108 00	6,139 88	ST	31 88
04/18/2011	10/27/2011	500	KKR FINANCIAL HOLDINGS LLC DELAWARE NEW Security KFN	9 9945	8 3529	4,997 25	4,148 36	ST	(848 89)

Total Gain/Loss	\$15,655.02
Current Period - P&L	
Short Term	(\$2,169.40)
Long Term	\$17,824.42

74,370.10 72,200.78 (2,169.40)
 279,751.62 297,576.04 17,824.42
15,655.02

Please see important disclosures on Last Page

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
KKR FINANCIAL HOLDINGS LLC	12	\$ 12	\$
KKR FINANCIAL HOLDINGS, LLC	13		
KKR FINANCIAL HOLDINGS, LLC	15	15	
KKR FINANCIAL HOLDINGS, LLC	2	2	
KKR & CO, LP	1	1	
KKR & CO, LP	6	6	
TOTAL	<u>49</u>	<u>\$ 36</u>	<u>\$ 0</u>

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 3,975			\$ 3,975
TOTAL	<u>\$ 3,975</u>	<u>0</u>	<u>0</u>	<u>\$ 3,975</u>

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	\$ 8,253	8,253		
TOTAL	<u>\$ 8,253</u>	<u>8,253</u>	<u>0</u>	<u>\$ 0</u>

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2009 TAX ON INVESTMENT	\$ 169			\$ 169
TOTAL	<u>\$ 169</u>	<u>0</u>	<u>0</u>	<u>\$ 169</u>

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
INVESTMENT INTEREST DEDUCTIONS RELATED TO ROYALTY	180	180		
INVESTMENT INTEREST EXPENSE	4	4		
PORTFOLIO DEDUCTIONS	8	8		
RECONCILING DEDUCTION	590			
INTANGIBLE DRILLING COSTS	8			
MISCELLANEOUS ITEMIZED DEPRECIATION - WORKING INTERE	158	158		
DEPRECIATION - ROYALTY	6	6		
TOTAL	963	357	0	0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M COMPANY	\$ 4,236			
AT&T	2,510	2,510	MARKET	\$ 2,898
ALTRIA GROUP INC	2,095			
ABBOTT LABORATORIES	2,136	4,512	MARKET	4,910
APPLE INC	9,274	10,038	MARKET	11,466
BANK OF AMERICA CORP	3,872			
BERKSHIRE HATHAWAY INC DEL	3,903	3,903	MARKET	3,938
EI DU PONT DE NEMOURS & CO	3,366	3,366	MARKET	4,772
EXXON MOBIL CORP	8,784	8,784	MARKET	10,055
GENERAL ELECTRIC CO	5,683	5,683	MARKET	5,171
INTEL CORP	3,478			
ISHARES TRUST RUSSELL 2000		32,074	MARKET	29,639
ISHARES TRUST S&P MIDCAP 400		46,953	MARKET	44,485
HALLIBURTON CO		5,036	MARKET	5,520
KRAFT FOODS	5,036			
LORILLARD	3,377			
MERCK & CO INC	2,284			
MCDONALDS CORP	2,841	5,389	MARKET	5,363
MICROSOFT CORP	3,135	3,135	MARKET	4,776
NIKE INC	3,114			
PHILLIP MORRIS INTERNATIONAL	2,645			
PFIZER, INC	2,134	2,134	MARKET	3,050
SELECT SCTOR SPDR TR SBI UTIL	2,101	2,101	MARKET	2,408
SPDR SER TR		9,844	MARKET	10,774
SPDR SER TR	5,079	91,378	MARKET	93,504
VANGUARD TOTAL BOND MKT	7,498	11,669	MARKET	11,076
VANGUARD SECTOR INDEX FDS		40,559	MARKET	42,264
VANGUARD INTERNATIONAL EQUITY		11,118	MARKET	11,354
SPDR DOW JONES INDL AVERAGE		11,698	MARKET	10,205
TOTAL	\$ 10,095	\$ 311,884		\$ 317,628
	\$ 98,676			

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
NATIONAL RURAL UTILS CORP,	\$ 25,257	\$ 25,116	MARKET	\$ 26,810
BELLSOUTH CORP	25,412	25,260	MARKET	27,516
CITIGROUP INC	19,658	19,727	MARKET	20,039
LEHMAN BROS HLDGS INC	3,900	3,894	MARKET	2
DEERE JOHN CAP CORP	24,953			
HOME DEPOT INC	24,689			
PHILLIP MORRIS INTL INC	25,307			
TOTAL	\$ 149,176	\$ 73,997		\$ 74,367

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
CAPITAL ONE BK GLEN ALLEN VA CD	\$ 95,000	\$	\$
DISCOVER BK GREENWOOD DEL CD	90,000		
TOTAL	<u>\$ 185,000</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
GLEN M. MILLER P.O. BOX 21745 FORT LAUDERDALE FL 33335	PRESIDENT	2.00	0	0	0
CHRISTINA MILLER 3734 NW 85TH TERRACE COOPER CITY FL 33024	VICE PRESIDE	0.00	0	0	0
LISA MILLER 13 PELICAN ISLE FORT LAUDERDALE FL 33301	VICE PRESIDE	0.00	0	0	0
LAURA MILLER 146 LENA AVE FREEPORT NY 11520	VICE PRESIEN	10.00	0	0	0
NICHOLAS MILLER 13 JUPITER AVENUE SOMERDALE NJ 08083	VICE PRESIDE	0.00	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
GLEN M. MILLER	\$ _____
TOTAL	\$ _____ 0

Federal Statements

Statement 10 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
KKR FINANCIAL HIOLDINGS, LL		\$	14	\$ 13	\$
KKR FINANCIAL HIOLDINGS, LL			14	15	
KKR FINANCIAL HIOLDINGS, LL			14	2	
KKR & CO, LP			14	1	
KKR & CO, LP			13	6	
TOTAL		\$ <u>0</u>		\$ <u>37</u>	\$ <u>0</u>

Federal Statements

Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN INTERNATIONAL SECURIT	\$ 11,218		14		
KKR FINANCIAL	555		14		
TOTAL	\$ <u>11,773</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN INTERNATIONALA SECURITI	\$ 6,526		14		
LESS: DIVIDENDS REPORTED IN PRIOR YEAR	125		14		
KKR FINANCIAL HOLDINGS LLC	31		14		
KKR & CO, LP	64		14		
TOTAL	\$ <u>6,746</u>				

Form 990-PF - General Footnote**Description**

THE TAXPAYER IS FILING THIS RETURN LATE BECAUSE OF A MISCOMMUNICATION BETWEEN THE OFFICER'S OF THE FOUNDATION AND THE PRIOR C.P.A. THE TAXPAYER WAS UNDER THE IMPRESSION THAT THE PRIOR C.P.A. HAD IN THEIR POSSESSION ALL THE NECESSARY DOCUMENTS TO PREPARE THE TAX RETURN. HOWEVER, THE PRIOR C.P.A. DID NOT HAVE EVERYTHING NECESSARY SO A TIMELY FILED RETURN WAS NOT FILED. WHEN OUR FIRM TOOK OVER THE ACCOUNT FROM THE PRIOR C.P.A. WE MADE THE OFFICER'S AWARE THAT A RETURN WAS NOT FILED AND CONSEQUENTLY WE PREPARED THIS RETURN AS SOON AS WE COULD.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

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

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

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

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

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

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

Type or print	Name of exempt organization THE BAILEY MILLER FOUNDATION, INC.	Employer identification number 20-3943053
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 P.O. BOX 21745	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. FORT LAUDERDALE FL 33335	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GLEN M. MILLER
P.O. BOX 21745

• The books are in the care of ▶ **FORT LAUDERDALE** FL 33335
Telephone No ▶ 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 **07/15/12**, 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 **12/01/10**, and ending **11/30/11**

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

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