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

2011

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

, and ending

Name of foundation
DIME BANK FOUNDATION, INC.

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

City or town, state, and ZIP code
NORWICH, CT 06360

Room/suite

A Employer identification number
06-1507800

B Telephone number
860-859-4300

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

G Check all that apply
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 Name change

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)
\$ **2,961,763.**

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))		(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		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		162.	162.		STATEMENT 1
4 Dividends and interest from securities		90,495.	90,495.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		7,799.			
b Gross sales price for all assets on line 6a		413,006.			
7 Capital gain net income (from Part IV, line 2)			7,799.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		98,456.	98,456.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest		86.	86.		0.
18 Taxes		1,805.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		8,101.	8,101.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		9,992.	8,187.		0.
25 Contributions, gifts, grants paid		159,501.			159,501.
26 Total expenses and disbursements. Add lines 24 and 25		169,493.	8,187.		159,501.
27 Subtract line 26 from line 12		-71,037.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			90,269.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	11,663.	2,648.	2,648.
	2 Savings and temporary cash investments	9,680.	11,096.	11,096.
	3 Accounts receivable ▶ 5,843.			
	Less allowance for doubtful accounts ▶	5,788.	5,843.	5,843.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable	3,366.		
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2,560,713.	2,557,939.	2,557,939.
	c Investments - corporate bonds			
11 Investments - land, buildings and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8	422,073.	384,237.	384,237.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	3,013,283.	2,961,763.	2,961,763.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	20,000.	15,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ ACCRUED TAX)	590.	565.		
23 Total liabilities (add lines 17 through 22)	20,590.	15,565.		
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	2,992,693.	2,946,198.	
	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	2,992,693.	2,946,198.		
31 Total liabilities and net assets/fund balances	3,013,283.	2,961,763.		

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	2,992,693.
2 Enter amount from Part I, line 27a	2	-71,037.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	25,076.
4 Add lines 1, 2, and 3	4	2,946,732.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	534.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,946,198.

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			
b SEE ATTACHED STATEMENTS			
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 413,006.		405,207.	7,799.

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			7,799.

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	7,799.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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.

7 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	147,502.	2,741,117.	.053811
2009	149,456.	2,340,233.	.063864
2008	163,178.	3,077,440.	.053024
2007	166,902.	3,419,574.	.048808
2006	138,651.	2,556,729.	.054230

2 Total of line 1, column (d)	2	.273737
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	.054747
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,012,270.
5 Multiply line 4 by line 3	5	164,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	903.
7 Add lines 5 and 6	7	165,816.
8 Enter qualifying distributions from Part XII, line 4	8	159,501.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	1,805.
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	1,805.
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	1,805.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,240.
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	1,240.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	565.
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 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
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 instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.DIME-BANK.COM</u>	X		
14	The books are in care of ► <u>NICHOLAS CAPLANSON</u> Telephone no ► <u>860-859-4300</u> Located at ► <u>290 SALEM TURNPIKE, NORWICH, CT</u> ZIP+4 ► <u>06360</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 ► 15 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 ►		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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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) 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 ►		
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 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.) 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 2011?	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)? 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		0

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
	0.
2	
All other program-related investments See instructions	
3	
	0.

Total. Add lines 1 through 3 ▶ 0.

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	3,023,969.
b	Average of monthly cash balances	1b	33,406.
c	Fair market value of all other assets	1c	767.
d	Total (add lines 1a, b, and c)	1d	3,058,142.
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	3,058,142.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,872.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,012,270.
6	Minimum investment return. Enter 5% of line 5	6	150,614.

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	150,614.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,805.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,805.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	148,809.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	148,809.
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	148,809.

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	159,501.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	159,501.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	159,501.

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				148,809.
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	21,069.			
b From 2007	8,715.			
c From 2008	11,146.			
d From 2009	33,664.			
e From 2010	12,906.			
f Total of lines 3a through e	87,500.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 159,501.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				148,809.
e Remaining amount distributed out of corpus	10,692.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	98,192.			
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 instr			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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	21,069.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	77,123.			
10 Analysis of line 9				
a Excess from 2007	8,715.			
b Excess from 2008	11,146.			
c Excess from 2009	33,664.			
d Excess from 2010	12,906.			
e Excess from 2011	10,692.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
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 instructions.)

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

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
DIME BANK FOUNDATION, INC. CHERYL CALDERADO, SECRETARY, 860-859-4300
290 SALEM TURNPIKE, NORWICH, CT 06360

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

c Any submission deadlines
 NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
GEOGRAPHIC AREA SERVED BY THE DIME BANK

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED			SEE ATTACHED	159,501.
Total			▶ 3a	159,501.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 162.), 4 Dividends and interest from securities (14, 90,495.), 5 Net rental income or (loss) from real estate (a-b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (14, 7,799.), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (0., 98,456., 0.), 13 Total (13, 98,456.).

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). The table contains multiple empty rows for explanation.

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

Table with 2 main columns: Question (1-6) and Yes/No. Includes sub-questions a-f regarding transfers and sharing of facilities.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains 'N/A' entries.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains 'N/A' entries.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature: David J. Stanland, Date: 4/30/12, Title: Treasurer.

Paid Preparer Use Only: Print/Type preparer's name: BARBARA J. SNYDER CPA; Preparer's signature: [Signature]; Date: 4/25/12; Check [] if self-employed; PTIN: P00621730; Firm's name: WHITTLESEY & HADLEY, P.C.; Firm's EIN: 06-0903326; Firm's address: 147 CHARTER OAK AVE. HARTFORD, CT 06106-5100; Phone no: 860-522-3111.

May the IRS discuss this return with the preparer shown below (see Instr)? [X] Yes [] No

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 25SH APERAM REGISTRY	P	02/01/11	03/24/11
b 100SH APPLE INC	P	07/14/09	01/13/11
c 250SH ARECELORMITTAL	P	01/07/09	03/24/11
d 250SH ARECELORMITTAL	P	01/25/06	03/24/11
e 550SH BARCLAYS PLC	P	08/23/07	10/27/11
f 750SH BARCLAYS PLC	P	01/16/08	10/27/11
g 375SH BARCLAYS PLC	P	06/06/08	10/27/11
h 1500SH BIOMED REALTY TRUST	P	01/16/08	04/11/11
i 700SH BIOMED REALTY TRUST	P	01/07/09	04/11/11
j 500SH CISCO	P	07/14/09	03/24/11
k 500SH CISCO	P	10/20/09	03/24/11
l 1100SH CONOCOPHILLIPS	P	12/28/06	04/29/11
m 1000SH CVS CAREMARK	P	01/16/08	12/23/11
n 400SH EATON CORP	P	07/26/05	01/13/11
o 750SH EXXON MOBIL	P	11/19/98	04/11/11

(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 944.			944.
b 17,029.		8,565.	8,464.
c 8,836.		7,754.	1,082.
d 8,836.		7,754.	1,082.
e 6,578.		21,531.	-14,953.
f 8,970.		29,360.	-20,390.
g 4,485.		14,680.	-10,195.
h 28,536.		29,565.	-1,029.
i 11,221.		11,826.	-605.
j 8,705.		10,795.	-2,090.
k 8,705.		10,795.	-2,090.
l 16,207.		2,084.	14,123.
m 25,908.		24,059.	1,849.
n 10,214.		6,602.	3,612.
o 63,997.		20,803.	43,194.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			944.
b			8,464.
c			1,082.
d			1,082.
e			-14,953.
f			-20,390.
g			-10,195.
h			-1,029.
i			-605.
j			-2,090.
k			-2,090.
l			14,123.
m			1,849.
n			3,612.
o			43,194.

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). If (loss), enter "-0-" in Part I, line 8 }	3

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 150SH FREEPORT MCMORAN COPPER	P	04/30/07	01/13/11
b 400SH HEWLETT PACKARD CO	P	01/07/09	10/27/11
c 200SH HEWLETT PACKARD CO	P	10/20/09	10/27/11
d 400SH HEWLETT PACKARD CO	P	10/13/10	10/27/11
e 400SH INFOSYS TECHNOLOGIES	P	09/28/06	10/27/11
f 200SH INFOSYS TECHNOLOGIES	P	10/20/09	10/27/11
g 550SH IBM	P	05/21/98	01/13/11
h 600SH ISHARES TR MSCI EAFE	P	01/25/06	01/13/11
i 1000SH PETROLEO BRASILEIRO	P	04/07/08	10/27/11
j 350SH SIMON PROPERTY GROUP	P	01/07/09	10/27/11
k 600SH WD 40 CO	P	10/20/09	04/11/11
l CAPITAL GAINS DIVIDENDS			
m			
n			
o			

(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 17,663.		7,304.	10,359.
b 10,415.		16,752.	-6,337.
c 5,208.		8,376.	-3,168.
d 10,415.		16,752.	-6,337.
e 22,825.		19,116.	3,709.
f 11,412.		9,558.	1,854.
g 11,028.		4,657.	6,371.
h 34,272.		37,098.	-2,826.
i 24,579.		56,773.	-32,194.
j 6,909.		2,898.	4,011.
k 25,948.		19,750.	6,198.
l 3,161.			3,161.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			10,359.
b			-6,337.
c			-3,168.
d			-6,337.
e			3,709.
f			1,854.
g			6,371.
h			-2,826.
i			-32,194.
j			4,011.
k			6,198.
l			3,161.
m			
n			
o			

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	7,799.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ENTERPRISE PRODUCTS PARTNERS LP	146.
KINDER MORGAN LP	15.
TERRA NITROGEN LP	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	162.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ENTERPRISE	470.	470.	0.
KINDER MORGAN LP	63.	0.	63.
PERSHING LLC	93,123.	2,691.	90,432.
TOTAL TO FM 990-PF, PART I, LN 4	93,656.	3,161.	90,495.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	1,805.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,805.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NET LOSS FROM PARTNERSHIPS	8,051.	8,051.		0.
MISCELLANEOUS	50.	50.		0.
TO FORM 990-PF, PG 1, LN 23	8,101.	8,101.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	20,076.
CHANGE IN GRANTS PAYABLE	5,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	25,076.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
NONDEDUCTIBLE EXPENSES FROM PARTNERSHIP INVESTMENTS	534.
TOTAL TO FORM 990-PF, PART III, LINE 5	534.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES - COMMON STOCK	2,557,939.	2,557,939.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,557,939.	2,557,939.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES - MUTUAL FUNDS	FMV	384,237.	384,237.
TOTAL TO FORM 990-PF, PART II, LINE 13		384,237.	384,237.

FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL G. BETTEN, M.D. 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
NICHOLAS CAPLANSON 290 SALEM TURNPIKE NORWICH CT	PRESIDENT 0.00	0.	0.	0.
ROLAND J. HARRIS 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
MARK TRAMONTOZZI 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
JAMES M. KIRKER 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
ROBERT A. STALEY 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
CHARLES O. TREAT 290 SALEM TURNPIKE NORWICH CT	VICE PRESIDENT 0.00	0.	0.	0.
LINDA L. MARIANI 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
VINCENT J. NACCARATO 290 SALEM TURNPIKE NORWICH CT	DIRECTOR 0.00	0.	0.	0.
CHERYL CALDERADO 290 SALEM TURNPIKE NORWICH CT	SECRETARY 0.00	0.	0.	0.
DAVID STANLAND 290 SALEM TURNPIKE NORWICH CT	TREASURER 0.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

DIME BANK FOUNDATION, INC.

2011

06-1507800

Grant Awards and Distribution Report

TOTAL DISTRIBUTION: \$ 159,501.00

RECIPIENT	INDIVIDUAL RECIPIENT	RECIPIENT STATUS	PURPOSE OF GRANT	GRANT AMOUNT
Emergency Fuel Assistance	No	501(c)3	Covenant Shelter Board approved up to \$10,000 for fuel assistance for 2010-11 winter season during board meeting 12-14-10	\$ 4,000.00
Thames Area Citizen Advocacy Program, Inc	No	501(c)3	Supplement funds received from other local foundations Also for new advocate training, facilitation of additional matches between advocates and proteges with any material possessions that might improve their quality of life	\$ 3,500 00
Care Net Pregnancy Resource Center	No	501(c)3	Purchase cribs, mattresses, and baby layette items for underprivileged women, and men who have been faced with an unplanned pregnancy	\$ 2,500 00
Madonna Place	No	501(c)3	Early Childhood Parents in Partnership A collaboration with United Community Family and Services, the goal of this program is to ensure that the health, growth, and development of at-risk young children (birth to age 6) will be promoted and optimized, and to prevent child abuse and neglect	\$ 3,000 00
Habitat for Humanity of SE CT	No	501(c)3	The construction of one new Habitat home at Fairmont Street in Norwich	\$ 5,000 00
Fairview Odd Fellows Home of CT	No	501(c)3	Replace resident bathing tub	\$ 1,000 00
High Hopes Therapeutic Riding, Inc	No	501(c)3	Scholarship support to financially disadvantaged children and adults with special needs to be able to participate in therapeutic programs	\$ 3,000 00
Norwich Housing Authority	No	501(c)3	Funding for a portion of the cost of providing a part-time Resident Services Coordinator (RSC) for the elderly/handicapped/disabled residents of Westwood Park and the Dorsey Building	\$ 1,500 00
Mystic Area Shelter & Hospitality, Inc	No	501(c)3	To support the cost of providing emergency shelter to homeless families with children in SECT.	\$ 4,600 00
American Red Cross	No	501(c)3	Funding for the Disaster Services Program in CT Region	\$ 5,000 00
Sacred Heart Educational Center	No	501(c)3	Full academic year tuition for two disadvantaged students at the center	\$ 2,500 00
East Lyme High School	No	501(c)3	Empty Bowls Project	\$ 2,500 00
Catholic Charities, Diocese of Norwich	No	501(c)3	Emergency Basic Needs and Case Management Program	\$ 5,000 00
Gemma E Moran United Way/Labor Food Center	No	501(c)3	Purchase of nutritious food for (93) non-profit programs in NL County through the CT Food Bank at a reduced cost	\$ 5,000 00
Emergency Fuel Assistance	No	501(c)3	Pawcatuck Neighborhood Center Board approved up to \$10,000 for fuel assistance for 2010-11 winter season during board meeting of 12-14-10	\$ 3,500.00
Big Brothers Big Sisters of SECT	No	501(c)3	Cadet Pals Program Matches 6th graders from NL with 4th class cadets from the Coast Guard Academy	\$ 2,000 00
Pawcatuck Neighborhood Center	No	501(c)3	Emergency Energy Assistance	\$ 3,500 00
CT Adoption & Family Services	No	501(c)3	Project Connecticut's Child, which recruits and approves adoptive families for children in state foster care	\$ 3,000 00
Sacred Heart School, R I S E N	No	501(c)3	Funds for assistive technology, supplies, training, curriculum materials, and services that directly benefit all children in the school	\$ 2,000 00
Southeastern Council on Alcoholism & Drug Dependence, Inc (SCADD)	No	501(c)3	Purchase of six computers with work stations for the computer lab at the agency which teaches and promotes comuter literacy to those enrolled in SCADD substance abuse treatment programs	\$ 2,400 00
Horizons	No	501(c)3	Respite program for families caring for an adult child with a developmentally disability	\$ 3,213 00

DIME BANK FOUNDATION, INC.

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Sea Research Foundation	No	501(c)3	"Where the City Meets the Sea", an environmental education program, which will serve Norwich sixth grade students	\$ 3,000 00
Norwich Human Services - SAFETY NET TEAM	No	501(c)3	Funding for 4 programs Back Pack It To School, Golden Wishes, Pharmacy Fund, Job Related Incidentals	\$ 5,000 00
United Community & Family Services (UCFS)	No	501(c)3	Funding to provide UCFS dental patients with onsite access to an oral surgeon	\$ 3,292 00
NL Youth Affairs	No	501 (c) 3	Programs for the After school Youth and Teen Center for middle and high school aged young people	\$ 5,000 00
Eastern CT Ballet	No	501 (c) 3	Free ticket initiative program to The Nutcracker Ballet Allow as many and as diverse a group of people as possible who would otherwise not have access to a live theater presentation	\$ 3,000 00
Covenant Shelter of New London, Inc	No	501(c)3	Provide quality case management services in the most efficient and effective manner to the homeless families and individuals at CSNL	\$ 5,000 00
Norwich Community Care Team	No	501(c)3	Continue the operation of the emergency winter overflow shelter at The Hospitality Center Funding from this grant will be used to pay two part-time workers to staff the center	\$ 5,000 00
Channel 3 Kids Camp	No	501(c)3	Assist the construction of Ashley's Place, a fully accessible and staffed building for children with differing abilities	\$ 2,500 00
LifeFAQs org	No	501(c)3	To support 3 programs connected with LifeFAQs, which provides character education and career guidance in NL High School and Bennie Dover School	\$ 2,500 00
SHYC Sailing Foundation (Stonington Harbor Yacht Club)	No	501(c)3	Support of SHYC's scholarships for students who are economically, physically, or mentally disadvantaged	\$ 2,000 00
Children First Norwich/Greater Norwich Community Leadership Team (GNCLT)	No	501(c)3	Voice for Families Program (VFF) Parent and Teen Leadership Programs	\$ 2,500 00
CRIS (Connecticut Radio Information System)	No	501(c)3	Provide broadcast programming to adult listeners, and increase the number by 800 by distributing 10 additional internet radios to assisted living facilities, and facilities who primarily serve Spanish-speaking residents	\$ 2,000 00
Eastern Connecticut Housing Opportunities, Inc (ECHO)	No	501(c)3	Offset a portion of the costs of administering a downpayment program for low-income, first-time homebuyers in NL County	\$ 5,000 00
St. Vincent de Paul Place (SVdPP)	No	501 (c) 3	General operating support to ensure that SVdPP can continue to serve those in need in the Norwich area	\$ 5,000 00
Martin House	No	501 (c) 3	Fund the gap between what resident fees cover and the actual cost to provide food for them this year	\$ 4,000 00
Girl Scouts of Connecticut, Inc	No	501(c)3	Girlz R U L E.™ anti-bullying program to be held at Bennie Dover Jackson Middle School (Respect, Understand, Lead, Empower)	\$ 5,000 00
The Furniture Bank of Southeastern CT, Inc	No	501 (c) 3	Purchase of beds and bed frames, and mattress covers for low-income families and individuals referred by social service agencies and churches	\$ 3,000 00
Norwich Youth and Family Services	No	501(c)3	Girls CircleA curriculum-run program which is a strengths-based, skill building approach that creates a safe space for girls to address risky behaviors, build on these protective factors, and improve relationships in a format that interests and engages girls	\$ 3,000 00
Thames Valley Council for Community Action, Inc (TVCCA)	No	501(c)3	Financial Education & Self Sufficiency (FESS) Program This program provides free financial education services for low - moderate income households	\$ 5,000 00
Thames River Family Program	No	501(c)3	Restore flooring in a communal area that is used for trainings, meetings, and family gatherings	\$ 5,246 00

DIME BANK FOUNDATION, INC.

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Opportunities Industrialization Center (OIC)	No	501(c)3	Funding for Employment Training programs	\$ 3,750 00
The Shoreline Soup Kitchens & Pantries	No	501(c)3	Purchase food for distribution to needy residents of the greater New London-Norwich area through the Old Lyme and Niantic food pantries	\$ 2,000 00
Westerly Area Rest Meals, Inc (WARM)	No	501(c)3	Renovation/relocation project of WARM's existing Soup Kitchen The grant request will go towards the purchase of a walk-in refrigerator, and walk-in freezer	\$ 5,000 00

TOTAL GRANTS AWARDED FOR 2011 \$ 154,501.00

APPROVED FOR FUTURE PAYMENT:				Amount
Name of Organization	Individual Recipient	Recipient Status	Purpose	
Ocean Community YMCA	No	501(c)3	2nd installment of funding for Capital Campaign; \$25,000 over 5-years, end 7/2014	\$ 5,000

TOTAL FOUNDATION DISTRIBUTION \$ 159,501.00