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

OMB No 1545-0052

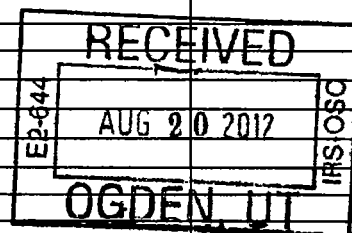
2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending

Name of foundation Ben & Jerry's Foundation, Inc.		A Employer identification number 03-0300865
Number and street (or P O box number if mail is not delivered to street address) 30 Community Drive	Room/suite	B Telephone number (see the instructions) (802) 846-1500
City or town South Burlington	State VT	ZIP code 05403
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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, column (c), line 16) \$ 5,126,856.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)		2,226,660.			
2 Ck ☐ if the foundn is not req to att Sch B					
3 Interest on savings and temporary cash investments		43,530.	43,530.		
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain/(loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule) See Line 11 Stmt		6,759.	0.		
12 Total. Add lines 1 through 11		2,276,949.	43,530.		
13 Compensation of officers, directors, trustees, etc		9,150.	0.		9,150.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach sch) L-16b Stmt		2,230.	1,985.		245.
c Other prof fees (attach sch)					
17 Interest					
18 Taxes (attach schedule)(see instrs) Federal Excise Ta		3,000.	0.		0.
19 Depreciation (attach sch) and depletion		7,630.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		43,883.	0.		43,883.
22 Printing and publications					
23 Other expenses (attach schedule) See Line 23 Stmt		199,145.	18,318.		180,827.
24 Total operating and administrative expenses. Add lines 13 through 23		265,038.	20,303.		234,105.
25 Contributions, gifts, grants paid		2,028,591.			2,028,591.
26 Total expenses and disbursements. Add lines 24 and 25		2,293,629.	20,303.		2,262,696.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-16,680.			
b Net investment income (if negative, enter -0-)			23,227.		
c Adjusted net income (if negative, enter -0-)					



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		60,826.	33,465.	33,465.
	2	Savings and temporary cash investments		4,659,884.	4,672,090.	4,672,090.
	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 instructions)				
	7	Other notes and loans receivable (attach sch)	300,000.	L-7 Stmt		
		Less: allowance for doubtful accounts	0.	300,000.	300,000.	300,000.
	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)				
	c	Investments — corporate bonds (attach schedule)				
	LIABILITIES	11	Investments — land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments — mortgage loans				
13		Investments — other (attach schedule)				
14		Land, buildings, and equipment: basis	28,490.			
		Less: accumulated depreciation (attach schedule)	L-14 Stmt 15,578.	20,542.	12,912.	12,912.
15		Other assets (describe L-15 Stmt)		108,230.	108,389.	108,389.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		5,149,482.	5,126,856.	5,126,856.
17		Accounts payable and accrued expenses				
18		Grants payable				
19	Deferred revenue					
20	Loans from officers, directors, trustees, & other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe L-22 Stmt)		114,335.	108,389.		
23	Total liabilities (add lines 17 through 22)		114,335.	108,389.		
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted		5,035,147.	5,018,467.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		5,035,147.	5,018,467.	
	31	Total liabilities and net assets/fund balances (see instructions)		5,149,482.	5,126,856.	

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	5,035,147.
2	Enter amount from Part I, line 27a	2	-16,680.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,018,467.
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	5,018,467.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)

1 a	(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)
b				
c				
d				
e				

a	(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)
b				
c				
d				
e				

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
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

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 instructions) If (loss), enter -0-
in Part I, line 8

3

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see 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 (column (b) divided by column (c))
2010	2,313,760.	5,797,719.	0.399081
2009	2,003,336.	5,599,111.	0.357795
2008	1,832,673.	5,368,987.	0.341344
2007	1,944,033.	5,218,359.	0.372537
2006	1,425,333.	4,706,248.	0.302860

2 Total of line 1, column (d)

2

1.773617

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

0.354723

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4

5,945,953.

5 Multiply line 4 by line 3

5

2,109,166.

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

6

232.

7 Add lines 5 and 6

7

2,109,398.

8 Enter qualifying distributions from Part XII, line 4

8

2,262,696.

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	232.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	232.
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	232.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6 a	490.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	2,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	2,490.	
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	2,258.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 240. Refunded	11	2,018.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) VT - Vermont		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.benandjerrysfoundation.org</u>	13	X	
14	The books are in care of <u>Lisa Pendolino</u> Telephone no <u>(802) 846-1500</u> Located at <u>30 Community Drive</u> <u>So. Burlington VT</u> ZIP + 4 <u>05403</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 <u>15</u> N/A			
16	At any time during calendar year 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16		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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1 c	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 2011 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 2011)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2011?	4 b	X

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Part VII 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 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 instructions)?

5b N/A

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

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?

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 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
Jerry Greenfield 30 Community Drive So. Burlington VT 05403	President 1.00	0.	0.	0.
Jeff Furman 30 Community Drive So. Burlington VT 05403	Treasurer 1.00	0.	0.	0.
Elizabeth Bankowski 30 Community Drive So. Burlington VT 05403	Secr./Consultant 4.00	9,150.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

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

▶

None

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 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		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 Not Applicable - Non-Operating Private Foundation	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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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	308,303.
b Average of monthly cash balances	1b	5,728,198.
c Fair market value of all other assets (see instructions)	1c	0.
d Total (add lines 1a, b, and c)	1d	6,036,501.
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	6,036,501.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	90,548.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,945,953.
6 Minimum investment return. Enter 5% of line 5	6	297,298.

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	297,298.
2a Tax on investment income for 2011 from Part VI, line 5	2a	232.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	0.
c Add lines 2a and 2b	2c	232.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	297,066.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	297,066.
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	297,066.

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	2,262,696.
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	0.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	0.
b Cash distribution test (attach the required schedule)	3b	0.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,262,696.
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 instructions)	5	232.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,262,464.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				297,066.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	1,194,019.			
b From 2007	1,945,872.			
c From 2008	1,567,278.			
d From 2009	1,725,494.			
e From 2010	2,024,844.			
f Total of lines 3a through e	8,457,507.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 2,262,696.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				297,066.
e Remaining amount distributed out of corpus	1,965,630.			
5 Excess distributions carryover applied to 2011 (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	10,423,137.			
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 2010. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	1,194,019.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	9,229,118.			
10 Analysis of line 9:				
a Excess from 2007	1,945,872.			
b Excess from 2008	1,567,278.			
c Excess from 2009	1,725,494.			
d Excess from 2010	2,024,844.			
e Excess from 2011	1,965,630.			

N/A

- 4942(1)(5)

(4) Gross investment income

[illegible]

U.S. recipients only.

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
<i>a Paid during the year</i>				
See Attached	N/A	IRC Sec. 509 (a) Public Charities	See Attached	2,028,591.
Total			3a	2,028,591.
<i>b Approved for future payment</i>				
Vermont Workers' Center 294 North Winooski Avenue Burlington VT 05401 Vermont Journalism Trust P.O. Box 2 East Hardwick VT 05836	N/A N/A	509 (a) Public Charity 509 (a) Public Charity	Capacity Building Capacity Building	25,000. 50,000.
Total			3b	75,000.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

TEEA0503 07/15/11

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

Ben & Jerry's Foundation, Inc.

Employer identification number

03-0300865

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total 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 total 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 Part I, 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).

BAA 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) (2011)

Name of organization

Employer identification number

Ben & Jerry's Foundation, Inc.

03-0300865

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Ben & Jerry's Homemade, Inc. 30 Community Drive South Burlington VT 05403	\$ 2,180,808.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	Bennett Cohen 191 Bank Street Burlington VT 05401	\$ 42,859.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Form 990-PF
Part II, Lines 6 and 7

Receivables

2011

Name Ben & Jerry's Foundation, Inc.	Employer Identification Number 03-0300865
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Lender Information

Loan Receivable Type 4

Borrower's Name Vermont Community Loan Fund Borrower's Title Community Loan Fund

Check Box, if Borrower is a Business ☒ Relationship of Borrower (other loans only) None

Repayment Terms Various Borrower's Security None

Purpose of Loan Community Development Description of Consideration N/A

Original Amount 200,000. Beginning Year Balance 200,000. Year End Balance 200,000.

FMV of at Year End 200,000. FMV of Consideration 200,000.

Allowance for Doubtful Accounts (other loans only) 0.

Date of Note Various Maturity Date Various Interest Rate 2.00

Loan Receivable Type 3

Borrower's Name Louisiana Disaster Recovery Fund Borrower's Title Disaster Recovery Fund

Check Box, if Borrower is a Business ☒ Relationship of Borrower (other loans only) None

Repayment Terms Principal and Interest due September 2012 Borrower's Security Certificate of Deposit

Purpose of Loan Discovery Recovery Assistance Description of Consideration N/A

Original Amount 100,000. Beginning Year Balance 100,000. Year End Balance 100,000.

FMV of at Year End 100,000. FMV of Consideration 100,000.

Allowance for Doubtful Accounts (other loans only) 0.

Date of Note 09/01/09 Maturity Date 09/01/12 Interest Rate 1.25

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) _____

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Loan Receivable Type _____

Borrower's Name _____ Borrower's Title _____

Check Box, if Borrower is a Business ☐ Relationship of Borrower (other loans only) _____

Repayment Terms _____ Borrower's Security _____

Purpose of Loan _____ Description of Consideration _____

Original Amount _____ Beginning Year Balance _____ Year End Balance _____

FMV of at Year End _____ FMV of Consideration _____

Allowance for Doubtful Accounts (other loans only) _____

Date of Note _____ Maturity Date _____ Interest Rate _____

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Miscellaneous Income	1,261.	0.	
Excise Tax Refunds	5,498.	0.	
Total	6,759.	0.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Reimbursed Payroll Costs (Ben & Jerry's Co. Employees)	179,734.	17,973.		161,761.
Dues & Subscriptions	5,772.	0.		5,772.
Insurance	1,650.	165.		1,485.
Miscellaneous	352.	35.		317.
Promotion	3,929.	0.		3,929.
Supplies	1,445.	145.		1,300.
Website & Technology	6,263.	0.		6,263.
Total	199,145.	18,318.		180,827.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wallace W Tapia, P	Tax Return Preparation	1,985.	1,985.		0.
Wallace W Tapia, P	Accounting Consultatio	245.	0.		245.
Total		2,230.	1,985.		245.

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Grant Management Software	14,000.	5,717.	8,283.
Website	14,490.	9,861.	4,629.
Total	28,490.	15,578.	12,912.

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	Fair Market Value
Investments - Agency Fund	108,230.	108,389.	108,389.

Form 990-PF, Page 2, Part II, Line 15

Continued

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Total	<u>108,230.</u>	<u>108,389.</u>	<u>108,389.</u>

Form 990-PF, Page 2, Part II, Line 22

Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
<u>Refundable Advance</u>	<u>6,105.</u>	<u>0.</u>
<u>Agency Liability</u>	<u>108,230.</u>	<u>108,389.</u>
Total	<u>114,335.</u>	<u>108,389.</u>

Ben & Jerry's Foundation
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Attachment to 2011 Form 990-PF

Donee	Purpose	Amount
Waterbury "CATS" Grants		
WGDR-FM at Goddard College	Expansion into Hardwick	\$500
Hyde Park Elementary School	Sports for Life	1,000
Albany Town Library	Albany Library Technology Grant	1,000
Summit School of Traditional Music	Breaking Up Winter Folk Music Festival	600
Town of Waterbury Skate Park	Waterbury Skates	500
Lamoille County VFW Post 9653	Morristown Veterans Monument	1,000
The Barre Opera House	Summer Youth Theater Experiences	750
Unitarian Universalist Fellowship of Stowe	Operating Support	500
Brattleboro Museum & Art Center	Head Start Arts Partnership	500
Lamoille Area Cancer Network	Sweetheart's Dance	500
Harwood Union High School	Harwood Student Peace Alliance	1,000
Meals & Wheels of Greater Springfield	Meals on Wheels	1,000
Forest Moon Celebrating Survivorship	Move Over Cancer	500
Good Beginnings of Central Vermont	Mother/Infant Free Home Visitation	500
Lamoille Family Center	Parent Education	375
Ascutney Mountain Audubon Society	Herrick's Cover Wildlife Festival	750
Hazen Union School - Music Department	Hazen Music Dept Trip	1,000
New England Youth Theater, Inc	Theatre Adventure Program	500
North Country Animal League	Humane Education & Community Outreach	250
Food Works Two Rivers Center for Sustainability	APPLE Corps	1,000
Stowe Middle School Odyssey of the Mind	Odyssey of the Mind	500
INSPIRE for Autism	The Lion's Pride	1,000
Westgate Housing Inc	Summer Enrichment Program	1,000
Camp Agape Vermont, Inc	General Support	500
River Arts of Morrisville	2011 Summer Youth Arts Program	500
North Branch Nature Center	Youth Birding Program	500
Hyde Park Elementary School	6th Grade Team Building Trip	1,000
Athletes For New Ideas	Barre Bike & Fitness Festival	500
Deerfield Valley Food Pantry	Provide Eggs and Dairy Products	1,000
Early Education Resource Center of Waterb	Kid Fest 2011	800
Stowe Co-op Nursery School	Green Kids Project	500
Roxbury Village School	Cape Cod Trip	700
Local Agriculture Community Exchange	Planting the Seeds of Change Mural Project	500
Washington County Mental Health Services	Vermont Chocolate for Change	950
Health Connections of the Upper Valley	South Royalton School Gardens	500
Vital Communities	Beginning Farm - Mentor Farmer Network	500
Sustainable Energy Resource Group	Thetford HEAT Weatherization Outreach	1,000
Community Emergency Relief Volunteers	Northfield Area Summer Lunch Project	500
Vermont's Camp Ta-Kum-Ta	Operating Support	1,750
YMCA - Camp Abnaki	Waterbury Site Project	1,750
YWCA of Vermont - Hochelaga	Waterbury Site Project	1,750
Vermont Assoc for Mental Health	Camp Daybreak 2011	1,000
Shine Charitable Group	Hartford Hoops Foundation	1,000
Windham Child Care Association	Evening Care's Healthy Meals Program	1,000

Ben & Jerry's Foundation
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Attachment to 2011 Form 990-PF

Donee	Purpose	Amount
River Arts of Morrisville	Murphy's Barn - Waterbury Comedy Festival	500
Under the Wings Respite House	Community Youth Outreach back to school backpack program	300
Mountain Communities Supporting Education	The Collaborative Mentory Program	1,000
Home Share Now	Environmental Assessment	1,000
Lamoille County VFW Post 9653	Calcutta for Lifeline 2011	1,500
Greater Stowe Interfaith Coalition	Ice Cream Social and Non-profit Fair	750
Lamoille Community Food Share	FRESH Coupon Project	1,000
Brookhaven Treatment and Learning Center	Playground	1,000
Everybody Wins! Vermont	Thatcher Brook School Power Lunch	500
Arts Council of Windham County	Free is Art	600
Spectrum Arts and Education for Peace, Inc	Northeast PNI Institute for Healing Train the Brain	1,000
Friends of Stowe Adaptive Sports	Capital	1,000
Vermont Youth Conservation Corps	Educating Youth Through Conservation	500
Focus on Film	Green Mtn Film Festival	1,000
Hyde Park Elementary School	6th Grade end of year field trip	500
Groton Methodist Church	Groton Community Food Program	500
Brattleboro Museum & Art Center	Head Start Arts Partnership	1,000
Windsor Hospital Corporation	Volunteers in Action General Support	1,000
Central Vermont Adult Basic Education	Literary Instruction for Adults and Teens in Waterbury	1,000
Post Oil Solutions	Winter Farmers Market Affordable & Accessible Campaign	1,000
Revitalizing Waterbury	ReBuild Waterbury	8,000
Central Support "CATS" Grants		
Our Community Cares Camp	Operating Support	2,500
Southwestern Vermont Council on Aging	Meals on Wheels of Rutland County	1,000
Middlebury Transitional Care Coalition	Middlebury Community Care Coalition	3,000
Essex CHIPS, Inc	Stomping Ground	500
Audubon Vermont	Environmental Education for Underserved Schoolchildren	1,500
The Salvation Army	Sewing Classes	2,177
The Mentor Connector	Fill in the Gaps	5,000
Local Motion	Bike Recycle Vermont	1,000
YWCA of Vermont	YWCA Stand Against Racism	1,000
Mount Holly School	Seeds to Supper	2,000
Camp Exclamation Point, Inc	Operating Support	1,000
Poultney Mettowee Natural Resource Conser	Ecosystem Exposition	1,000
Applegate Housing, Inc	Youth Center Building	2,000
Central Vermont Community Action Council	Emergency Food for Central VT Flood Victims	5,000
Hinesburg Community School	Hinesburg Community School Playground and Community Park	750
American Lung Association of New England	Champ Camp for Kids with Asthma	1,500
Friends of Vergennes Opera House	Friday Night Flicks	1,000
City of Winooski	The Underground Teen Center	2,000
Friends of Fletcher Free Library	Summer Reading Program	1,500
Camp ForMe	General Support	1,500
Bennington-Rutland Supervisory Union	Mettawee Technology Equity Project	1,000
Vermont Youth Conservation Corps	Educating Youth through Conservation	1,000

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Donee	Purpose	Amount
Outright Vermont	2011 Queer Youth Awards Celebration	500
Parent-Child Center	Addison Central Teens - Tour de Teens	1,000
Local Motion	2nd Annual Halloween Ride	500
J J Flynn Elementary School	Very Merry Theatre Program	1,000
Everybody Wins! Vermont	Burlington & Winooski Power Lunch Programs	1,500
Edmunds Elementary School - Four Winds	Four Winds Program	1,000
Helping and Nurturing Diverse Seniors	7th Annual Holiday Dinner for Seniors	3,000
Hugh O'Brian Youth Leadership	Operating Support	500
Spectrum Youth & Family Service	Team Building for Homeless Youth	500
Burdett Commons, Inc	Middle School After School Program	3,000
St. Albans "CATS" Grants		
Rural Community Transportation, Inc	Pool to School poster contest	500
Highgate Public Library	Little Explorers	1,000
Orleans County Natural Resource Conservat	Farm and Conservation Field Day	2,000
Carepartners Adult Day Center	Operating Support	1,500
Animal Rescue of the Kingdom	Operating Support	2,500
Silver Towers Camp	In memory of Kim Collivon	5,000
Northwest Vermont Solid Waste Mangement District	Community Event Compost/Recycling Container Loan Program	1,000
Essex County Natural Resources Cons District	2011 Conservation Field Day	500
NWVFAFA	Operating Support	2,000
Town of Highgate	Cam Highgate	1,000
Missisquoi River Basin Association, Inc	Operating Support	2,000
Young Tradition Vermont	Traditional Camp	2,000
Vermont's Camp Ta-Kum-Ta	Operating Support	1,750
YMCA - Camp Abnaki	Operating Support	1,750
YWCA of Vermont - Hochelaga	Operating Support	1,750
Congregational Church of South Hero	Food for Thought	4,000
Timmy's Kids Foundation	Young and Old, Swanton Teen Center	1,000
Franklin County Home Health Agency, Inc	Blue Jean Ball for Home Health	2,000
Craftsbury Public Library	Providing Technology in VT's Northeast Kingdom	1,500
Glover Community School	Winter Activities Committee	1,500
Martha's Kitchen	Operating Support	2,500
Vermont's Camp Ta-Kum-Ta	Operating Support	2,500
Lucas James Williams Memorial Youth Fund	Operating Support	1,500
Vermont Youth Conservation Corps	Educating Youth Through Conservation	1,000
Highgate Elementary School	5th Grade Starbase Trip	1,320
Northeast Kingdom Community Action	Canaan Holiday Giving	1,500
Northeast Kingdom Community Action	Island Pond Holiday Giving	2,000
St Albans Recreation Department	City Pool Filter Replacement	500
Franklin Grand Isle Emergency Food Shelf	Operating Support	5,000
Franklin County Humane Society	Operating Support	5,000
Franklin County Caring Communities	Watershed Mentoring	430

Waterbury Plant Manager's Fund Grants

Ben & Jerry's Foundation
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Donee	Purpose	Amount
Stowe Cooperative Nursery School	Playground Rebuild	1,000
Waterbury 4th of July and Special Events	Operating Support	2,500
Waterbury Fire Department	2012 Calendar	150
St. Albans Plant Manager's Fund Grant		
Community Health Center of Burlington	Capital Campaign	3,000
Corporate Giving Program Grants		
Lake Champlain Community Sailing Center	Operating Support	1,000
Vermont Refugee Resettlement Program	Operating Support	1,000
Vermont Foodbank	Operating Support	500
University of Vermont	Ready to Run Workshop	500
Social Ventures, Inc	Free Will Awareness - AAU Boys Basketball Program	1,000
Vermont Sustainable Jobs Fund, Inc	Farm to Plate Initiative	5,000
Blue Ridge Press	Generation Hot commentary series	2,000
The Strolling of the Heifers	Slow Living Summit	1,000
Smart Growth Vermont	Healthy Community Design Project	5,000
Corporate Accountability International	Operating Support	1,000
Vermont Journalism Trust	Video Cam for VT Digger	1,000
Voices for Vermont's Children	Making a Difference for Kids - event	2,500
Community Partners fbo SAFSF	SAFSF #531 - Forum 2011 Immigration Plenary	1,800
Vermont Natural Resources Council	Citizen Engagement around Energy Plan	3,000
Just Food - NESAWG	NESAWG event - It Takes a Region	1,000
Truthout	Operating Support	1,000
Composting Association of Vermont	Expanding VT's Policy Framework for Compost	5,000
Center for Transformative Action	The Dorothy Cotton Institute	2,000
PLGNA	The Parkside Project	250
Spectrum Youth & Family Service	Support for Empty Bowl Dinner	1,000
BULLY BE GONE!	Operating Support	500
CCTV Center for Media & Democracy	Operating Support	1,000
Vermont Community Foundation	Vermont Red Cross Response Fund	10,000
Vermont Community Foundation	Vermont Farm Disaster Relief Fund	10,000
Vermont Community Foundation	Special & Urgent Needs Fund Irene Recovery	10,000
Mujeres Unidas y Activas	California Domestic Workers Coalition	5,000
New England Farmers Union Education Found	"A Local Voice at the National Table"	500
CVOEO Mobile Home Project	Mobile Home Removal Project Support	5,000
Vermont Workers' Center	Mobile Home Project Organizing work	5,000
Cornell University	Kate Bronfenbrenner ILR Labor Roundtable	2,500
Community Unity Music Education Program	Delta Academy Sigma Theta Sorority	500
NOFA	2011 Winter Conference Support	2,500
Franklin-Grand Isle United Way	Operation Happiness	2,500
Vermont Community Foundation	Operating Support	1,000
Employee Matching Gifts Program Grants		
Green Mountain Habitat for Humanity	Community Service Project Incentive	100

Ben & Jerry's Foundation
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Donee	Purpose	Amount
Humane Society of Chittenden County	Community Service Project Incentive	100
ReSource	Community Service Project Incentive	100
Humane Society of the United States	Community Service Project Incentive	100
Green Mountain Animal Defenders	Community Service Project Incentive	100
Salvation Army	Community Service Project Incentive	100
DREAM	Community Service Project Incentive	100
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	200
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	50
Special Olympics Vermont	Operating Support	50
Special Olympics Vermont	Operating Support	50
Special Olympics Vermont	Operating Support	25
Special Olympics Vermont	Operating Support	25
Lake Champlain Community Sailing Center	Operating Support	1,000
Tabor Lutheran Church	Operating Support	600
American Society for the Prevention of Cruelty to Animals	Operating Support	100
American Society for the Prevention of Cruelty to Animals	Operating Support	100
Vermont ETV, Inc	Operating Support	125
Vermont ETV, Inc	Operating Support	100
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	100
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	25
American Cancer Society	Operating Support	30
American Cancer Society	Operating Support	50
Shelburne Farms	Operating Support	65
Shelburne Farms	Operating Support	65
C O T S	Operating Support	25
Vermont Public Radio	Operating Support	35
Vermont Public Radio	Operating Support	240
Vermont Public Radio	Operating Support	100
Vermont Public Radio	Operating Support	120
Vermont Public Radio	Operating Support	52
Castleton State College	Operating Support	200
Glades Youth Hockey	Operating Support	250
The Metropolitan Museum of Art	Operating Support	60
Heifer Project International, Inc	Operating Support	60

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Donee	Purpose	Amount
American Red Cross National Headquarters	Operating Support	25
Rex Foundation	Operating Support	80
Vermont Land Trust, Inc	Operating Support	35
Franklin County Humane Society	Operating Support	300
FINCA International, Inc	Operating Support	25
Cancer Patient Support Program	Operating Support	50
Cancer Patient Support Program	Operating Support	100
The Veterans' Place, Inc	Operating Support	635
Vermont Committee for AIDS Resources	Operating Support	100
Special Olympics Vermont	Operating Support	25
Central Vermont Community Action Council	Operating Support	100
Vermont Youth Conservation Corps	Operating Support	25
Vermont Historical Society	Operating Support	55
Peace & Justice Center	Operating Support	50
Sjogrens Syndrome Foundation	Operating Support	25
Sjogrens Syndrome Foundation	Operating Support	25
Loeys Dietz Syndrome Foundation	Operating Support	955
Community Action Service Team, Inc	Operating Support	150
Pennsylvania State University	Operating Support	100
Avon Foundation	Operating Support	100
Camels Hump Nordic Ski Area	Operating Support	100
Vermont Woodlands Association	Operating Support	0
Community Foundation of North Central MA	Operating Support	100
Friends of Burlington Gardens	Operating Support	26
Local Motion	Operating Support	75
AIDS Project of Southern Vermont	Operating Support	50
Truthout	Operating Support	100
The Rotary Foundation of R I	Operating Support	50
Minnesota Public Radio	Operating Support	400
Colonial Williamsburg Foundation	Operating Support	35
Vermont Woodlands Association	Operating Support	40
American Red Cross National Headquarters	Operating Support	100
Community Action Service Team, Inc	Operating Support	500
Special Olympics Vermont	Operating Support	25
South Hero Land Trust	Operating Support	100
United Ways of Vermont	Operating Support	200
United Ways of Vermont	Operating Support	200
Vermont Public Television	Operating Support	100
National MS Society Central NE Chapter	Operating Support	0
Vermont Foodbank	Operating Support	25
Vermont Foodbank	Operating Support	200
ASPCA	Operating Support	25
Swarthmore College	Operating Support	50
American Red Cross Northern VT Chapter	Operating Support	200
Vermont Public Radio	Operating Support	120

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Donee	Purpose	Amount
Vermont Public Radio	Operating Support	50
American Cancer Society	Operating Support	50
Peace & Justice Center	Operating Support	25
The Grafton News	Operating Support	50
Greater Derry Humane Society, Inc	Operating Support	2,000
Greater Derry Humane Society, Inc	Operating Support	1,000
American Red Cross Northern VT Chapter	Operating Support	400
Camp Exclamation Point, Inc	Operating Support	270
Mary Hitchcock Memorial Hospital	Operating Support	75
Forest Moon Celebrating Survivorship	Operating Support	75
Windham Foundation	Operating Support	300
Birds of Vermont Museum	Operating Support	75
American Red Cross Northern VT Chapter	Operating Support	100
St Marys - Tileston Outreach	Operating Support	100
Shelburne Museum	Operating Support	75
Vermont Public Television	Operating Support	30
Dragonheart Vermont	Operating Support	739
Dragonheart Vermont	Operating Support	250
Dragonheart Vermont	Operating Support	250
Central Vermont Catholic School	Operating Support	250
National MS Society Central NE Chapter	Operating Support	160
Vermont Community Foundation	Operating Support	425
Social Ventures, Inc	Operating Support	500
Flynn Center for the Performing Arts	Operating Support	1,000
The Land Institute	Operating Support	100
Vermont Community Foundation	Operating Support	150
Chewonki Foundation	Operating Support	100
Water Org	Operating Support	25
Rokeby Museum	Operating Support	25
Vermont's Camp Ta-Kum-Ta	Operating Support	105
Center For a New American Dream	Operating Support	35
Vermont Foodbank	Operating Support	100
Maine Organic Farmers & Gardener's Assoc	Operating Support	100
Vermont Foodbank	Operating Support	200
Camp Arcadia Scholarship Foundation	Operating Support	50
Rural Education Action Project	Operating Support	50
NOFA	Operating Support	100
Vermont Symphony Orchestra	Operating Support	100
DREAM	Operating Support	50
Vermont Land Trust, Inc	Operating Support	35
Northeast Wilderness Trust	Operating Support	25
Huntington Public Library	Operating Support	50
Richmond Rescue	Operating Support	25
Heifer Project International, Inc	Operating Support	120
NOFA	Operating Support	35

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Donee	Purpose	Amount
Spectrum, Inc	Operating Support	25
Green Mountain Habitat for Humanity	Operating Support	50
C O T S	Operating Support	100
Local Motion	Operating Support	25
CVOEO - Chittenden Emergency Foodshelf	Operating Support	200
C O T S	Operating Support	300
Tompkins County Workers' Center	Operating Support	500
Displaced Homemakers Center of Tompkins C	Operating Support	500
Day Care and Child Development Council of	Operating Support	500
Community Action Service Team, Inc	Operating Support	250
Herfer Project International, Inc	Operating Support	150
Vermont ETV, Inc	Operating Support	125
DREAM	Operating Support	50
DREAM	Operating Support	50
Bucknell University	Operating Support	100
Howard Center for Human Services	Operating Support	50
Richmond Food Shelf and Thrift Store	Operating Support	100
Richmond Food Shelf and Thrift Store	Operating Support	100
Flynn Center for the Performing Arts	Operating Support	100
American Red Cross Northern VT Chapter	Operating Support	230
American Red Cross Northern VT Chapter	Operating Support	100
American Red Cross Northern VT Chapter	Operating Support	330
WCYSB/B&GC	Operating Support	1,482
Spring Hill Horse Rescue	Operating Support	1,272
NEKCA, Inc	Matching Gift Program Fuel Assistance	1,836
Green Mountain United Way	Operating Support	2,182
"U-Fund" Grants		
Social Ventures, Inc	The Oakland Institute	15,000
Institute for Policy Studies	The Other 98% - for the US Uncut Initiative	10,000
Grassroots Global Justice	Global and US Social Forum	25,000
Jobs with Justice	Caring Across Generations National Campaign	25,000
Jobs with Justice	Excluded Workers Congress	50,000
Committee and Other Directed Grants		
Church of the Crucified One	Michael Brink Foundation Service Grant	500
DREAM	Kristen Towbin - Foundation Service Stipend	500
Peacemaker Community Inc	Operating Support	1,000
Vermont Natural Resources Council	Operating Support	1,000
United for a Fair Economy	Operating Support	1,000
Nonviolence Peaceforce International	Operating Support	2,500
The Simple Way	Operating Support	4,000
National Priorities Project	2011 Fall Party Gala	1,000
Physicians for Social Responsibility	Operating Support	1,000
Music in Schools Today	Operating Support	1,000

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Donee	Purpose	Amount
Champlain College	Vermont First Scholarship Program	1,000
The Family Place	25th Anniversary	1,000
Vermont Journalism Trust	Sally West Johnson Fund for Reporting	5,000
Vermont Youth Conservation Corps	Operating Support	5,000
Vermont Women's Fund	Endowment	5,000
Social Ventures, Inc	Operating Support	6,000
Multicultural Resource Center	Operating Support	1,000
Catholic Charities of Tompkins/Tioga	Immigration Project	1,000
Village at Ithaca	Operating Support	1,000
Greater Ithaca Activities Center	Operating Support	1,000
Social Ventures, Inc	Operating Support	3,000
CEDP	Operating Support	2,000
Vermont Workers' Center	Operating Support	10,000
Centurion Ministries	Operating Support	1,000
Windham Housing Trust	Operating Support	2,500
Young Tradition Vermont	Operating Support	500
Folsom PTO	Operating Support	500
Lake Champlain Community Sailing Center	Operating Support	2,000
Grosse Pointe Rotary Foundation	Literacy Detroit Initiative	1,000
Folsom Elementary School	Technology	1,500
Folsom Elementary School	Drama/Play	250
South Hero Community Library	Operating Support	250
Brewster Pierce Memorial School - PIE	Operating Support	1,000
Thatcher Brook Primary School - PTO	Operating Support	750
Revitalizing Waterbury	Operating Support	2,500
Vermont Land Trust, Inc	Blue Heron	1,000
South Hero Community Library	Operating Support	500
South Hero Land Trust	Operating Support	500
Brewster Pierce Memorial School	Energy Efficiency	6,500
"Foundation" Grants		
Get Inspired	Small grant	1,000
Clean Air Coalition of Western New York	Project TAPP - NGGP Grant	15,000
Consumers for Dental Choice	Californians for Green Dentistry	10,000
Herstory Writers Workshop	Youth Writing for Restorative Justice	15,000
Media Mobilizing Project	Media Mobilizing Project Bilingual Radio Network	15,000
A J Muste Memorial Institute	Movement for Justice in El Barrio	15,000
Community Partners	The Farmer Veteran Coalition	15,000
Winooski Coalition for a Safe and Peacefu	Community Building and Organizing Winooski	10,000
Pleasant Street Neighborhood Network Cent	Worcester Homeless Action Committee	15,000
New Hazlett Center for the Performing Art	CityLive Discussion Forum	1,000
Central Sierra Env Resource Center	Next steps - Wildlife, Meadow and Youth Education	10,000
MAYi	Martial Arts Outreach for Youth - Small Grant	1,000
smartMeme, Inc	Fundraising TA Support - Small Grant	2,000
World Sound Foundation/Sound and Story Pr	Untold Stories - Small Grant	1,000

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VOZ Workers Rights Education Project	General Support - NGGP Grant	15,000
Amigos Multicultural Services Center	Youth and Immigrant Rights Work - NGGP Grant	10,000
Koreatown Immigrant Workers Alliance	KIWA Community Leadership Development Program	10,000
Leaders for Equality and Action in Dayton	General Support - NGGP Grant	12,000
NNIRR	HURRICANE Project	10,000
Ohio Valley Environmental Coalition	Mountaintop Removal/Sludge Safety Work	10,000
Post Oil Solutions	Community Food Assessment Windham County Farm to School	10,000
Teachers Unite	General Support - NGGP Grant	15,000
Domestic Fair Trade Association	DFTA Fair Trade Evaluations - Small Grant	1,000
Sacramento Housing Alliance	Sacramento Housing Organizing Committee - NGGP Grant	5,000
CAAAV Organizing Asian Communities	Chinatown Justice Project	10,000
Calumet Project	Bucket Brigade Campaign	10,000
Arizona Border Rights Foundation	Coalicion de Derechos Humanos	15,000
Duwamish River Cleanup Coalition	Community Leadership & Environmental Justice Advocacy	15,000
JUNTA for Progressive Action	Worker Center at JUNTA	10,835
Kentucky Domestic Violence Association	RAISE Kentucky	10,000
Lakeview Action Coalition (LAC)	Community Organizing General Operating	15,000
Western Slope Environmental Resource Coun	Water, Gas, Coal, & Public Lands	12,000
Westcott Community Center	Onondaga Creek Conservation Council	15,000
Parents United for Public Schools	Parent Leadership Boot Camp	10,000
Responsible Endowments Coalition	Move our Money	15,000
RightRides for Women's Safety	New Yorkers for Safe Transit	15,000
Sadie Nash Leadership Project	ELLA Fellowship	10,000
United Community Centers	East New York Farms Project	15,000
Washtenaw County Workers' Center (WCWC)	WCWC Household Worker Organizing Project	15,000
Western Regional Advocacy Project	General Support	15,000
Yaak Valley Forest Council	General Operating	10,000
Women for Afghan Women (WAW)	Queens Community Outreach Program	1,000
Los Angeles Taxi Workers Alliance	NGGP - General Support	15,000
Justice Now	General Support	13,000
AFACT	AFACT Statewide Expansion	13,000
Camden Churches Organized for People	The Next Generation	13,000
CAUSA Oregon	Grassroots organizing and advocacy for immigrant rights in Oregon	13,000
Raushenbusch Metro Ministries, Inc	Hell's Kitchen Farm Project	1,000
Centro De Trabajadores Unidos Immigrant W	General Support	15,000
Childhood Lead Action Project	Up to Code Campaign	13,000
Environmental Justice Coalition for Water	General Support	15,000
Eyak Preservation Council	General Support	15,000
National Foster Youth Action Network	New Voices Foster Youth Taking Action to Improve the Foster Care System	15,000
Olneyville Neighborhood Association	General support	15,000
Pioneer Valley Project	Jobs Out of Poverty Campaign	15,000
Public Higher Education Network of Massac	General support	15,000
PUEBLO	Youth Initiated Police Policy Reform	15,000
Centro por la Justicia	Southwest Workers' Union	15,000
Brooklyn Young Mothers' Collective	Advocacy and Thought Leadership	15,000

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Transnational Institute for Grassroots Re	General Support	15,000
Universal Health Care Action Network	General Support	15,000
Clean-Up Our Borders, LLC	Arizona Border Area Environmental Clean-up	1,000
Three Rivers RC&D	Sustainable Agriculture Radio for Southeast Idaho	1,000
Center for Peace through Culture	Manos Unidas Cooperative Breakout Session Sponsorship	1,000
SWOP-USA	Small Grant - Chicago SWOP Project	1,000
Centro Laboral de Graton (CLG)	North Bay Organizing Project	15,000
Coalition on Homelessness	Housing First for Families	15,000
Faith Action for Community Equity	Mau Immigrant Rights Project	15,000
Friends of Justice	Narrative Campaign	15,000
Greenaction for Health & Environmental Ju	Kettleman City Environmental Health & Justice Project	15,000
Naugatuck Valley Project, Inc	NVP Youth Green Jobs Program	15,000
Pan Left Productions	General Support	15,000
Vermont Council on Rural Dev , Inc	Small Grant - The Blood in This Town	1,000
Institute for Neighborhood Action	ACCE Oakland	7,500
Occidental Arts and Ecology Center	California Climate & Agriculture Network	12,000
Childspace Cooperative Development, Inc	Child Care Voices- Speaking up for quality	15,000
Dakota Resource Council	Bakken Formation Project	10,000
New York State Tenants & Neighbors Inform	Enforce! Campaign	15,000
International Trauma Treatment Program	POWER Parents Organizing Welfare & Economic Rights	12,000
Interfaith Worker Justice	South Florida Interfaith Worker Justice	15,000
Women Food and Agriculture Network	General Support	15,000
Topeka Youth Project	Small Grant - Youth Court	1,000
Oregon Wildlife Federation	Black Butte Mine A Human Health Peril	1,000
The Media Unit	Summer Performance	1,000
Southern United Neighborhoods	A Community Voice - Campaign for Equity in Rebuilding	15,000
Workers Interfaith Network	CTUL - Campaign for Justice in Retail Cleaning	15,000
Coalition for Economic Justice	Good Jobs and Strong Communities	15,000
Girls for Gender Equity	Sisters in Strength	10,000
Massachusetts Avenue Project	Growing Green Project	15,000
Met Council Research & Educational Fund	Mobilizing for Rent Law Reforms	9,000
Picture The Homeless	General Support	10,000
Moving in Congregations, Acting in Hope	MICAH - Cortland	10,000
Southsiders Organized for Unity and Liber	Environmental Justice Organizing Project	10,000
Tennessee Immigrant and Refugee Rights Co	Workers' Dignity Project	15,000
Sacramento Housing Alliance	General Support - Matching Grant	5,000
DC Grassroots Empowerment Project	Empower DC	15,000
Vermont Assoc for the Education of Young	Kids are Priority One Quality Matter Campaign	15,000
Klamath Forest Alliance	Preserving the Watershed and Communities	10,000
Out Youth	Texas Gay Straight Alliance Network	15,000
Powder River Basin Resource Center	Protecting Our Water from Gas and Oil Drilling Contamination	15,000
Fillipino American Development Foundation	South of Market Community Action Network	15,000
T R U S T South LA	General Support	15,000
UE Research and Education Fund (UERE)	Warehouse Workers for Justice	15,000
Austin Community Foundation	Austin Immigrant Rights Coalition	15,000

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The Labor Institute	Grassroots Institute of New Jersey	10,000
Greater Cincinnati Coalition for the Home	General Support	10,000
Mississippi Immigrants Rights Alliance	Community Organizing and Advocacy Program	10,000
Newtown Florist Club	General Support - Final Grant	5,000
Rural & Migrant Ministry	Rural Workers Education Center	15,000
Illinois Justice Foundation	STOP - Mental Health Movement Program	15,000
Third Sector New England	Teach Our Children - YUED	15,000
Urban Justice Center	The Street Vendor Project	15,000
Vermont Farm-To-School, Inc	General Support - NGGP	20,000
Vermont Fresh Network	General Support	5,000
Black Alliance for Just Immigration	General Support	10,000
Earth Care International	Chainbreaker Collective - General Support	10,000
Global Community Monitor	National Bucket Brigade Network	15,000
Grass Roots Organizing	General Support	10,000
Justice Committee	Know Your Rights/Cop Watch Campaign	15,000
Latino Union of Chicago	Immigrant Worker Action Project	15,000
Parents United for Responsible Education	Fighting for better education policies in Chicago and the US	10,000
Planting Justice	Canvass Program	15,000
Toxics Action Center	General Support	10,000
Addison County Community Trust	Vermont Affordable Housing Coalition	10,000
US Human Rights Network	Atlanta Public Sector Alliance	10,000
Vermont Capacity Building Grants		
Vermont Workers' Center	Capacity Building Grant	25,000
Highfields Institute, Ltd	Capacity Building Grant	25,000
Vermont Journalism Trust	Capacity Building Grant	25,000
Movement Building Grants		
National Day Laborer Organizing Network	Movement Building Grant	25,000
ROC United	Food Chain Workers Alliance	25,000
Prior Years' Grants Cancelled:		
Animal Rescue of the Kingdom	Cancelled Grant	(500)
FTNG	Cancelled Grant	(190)
Mercy Corps	Cancelled Grant	(100)
St. Johnsbury Academy	Cancelled Grant	(1,000)
Workers Rights Law Center	Cancelled Grant	(15,000)
FTNG	Cancelled Grant	(10,000)
Other	Cancelled Grant	(100)
		\$2,028,591

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

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.***Enter filer's identifying number, see instructions**

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Ben & Jerry's Foundation, Inc.	☒ 03-0300865
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	30 Community Drive	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	South Burlington	VT 05403

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Lisa Pendolino

Telephone No. ► (802) 846-1500 FAX No. ► (802) 846-1610

- 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 Aug 15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 20 11 or
► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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	\$	2,490.
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	\$	490.
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	\$	2,000.

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.**BAA For Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 1-2012)