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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
SEAWORLD & BUSCH GARDENS CONSERVATION FU

A Employer identification number
11-3692807

Number and street (or P O box number if mail is not delivered to street address)
9205 SOUTH PARK CENTER LOOP

Room/suite

B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code
Orlando, FL 32819

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 ☐

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

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 ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 781,629

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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	614,570			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	614,570	0		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	3,570	3,570		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	21,852	20,759		1,093
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	25,422	24,329		1,093
	25 Contributions, gifts, grants paid.	1,088,871			1,088,871
	26 Total expenses and disbursements. Add lines 24 and 25	1,114,293	24,329		1,089,964
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-499,723			
	b Net investment income (if negative, enter -0-)		0		
	c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II

Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,261,181	781,629	781,629
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
Liabilities	14	Land, buildings, and equipment basis ▶ _____ 100,854 Less accumulated depreciation (attach schedule) ▶ _____ 42,023	79,002	58,831	
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,340,183	840,460	781,629
	17	Accounts payable and accrued expenses	1,000	1,000	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,000	1,000	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,339,183	839,460	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,339,183	839,460	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,340,183	840,460	

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	1,339,183
2	Enter amount from Part I, line 27a	2	-499,723
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	839,460
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	839,460

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					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
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 pages 13 and 17 of the 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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,045,721		
2009	815,557		
2008	1,675,507		
2007	1,436,650		
2006	923,771		
2 Total of line 1, column (d).			2 0 0
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 0
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 908,339
5 Multiply line 4 by line 3.			5 0
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7 0
8 Enter qualifying distributions from Part XII, line 4.			8 1,089,964

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	0
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	
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	0
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	201	
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	201
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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	201
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 201	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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.	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> DE, MO, AK, AL, AR, AZ, CA, CO, CT, FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address SWBGCONSERVATIONFUND.ORG	13	Yes	
14	The books are in care of MARC SWANSON Telephone no (407) 226-5085 Located at 9205 SOUTH PARK CENTER LOOP Orlando FL ZIP +4 32819			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country.				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

5b

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

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

Yes

No

6a

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

Yes

No

6b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.

No

7a

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

Yes

No

7b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

Part VIII

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

1

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

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

2

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

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

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

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

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

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

Total	number of others receiving over \$50,000 for professional services.	▶
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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	NONE	0
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

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 page 24 of the instructions	
3	

Total. Add lines 1 through 3.	
--	--

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	922,172
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	922,172
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	922,172
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	13,833
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	908,339
6	Minimum investment return. Enter 5% of line 5.	6	45,417

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	45,417
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	45,417
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	45,417
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	45,417

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,089,964
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,089,964
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,089,964
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				45,417
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				923,771
b From 2007.				1,436,967
c From 2008.				1,629,432
d From 2009.				789,014
e From 2010.				1,008,633
f Total of lines 3a through e.	5,787,817			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,089,964				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				45,417
e Remaining amount distributed out of corpus	1,044,547			
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	6,832,364			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	923,771			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	5,908,593			
10 Analysis of line 9				
a Excess from 2007. . . .				1,436,967
b Excess from 2008. . . .				1,629,432
c Excess from 2009. . . .				789,014
d Excess from 2010. . . .				1,008,633
e Excess from 2011. . . .				1,044,547

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

VIRGINIA BUSCH
423 LYNCH ST BLDG 260-2
SAINT LOUIS, MO 63118
(314) 613-6081

b

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

APPLICATION CAN BE FOUND AT SWBG-CONSERVATIONFUNDORG
ONLINE APPLICATIONS ARE ONLY ACCEPTED

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

CONTRIBUTION GUIDELINES CAN BE FOUND AT SWBG-CONSERVATIONFUNDORG

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 Additional Data Table				
Total			3a	1,088,871
b Approved for future payment				
Total			3b	

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

[illegible]

Part XVII

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-05-08	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature John J Placht		Date 2012-08-08	Check if self-employed <input checked="" type="checkbox"/>
		Firm's name John J Placht CPA PC			Firm's EIN
360 Medina Dr					
Firm's address Saint Louis, MO 631221426			Phone no (314) 822-4856		

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION FU	Employer identification number 11-3692807
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION FU	Employer identification number 11-3692807
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Part I

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEAWORLD PARKS AND ENTERTAINMENT 9205 SOUTH PARK CTR LOOP STE 400 ORLANDO, FL 32819	\$ 405,525	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	AMERICAN EXPRESS 20002 NORTH 19TH AVE A-06 PHOENIX, AZ 85027	\$ 72,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	PEPSI 13236 CORPORATE EXCHANGE DR BRIDGETON, MO 63044	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	JOHN G SHEDD AQUARIUM 1200 S LAKE SHORE DR CHICAGO, IL 60605	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION FU	Employer identification number 11-3692807
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Part II

Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

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

Name of organization SEAWORLD & BUSCH GARDENS CONSERVATION FU	Employer identification number 11-3692807
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$

Use duplicate copies of Part III if additional space is needed

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


Additional Data

Software ID:
Software Version:
EIN: 11-3692807
Name: SEAWORLD & BUSCH GARDENS CONSERVATION FU

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
US BANK TRUST DEPARTMENT 	CUSTODIAN 5	3,570	0	0
P O BOX 387 SL-MO-T16T SAINT LOUIS,MO 63166				
VIRGINIA BUSCH	DIRECTOR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
BRADLEY F ANDREWS	PRESIDENT AND E 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
HOWARD DEMSKY	SECRETARY 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
JAMES D ATCHISON	DIRECTOR 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
JACK HANNA	DIRECTOR 2	0	0	0
9990 RIVERSIDE DR COLUMBUS,OH 43065				
JULIE SCARDINA	DIRECTOR 5	0	0	0
500 SEAWORLD DRIVE San Diego,CA 921097904				
JAMES DEAN	DIRECTOR 1	0	0	0
3605 E BOUGAINVILLEA AVENUE Tampa,FL 33612				
HUGH BERT SHARE	DIRECTOR 1	0	0	0
ONE BUSCH PLACE ST LOUIS,MO 63118				
DAVID GRABE	DIRECTOR 2	0	0	0
ONE BUSCH PLACE ST LOUIS,MO 63118				
HEATHER MEIER	PROJECT MNGR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
GLEN YOUNG	DIRECTOR 5	0	0	0
9205 SOUTH PARK CENTER LOOP ORLANDO,FL 32819				
SHEILA VOSS	DIRECTOR 5	0	0	0
423 LYNCH ST BLDG 260-2 SAINT LOUIS,MO 63118				
GIL ACOSTA	ASSISTANT TREAS 5	0	0	0
9205 SOUTH PARK CENTER LOOP Orlando,FL 32819				
MARC SWANSON	TREASURER 5	0	0	0
9205 SOUTH PARK CENTER LOOP Orlando,FL 32819				
JUDY ST LEGER	DIRECTOR 2	0	0	0
500 SEAWORLD DRIVE San Diego,CA 921097904				

Form 990PF Part XV Line 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				
WAZA JAPANESE ASSOCIATION OFIUCN CONSERVATION CENTER SZ	NONE	EXEMPT	GENERAL	15,000
FAUNA FLORA INTL HAINAN GIBB 1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	GENERAL	5,000
FAUNA FLORA INTL SUMATRAN TIGE1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	GENERAL	12,500
FAUNA FLORA INTL MARINE TURTLE1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	GENERAL	15,000
FAUNA FLORA INTL CHIMPANZEES1720 N STREET NW Washington,DC 20036	NONE	EXEMPT	GENERAL	9,650
FRIENDS OF CONSERVATION EDUCAT700 COMMERCE DR STE 500 Oak Brook,IL 60523	NONE	EXEMPT	GENERAL	15,000
CORAL REEF ALLIANCE351 CALIFORNIA ST STE 650 San Francisco,CA 94104	NONE	EXEMPT	GENERAL	13,000
AMAZON CONSERVATION ASSOCIATIO1822 R STREET NW 4TH FL Washington,DC 20009	NONE	EXEMPT	GENERAL	9,000
ASSOC SCIENTISTS AT WOODS HOLEP O BOX 721 Woods Hole,MA 02543	NONE	EXEMPT	GENERAL	7,500
FUNDACION PROYECTO TITI 25745 BASSETT LN Los Altos,CA 94022	NONE	EXEMPT	GENERAL	10,000
INTL FUND FOR ANIMALS290 SUMMER ST Yarmouth Port,MA 02675	NONE	EXEMPT	GENERAL	12,000
INTL RHINO FOUNDATION581705 WHITE OAK RD Yulee,FL 32097	NONE	EXEMPT	GENERAL	17,000
RED PANDA NETWORKP O BOX 868 Newark,CA 94560	NONE	EXEMPT	GENERAL	9,000
TURTLE FOUNDATION PROTECTING L2615 JEFFERSON ST Bellingham,WA 98225	NONE	EXEMPT	GENERAL	8,000
FRIENDS OF THE OSA1822 R STREET NW Washington,DC 20009	NONE	EXEMPT	GENERAL	9,000
FLORIDA KEYS WILDLIFE RESCUE P O BOX 431392 Big Pine Key,FL 33043	NONE	EXEMPT	GENERAL	5,400
WILDLIFE ALLIANCE ENCLOSURE 1150 17TH STREET NW Washington,DC 20036	NONE	EXEMPT	GENERAL	10,000
ECOLOGY PROJECT INTL315 S 4TH STREET E Missoula,MT 59801	NONE	EXEMPT	GENERAL	10,000
MANGROVE ACTION PROJECT17 BEACH DR CJ	NONE	EXEMPT	GENERAL	8,000
WILDLIFE CONSERVATION SOCIETY2300 SOUTHERN BOULEVARD Bronx,NY 10460	NONE	EXEMPT	GENERAL	14,800
EARTHWATCH INSTITUTE MACAWS114 WESTERN AVE Allston,MA 02134	NONE	EXEMPT	GENERAL	5,000
NEW NATURE FOUNDATION1608 WALNUT ST 9TH FLOOR Philadelphia,PA 19103	NONE	EXEMPT	GENERAL	5,000
XERCES SOCIETY FOR INVERTEBRAT4828 SE HAWTHORNE BLVD Portland,OR 97215	NONE	EXEMPT	GENERAL	6,000
YOUNG GREEN WOMAN SIERRA LEONE33B BLACK HALL RD SL	NONE	EXEMPT	GENERAL	5,000
AFRICAN WILDLIFE CONSERVATION10564 NW 57TH ST Miami,FL 33178	NONE	EXEMPT	GENERAL	9,990
CALIFORNIA WOLF CENTER1140 CHESTNUT ST 5 San Francisco,CA 94109	NONE	EXEMPT	GENERAL	11,700
ECOVIVA1904 FRANKIN ST STE 902 Oakland,CA 94612	NONE	EXEMPT	GENERAL	5,000
HUBBS SEAWORLD RESEARCH INSTIT2595 INGRAHAM ST San Diego,CA 92109	NONE	EXEMPT	GENERAL	10,000
PAN AFRICAN SANCTUARY ALLIANCEP O BOX 86645 Portland,OR 97206	NONE	EXEMPT	GENERAL	24,500
THE LAND COUNCIL BEAVER SOLUTI25 WEST MAIN AVE STE 222 Spokane,WA 99201	NONE	EXEMPT	GENERAL	13,000


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WILDLIFE CONSERVATION SOCIETY2300 SOUTHERN BLVD Bronx,NY 10460	NONE	EXEMPT	GENERAL	10,500
ECOHEALTH ALLIANCE FRANCISCANA460 EST 34TH ST STE 1701 NewYork,NY 10001	NONE	EXEMPT	GENERAL	13,000
UNIVERSITY OF FLORIDA219 GRINTER HALL Gainesville,FL 32611	NONE	EXEMPT	GENERAL	100,000
NORTHWEST STRAITS MARINE 10441 BAYVIEW EDISON RD Mount Vernon,WA 98273	NONE	EXEMPT	GENERAL	13,000
MINTON FARM ANIMAL RESCUE18 MARALYN COURT AS	NONE	EXEMPT	GENERAL	5,000
SANCCOB REHAB WILD AFRICAN PENP O BOX 11116 BLOUBERGRANDT SF	NONE	EXEMPT	GENERAL	12,000
TUSK TRUST MOKOLODI EDUCATION4 CHEAPSIDE HOUSE HIGH ST UK	NONE	EXEMPT	GENERAL	8,700
CHEETAH CONSERVATION BOTSWANAMOKOLODI NATURE RESERVE BC	NONE	EXEMPT	GENERAL	8,900
GREVYS ZEBRA TRUSTP O BOX 15351 KE	NONE	EXEMPT	GENERAL	11,000
UGANDA CONSERVATION FOUNDATIONP O BOX 34020 UG	NONE	EXEMPT	GENERAL	10,000
CHEETAH OUTREACH TRUSTP O BOX 116 SF	NONE	EXEMPT	GENERAL	12,500
BURGLAND CHARITY NAMIBIAP O BOX 99292 WA	NONE	EXEMPT	GENERAL	8,900
ORANGUTAN INFORMATION CENTREKOMPLEKS TASBI BLOK RR98 ID	NONE	EXEMPT	GENERAL	5,000
COLUMBUS ZOO AQUARIUM SECORE9990 RIVERSIDE DR BOX 400 Powell,OH 43065	NONE	EXEMPT	GENERAL	11,000
BONAVA WILDLIFE CONSERVATION CP O BOX 338 CM	NONE	EXEMPT	GENERAL	4,931
DELL CHEETAH CENTREP O BOX 267 SF	NONE	EXEMPT	GENERAL	5,000
ZOOLOGICAL SOCIETY OF LONDONREGENTS PARK UK	NONE	EXEMPT	GENERAL	11,000
INSTITUTO DE PASQUISASRUA ARACU 97 AC	NONE	EXEMPT	GENERAL	6,500
PEREGRINE FUND RIDGEWAYS HAWK5668 W FLYING HAWK LANE Boise,ID 83709	NONE	EXEMPT	GENERAL	5,000
AMERICAN MUSEUM OF NATURAL HISCENTRAL PARK AT 79TH ST NewYork,NY 10024	NONE	EXEMPT	GENERAL	10,000
BAT CONSERVATION INTLP O BOX 162603 Austin,TX 78716	NONE	EXEMPT	GENERAL	20,600
EWASO LION PROJECTP O BOX 14996 KE	NONE	EXEMPT	GENERAL	10,000
FRIENDS OF BONOBOSP O BOX 80254 Minneapolis,MN 55408	NONE	EXEMPT	GENERAL	13,000
SEWARD ASSOCIATION PACIFIC WALP O BOX 1329 Seward,AK 99664	NONE	EXEMPT	GENERAL	14,800
GIRAFFE CONSERVATION FOUNDATIO26 GRASMERE RD UK	NONE	EXEMPT	GENERAL	11,600
FUNDACION ECOLOGICA RESCATEP O BOX 09 03 30197 EC	NONE	EXEMPT	GENERAL	9,000
WILDLIFE IN NEED7651 SANTOS RD Lompoc,CA 93436	NONE	EXEMPT	GENERAL	7,500
NATIONAL AUDOBON SOCIETY 159 SAPSUCKER WOODS RD Ithaca,NY 14850	NONE	EXEMPT	GENERAL	12,000
AFRICAN PEOPLE AND WILDLIFE FD19 PHEASANT HILL DR Far Hills,NJ 07931	NONE	EXEMPT	GENERAL	5,000
RESTORE AMERICAS ESTUARIES 2020 NORTH 14TH ST STE 210 Arlington,VA 22201	NONE	EXEMPT	GENERAL	10,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GUNUNG PALUNG ORANGUTAN19 WOODPARK CIRCLE Lexington,MA 02421	NONE	EXEMPT	GENERAL	9,700
WILDIZE FOUNDATION SUB SAHARANP O BOX 3078 Aspen,CO 81612	NONE	EXEMPT	GENERAL	13,500
PROJECT WILDLIFE4343 MORENA BLCD STE 7 San Diego,CA 92117	NONE	EXEMPT	GENERAL	5,000
AUDOBON OF FLORIDA BALD EAGLE1101 AUDOBON WAY Maitland,FL 32751	NONE	EXEMPT	GENERAL	10,000
BREVARD ZOO OYSTER RESTORATION8225 N WICKHAM RD Melbourne,FL 32940	NONE	EXEMPT	GENERAL	9,000
OCEAN FOUNDATION OCEAN CONNECTP O BOX 3953 San Diego,CA 92163	NONE	EXEMPT	GENERAL	6,900
ASOCIACION PARA EL DESARROLLOCALLE TEOTL 6 ES	NONE	EXEMPT	GENERAL	5,000
SOUTH LUANGWA CONSERVATION SOCBOX 3 ZA	NONE	EXEMPT	GENERAL	7,500
WILDLIFE CONSERVATION RESEARCHRECANATI KAPLAN CENTRE SF	NONE	EXEMPT	GENERAL	11,700
ZAMBIAN CARNIVORE PROGRAMP O BOX 80 ZA	NONE	EXEMPT	GENERAL	10,700
YOUTHLINK KENYAP O BOX 654 KE	NONE	EXEMPT	GENERAL	7,500
ZOOLOGICAL SOCIETY OF LONDONREGENTS PARK UK	NONE	EXEMPT	GENERAL	5,000
WILDCOAST GRAY WHALE925 SEACOAST DR Imperial Beach,CA 91932	NONE	EXEMPT	GENERAL	5,000
SEA TURTLE INCORPORATEDP O BOX 3987 South Padre Islan,TX 78597	NONE	EXEMPT	GENERAL	12,000
OL PEJETA CONSERVANCY PRIVATE BAG NANYUKI 10400 KE	NONE	EXEMPT	GENERAL	8,900
CAT BA LANGUR CONSERVATION SENTRUPER STRASSE 315 GM	NONE	EXEMPT	GENERAL	7,700
OWLS ASHTOWN WETLAND MEADOWSTHE LODGE BRIGHTON SQUARE EI	NONE	EXEMPT	GENERAL	2,800
CENTRAL COAST WILDLIFE GUILD P O BOX 1134 Morro Bay,CA 93443	NONE	EXEMPT	GENERAL	5,500
IZAAK WALTON LEAGUE OF AMERICA707 CONSERVATION LANE Gaithersburg,MD 20878	NONE	EXEMPT	GENERAL	9,000
CHEETAH CONSERVATION FUNDP O BOX 2496 Alexandria,VA 22301	NONE	EXEMPT	GENERAL	16,000
SAVE THE ELEPHANTS25745 BASSETT LN Los Altos,CA 94022	NONE	EXEMPT	GENERAL	11,500
BONOBO CONSERVATION INITIATIVE2701 CONNECTICUT AVE NW Washington,DC 20008	NONE	EXEMPT	GENERAL	12,000
PAINTED DOG CONSERVATION 25745 BASSETT LN Los Altos,CA 94022	NONE	EXEMPT	GENERAL	26,600
EARTH KEEPERS CENTREP O BOX 654 20227 SOTIK KE	NONE	EXEMPT	GENERAL	11,500
TUSK TRUST4 CHEAPSIDE HOUSE HIGH ST UK	NONE	EXEMPT	GENERAL	15,000
WILDLIFE RESEARCH AND CONSERVA1508 NEW DIGANA RD CE	NONE	EXEMPT	GENERAL	9,000
MABULA GROUND HORNBILL PRIVATE BAG X 1644 SF	NONE	EXEMPT	GENERAL	9,500
PHILIPPINE EAGLE FOUNDATION MALAGOS DAVAO CITY RP	NONE	EXEMPT	GENERAL	5,000
ECOLOGY PROJECT INTL315 SOUTH 4TH ST Missoula,MT 59801	NONE	EXEMPT	GENERAL	13,000
CAMEROON WILDLIFE AID FUND BRISTOL ZOO CLIFTON UK	NONE	EXEMPT	GENERAL	7,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CARNIVORE AND PANGOLIN CONSERVBOX 179 VM	NONE	EXEMPT	GENERAL	6,800
CENTRE FOR ECOLOGY AND WILDLIFFATHIMA NAGAR EAST PORT ID	NONE	EXEMPT	GENERAL	5,000
ENDANGERED WILDLIFER TRUST PRIVATE BAX X11 SF	NONE	EXEMPT	GENERAL	10,000
APE ACTION AFRICA123 SOUTH 10TH ST Salina,KS 67401	NONE	EXEMPT	GENERAL	4,200
PONTIFICA UNIVERSIDAD CATOLICAF ARGONOMIA Y FORESTAL AR	NONE	EXEMPT	GENERAL	8,000
WORLD WILDLIFE FUND1250 24TH ST NW Washington,DC 20037	NONE	EXEMPT	GENERAL	52,900
UNIVERSITY OF WASHINGTON24 KINCAID HALL Seattle,WA 98195	NONE	EXEMPT	GENERAL	12,500
NATURE IRAQ FOUNDATIONP O BOX 249 IZ	NONE	EXEMPT	GENERAL	5,000
Total  3a				1,088,871

TY 2011 Compensation Explanation

Name: SEAWORLD & BUSCH GARDENS CONSERVATION FU

EIN: 11-3692807

Person Name	Explanation
US BANK TRUST DEPARTMENT	TRUSTEE FEES

**TY 2011 Investments Corporate
Stock Schedule**

Name: SEAWORLD & BUSCH GARDENS CONSERVATION FU
EIN: 11-3692807

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIRST AMER PRIME OBLIG FD CL 1	781,629	781,629

TY 2011 Other Expenses Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION FU

EIN: 11-3692807

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Depreciation	20,171	19,162	0	1,009
Bank fees and wire charges	1,681	1,597	0	84

TY 2011 Other Professional Fees Schedule

Name: SEAWORLD & BUSCH GARDENS CONSERVATION FU

EIN: 11-3692807

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	3,570	3,570	0	0