HURRICANE SANDY RELIEF

Form 990-PF Return of Private Foundation

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

Department of the Treasury Internal Revenue Service

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation: DEDALUS FOUNDATION, INC.

A Employer identification number: 13-3091704

Number and street (or P O box number if mail is not delivered to street address): C/O ANCHIN BLOCK & ANCHIN LLP-1375 BROADWAY

Room/suite:

B Telephone number (see instructions): (212) 840-3456

City or town, state, and ZIP code: NEW YORK, NY 10018

C If exemption application is pending, check here ▶ ☐

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

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 ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 53,354,172.

J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	520,318.	520,318.	520,318.	
	4 Dividends and interest from securities	293,659.	293,659.	293,659.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,528,337.			
	b Gross sales price for all assets on line 6a 20,387,259.				
	7 Capital gain net income (from Part IV, line 2)		5,739,323.		
	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) (attach schedule)				
	11 Other income (attach schedule)	103,772.	125,749.	125,749.	ATCH 1
	12 Total. Add lines 1 through 11	6,446,086.	6,679,049.	939,726.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	852,063.	151,070.	151,070.	700,993.
	14 Other employee salaries and wages	545,608.	84,475.	84,475.	461,133.
	15 Pension plans, employee benefits	317,164.	56,137.	56,137.	261,027.
	16a Legal fees (attach schedule) ATCH 2	231,276.			231,276.
	b Accounting fees (attach schedule) ATCH 3	195,000.	97,500.	97,500.	97,500.
	c Other professional fees (attach schedule) *	528,607.	265,495.	265,495.	263,112.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	250,678.	13,329.	13,329.	67,349.
	19 Depreciation (attach schedule) and depletion	21,962.			
	20 Occupancy	364,237.			364,237.
	21 Travel, conferences, and meetings	29,616.			29,616.
	22 Printing and publications	36,400.			36,400.
	23 Other expenses (attach schedule) ATCH 6	229,304.	1,068.	1,068.	228,236.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,601,915.	669,074.	669,074.	2,740,879.
	25 Contributions, gifts, grants paid	735,750.			735,750.
	26 Total expenses and disbursements Add lines 24 and 25	4,337,665.	669,074.	669,074.	3,476,629.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,108,421.			
	b Net investment income (if negative, enter -0-)		6,009,975.		
	c Adjusted net income (if negative, enter -0-)			270,652.	

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For Paperwork Reduction Act Notice, see instructions. *ATCH 4 JSA **ATCH 5 Form 990-PF (2011)

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	108,139.	819,002.	819,002.
2	Savings and temporary cash investments	5,955,820.	7,830,044.	7,830,044.
3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule) **	128,226.	1,439,852.	1,439,852.
b	Investments - corporate stock (attach schedule) ATCH 8	1,415,638.	1,608,429.	1,608,429.
c	Investments - corporate bonds (attach schedule) ATCH 9	11,880,191.	7,660,828.	7,660,828.
11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 10	14,128,030.	14,727,256.	14,727,256.
14	Land, buildings, and equipment basis ▶ 790,865. Less accumulated depreciation (attach schedule) ▶ 729,594.	44,764.	61,271.	ATCH 11 61,271.
15	Other assets (describe ▶ ATCH 12)	18,359,779.	19,207,490.	19,207,490.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	52,020,587.	53,354,172.	53,354,172.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	52,020,587.	53,354,172.	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	52,020,587.	53,354,172.	
31	**Total liabilities and net assets/fund balances** (see instructions)	52,020,587.	53,354,172.	

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	52,020,587.
2	Enter amount from Part I, line 27a	2	2,108,421.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	54,129,008.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 13	5	774,836.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	53,354,172.

**ATCH 7

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
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	5,739,323.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	22,880.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	3,540,165.	31,187,651.	0.113512
2009	3,695,192.	31,485,215.	0.117363
2008	3,510,099.	38,692,054.	0.090719
2007	2,871,193.	39,053,462.	0.073520
2006	3,303,774.	30,568,295.	0.108078

2 **Total** of line 1, column (d)	2	0.503192
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	0.100638
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	35,639,451.
5 Multiply line 4 by line 3	5	3,586,683.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	60,100.
7 Add lines 5 and 6	7	3,646,783.
8 Enter qualifying distributions from Part XII, line 4	8	3,476,629.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	120,200.
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	
3	Add lines 1 and 2	3	120,200.
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	120,200.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 244,197.		
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	244,197.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	123,997.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 123,997. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶$ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶$ ______			
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT,NY,			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	X	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANCHIN, BLOCK & ANCHIN LLP Telephone no ▶ 212-840-3456

Located at ▶ 1375 BROADWAY 18TH FL NEW YORK, NY ZIP + 4 ▶ 10018

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

		Yes	No
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		X

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? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

		Yes	No
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

		Yes	No
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? ☐ Yes ☒ No

If "Yes," list the years ▶ ________ , ________ , ________ , ________

		Yes	No
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b	N/A	

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ ________ , ________ , ________ , ________

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

		Yes	No
b If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b	N/A	
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)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X
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?	☐ Yes ☐ No		N/A
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 14		852,063.	58,457.	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 15		410,273.	43,837.	0

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 16		1,229,884.
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 CATALOGUING AND MAINTAINING THE MOTHERWELL ART COLLECTION AND ORGANIZING THE MOTHERWELL ARCHIVE FOR FUTURE PUBLIC RESEARCH	2,740,879.
2	
3	
4	

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

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

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	22,778,414.
b	Average of monthly cash balances	1b	927,126.
c	Fair market value of all other assets (see instructions)	1c	12,476,644.
d	**Total** (add lines 1a, b, and c)	1d	36,182,184.
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	
3	Subtract line 2 from line 1d	3	36,182,184.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	542,733.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,639,451.
6	**Minimum investment return.** Enter 5% of line 5	6	1,781,973.

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

1	Minimum investment return from Part X, line 6			1	
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	
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	

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	3,476,629.
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	3,476,629.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,476,629.

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				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 ,20 08 ,20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006 3,303,774.				
b From 2007 2,871,193.				
c From 2008 3,510,099.				
d From 2009 3,696,333.				
e From 2010 3,582,439.				
f Total of lines 3a through e	16,963,838.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 3,476,629.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus	3,476,629.			
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	20,440,467.			
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	3,303,774.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	17,136,693.			
10 Analysis of line 9				
a Excess from 2007 2,871,193.				
b Excess from 2008 3,510,099.				
c Excess from 2009 3,696,333.				
d Excess from 2010 3,582,439.				
e Excess from 2011 3,476,629.				

Part XIV Private Operating Foundations (see 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 . . . . ▶ 12/10/1993

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	270,652.	268,197.	114,080.	434,142.	1,087,071.
b 85% of line 2a	230,054.	227,967.	96,968.	369,021.	924,010.
c Qualifying distributions from Part XII, line 4 for each year listed	3,476,629.	3,582,439.	3,696,333.	3,510,099.	14,265,500.
d Amounts included in line 2c not used directly for active conduct of exempt activities	735,750.	613,150.	590,268.	609,630.	2,548,798.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	2,740,879.	2,969,289.	3,106,065.	2,900,469.	11,716,702.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	53,354,172.	52,020,587.	50,559,877.	51,867,915.	207,802,551.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	16,219,071.	17,882,096.	18,980,796.	19,530,784.	72,612,747.
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	1,187,982.	1,039,589.	1,049,507.	1,289,735.	4,566,813.
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).)

N/A

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

N/A

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

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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.

ATTACHMENT 17

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE 1				735,750.
Total ▶ **3a**				735,750.
b *Approved for future payment*				
N/A				0
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	520,318.	
4 Dividends and interest from securities			14	293,659.	
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			18	109,801.	5,418,536.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 18				70,895.	32,877.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				994,673.	5,451,413.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 6,446,086.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	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). (See instructions)
8&11	SALES OF PAINTINGS UNDER THE FOUNDATION'S GIFT/SALE
	TRANSFER PROGRAM TO PUBLIC INSTITUTIONS, SALES OF PRINTS
	AND ROYALTY INCOME DERICED FROM THE REPRODUCTION OF
	MOTHERWELL ART CONSTITUTE THE FOUNDATION'S PRIMARY MEANS BY
	WHICH IT CURRENTLY ACCOMPISHES ITS EXEMPT PURPOSE TO
	EDUCATE THE PUBLIC ON THE LIFE AND ART OF ROBERT
	MOTHERWELL, IN PARTICULAR, AND ON MODERN ART AND MODERNISM
	IN GENERAL, WHILE THE PROCEEDS THEREFROM ARE USED TO FUND
	AN ENDOWMENT TO SUPPORT A CENTER FOR THE STUDY OF
	MOTHERWELL ART AND MODERNISEM AS WELL AS TO SERVE AS A
	PUBLIC ARCHIVE FOR USE OF STUDENTS OF MOTHERWELL'S ART AND
	ABSTRACT EXPRESSIONISM. THE DEDALUS FOUNDATION, INC. HAS
	RECEIVED A PRIVATE LETTER RULING. THE INTERNAL REVENUE
	SERVICE HAS DETERMINED THAT ALL ARTWORK AND RELATED ASSETS
	MAINTAINED BY THE FOUNDATION REPRESENT ASSETS USED DIRECTLY
	IN CARRYING OUT THE FOUNDATION'S EXEMPT PURPOSE.

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date: 11/28/12 — Title: TREASURER

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GARY CASTLE		11/27/12		P00037773

Firm's name ▶ ANCHIN BLOCK & ANCHIN LLP — Firm's EIN ▶ 13-0436940

Firm's address ▶ 1375 BROADWAY NEW YORK, NY 10018-7001 — Phone no 212-840-3456

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DEDALUS FOUNDATION, INC. 13-3091704

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SALE OF MARKETABLE SECURITIES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
8,742,460.		8,944,217.					-201,757.	
		EAST SIDE CAPITAL, LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							110,956.	
		CERBERUS INSTITUTIONAL PTRS-SERIES 2 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							35,243.	
		CERBERUS INSTITUTIONAL PTRS-SERIES 3 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							32,932.	
		CERBERUS INSTITUTIONAL PTRS-SERIES 4 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							8,678.	
		NERY ASSET CAPITAL PARTNERS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							50,461.	
		DEUTSCHE BANK PRIVATE EQUITY GLOBAL SELE PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							739.	
		WAGNER INCOME & GROWTH FUND PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-5,930.	
		ALLIANCE BERNSTEIN HOLDING LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							38.	
		BOARDWALK PIPELINE PARTNERS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							20.	
		CORSAIR CAPITAL PARTNERS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-100.	
		ENTERPRISE PRODUCT PARTNERS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-245.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		NUSTAR GP HOLDINGS LLC PROPERTY TYPE: OTHER				P	VARIOUS -23.	VARIOUS
		WILLIAMS PARTNERS LP PROPERTY TYPE: SECURITIES				P	VARIOUS -7.	VARIOUS
11848800.		SALE OF ARTWORK (SEE SCHEDULE) PROPERTY TYPE: OTHER 6,430,264.				D	VARIOUS 5,418,536.	VARIOUS
		STYX INTERNATIONAL LTD PROPERTY TYPE: SECURITIES				P	VARIOUS 139,683.	VARIOUS
		GOLDEN TREE CREDIT OPPORTUNITY PROPERTY TYPE: SECURITIES				P	VARIOUS 18,175.	VARIOUS
		GOLDEN TREE OFFSHORE PROPERTY TYPE: SECURITIES				P	VARIOUS -10,733.	VARIOUS
		CERBERUS INTERNATIONAL PROPERTY TYPE: SECURITIES				P	VARIOUS 8,289.	VARIOUS
		IRIDIAN OPPORTUNITY PROPERTY TYPE: SECURITIES				P	VARIOUS 164,243.	VARIOUS
		HIGHBRIDGE CAPITAL CORP PROPERTY TYPE: SECURITIES				P	VARIOUS -21,437.	VARIOUS
9,199.		SALE OF 700 SHARES OF ALLIANCE BERNSTEIN PROPERTY TYPE: SECURITIES 15,492.				P	03/09/2011 -6,293.	11/14/2011
13,836.		SALE OF 500 SHARES OF BOARDWALK PIPELINE PROPERTY TYPE: SECURITIES 16,638.				P	03/09/2011 -2,802.	08/04/2011
6,711.		SALE OF 200 SHARES OF EL PASO PIPELINE P PROPERTY TYPE: SECURITIES 7,059.				P	03/09/2011 -348.	10/19/2011

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		KINDER MORGAN ENERGY PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							116.	
		ALLIANCE HOLDINGS LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-2.	
		EL PASO PIPELINE PARTNERS LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-37.	
		PENN VIRIGINIA RESOURCE PARTNERS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							999.	
		SPECTRA ENERGY PARTNERS LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-69.	
		WESTERN GAS PARTNERS LP PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-2.	
TOTAL GAIN(LOSS)							5,739,323.	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ART ROYALTY INCOME	30,258.		
GAIN ON INVESTMENT IN LTD PARTNERSHIPS	70,895.	124,490.	124,490.
ORDINARY GAIN ON SALE OF PTP		1,259.	1,259.
UNREALIZED GAIN ON GRANTS OF ARTWORK	2,619.		
TOTALS	103,772.	125,749.	125,749.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES IN CONNECTION WITH EXEMPT PURPOSES	231,276.			231,276.
TOTALS	231,276.			231,276.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING & TAX RETURN PREPARATION FEES	195,000.	97,500.	97,500.	97,500.
TOTALS	195,000.	97,500.	97,500.	97,500.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CONSULTING FEES	263,112.			263,112.
INVESTMENT ADVISORY FEES	265,495.	265,495.	265,495.	
TOTALS	528,607.	265,495.	265,495.	263,112.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	80,678.	13,329.	13,329.	67,349.
FEDERAL EXCISE TAX ON NET INVESTMENT INCOME	170,000.			
TOTALS	250,678.	13,329.	13,329.	67,349.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ARTWORK EXPENSES	24,231.			24,231.
INSURANCE	73,839.			73,839.
CONSERVATION EXPENSES	2,250.			2,250.
ADVERTISING	2,449.			2,449.
POSTAGE	3,149.			3,149.
TELEPHONE	11,017.			11,017.
FILING FEES	2,163.			2,163.
DATA PROCESSING EXPENSES	29,432.			29,432.
OFFICE SUPPLIES	28,445.			28,445.
REPAIRS & MAINTENANCE	10,684.	1,068.	1,068.	9,616.
SECURITY SYSTEM	7,693.			7,693.
MEALS/ENTERTAINMENT	12,579.			12,579.
SUNDRY	21,373.			21,373.
TOTALS	229,304.	1,068.	1,068.	228,236.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE 2	1,439,852.	1,439,852.
US OBLIGATIONS TOTAL	1,439,852.	1,439,852.

DEDALUS FOUNDATION, INC. 13-3091704

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE 2	1,608,429.	1,608,429.
TOTALS	1,608,429.	1,608,429.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE 2	7,660,828.	7,660,828.
TOTALS	7,660,828.	7,660,828.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INVESTMENT FUNDS-SEE SCH 2	10,535,077.	10,535,077.
MUTUAL & CLOSED END FUNDS - SEE SCHEDULE 2	1,897,531.	1,897,531.
BONDS OF FOREIGN GOVERNMENTS SEE SCHEDULE 2	1,477,460.	1,477,460.
CERTIFICATES OF DEPOSIT	741,425.	741,425.
EXCHANGE-TRADED FUND	75,763.	75,763.
TOTALS	14,727,256.	14,727,256.

DEDALUS FOUNDATION, INC 13-3091704

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE FURNITURE	SL	4,460			4,460	4,460			4,460
OFFICE EQUIPMENT	SL	809		809		809		809	
OFFICE FURNITURE	SL	1,500			1,500	1,500			1,500
OFFICE EQUIPMENT	SL	16,290		16,290		16,290.		16,290.	
OFFICE EQUIPMENT	SL	1,051		1,051		1,051.		1,051	
ARCHIVE EQUIPMENT	SL	20,706			20,706	20,706			20,706
LEASEHOLD IMPROV	SL	417,100			417,100	417,100			417,100
TELEPHONE EQUIPMEN	SL	8,481		8,481		8,481		8,481	
OFFICE FURNITURE	SL	20,796			20,796	20,796.			20,796
OFFICE FURNITURE	SL	3,839			3,839.	3,839			3,839.
OFFICE EQUIPMENT	SL	3,850		3,850		3,850.		3,850	
LEASEHOLD IMPROV	SL	23,580			23,580.	23,580			23,580
OFFICE FURNITURE	M5	5,533			5,533	5,533			5,533
LEASEHOLD IMPROVE	SL	1,638			1,638	1,638			1,638
ARCHIVE EQUIPMENT	SL	684			684	684			684
OFFICE FURNITURE	SL	3,693			3,693	3,693			3,693
OFFICE EQUIPMENT	SL	29,137		29,137.		29,137		29,137	
LEASEHOLD IMPROVE	SL	17,121			17,121	17,121			17,121

ATTACHMENT 11

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE FURNITURE	SL	644			644	644			644.
OFFICE EQUIPMENT	SL	2,429		2,429		2,429		2,429	
OFFICE EQUIPMENT	SL	4,865		4,865		4,865		4,865	
OFFICE EQUIPMENT	SL	672		672		672		672	
OFFICE EQUIPMENT	SL	290		290		290		290.	
OFFICE EQUIPMENT	SL	404		404		399		399	
ARCHIVE EQUIPMENT	SL	1,229			1,229	1,229			1,229
ARCHIVE EQUIPMENT	SL	1,355		1,355		1,355		1,355	
OFFICE EQUIPMENT	SL	2,820		2,820		2,820		2,820	
OFFICE EQUIPMENT	SL	1,550		1,550		1,550.		1,550	
OFFICE EQUIPMENT	SL	622		622		622		622	
OFFICE EQUIPMENT	SL	905		905		905		905	
OFFICE EQUIPMENT	SL	1,864.		1,864		1,864		1,864	
LEASEHOLD IMPROV	SL	26,579			26,579	26,579			26,579
OFFICE FURNITURE	SL	4,304			4,304	4,304			4,304
OFFICE FURNITURE	SL	4,550			4,550.	4,550			4,550
OFFICE FURNITURE	SL	6,900			6,900	6,900.			6,900
OFFICE FURNITURE	SL	4,800			4,800	4,800			4,800

DEDALUS FOUNDATION, INC 13-3091704

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE FURNITURE	SL	1,900			1,900	1,900.			1,900
OFFICE FURNITURE	SL	3,670			3,670	3,670			3,670
OFFICE FURNITURE	SL	2,000			2,000	2,000.			2,000
OFFICE EQUIPMENT	SL	2,912		2,912		2,912		2,912	
OFFICE EQUIPMENT	SL	2,153		2,153		2,153		2,153	
OFFICE EQUIPMENT	SL	2,000		2,000		2,000		2,000	
OFFICE EQUIPMENT	SL	11,286		11,286		11,286		11,286.	
ARCHIVE EQUIPMENT	SL	9,287		9,287		9,287.		9,287.	
ARCHIVE EQUIPMENT	SL	2,057		2,057		2,057.		2,057	
ARCHIVE EQUIPMENT	SL	4,394.		4,394.		4,394		4,394	
ARCHIVE EQUIPMENT	SL	1,330			1,330	1,330			1,330
OFFICE FURNITURE	SL	9,790			9,790	9,790.			9,790
OFFICE FURNITURE	SL	4,300			4,300	4,300			4,300
OFFICE FURNITURE	SL	9,790			9,790	9,790			9,790
OFFICE FURNITURE	SL	5,400			5,400	5,400			5,400
OFFICE EQUIPMENT	SL	4,067		4,067		4,067		4,067	
OFFICE EQUIPMENT	SL	3,464.		3,464.		3,464		3,464	
OFFICE EQUIPMENT	SL	15,041		15,041		15,041		15,041	

ATTACHMENT 11

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	10,324		10,324		10,324		10,324	
OFFICE EQUIPMENT	SL	2,269		2,269		2,269.		2,269	
OFFICE EQUIPMENT	SL	6,032		6,032		6,032		6,032	
OFFICE EQUIPMENT	SL	3,573		3,573		3,573.		3,573	
OFFICE EQUIPMENT	SL	387			387	387			387
OFFICE EQUIPMENT	SL	2,055			2,055	2,055			2,055
OFFICE EQUIPMENT	SL	691			691	691			691
OFFICE EQUIPMENT	SL	745			745	745.			745
OFFICE EQUIPMENT	SL	623			623	623			623
LEASEHOLD IMP	SL	1,160			1,160	1,160			1,160
LEASEHOLD IMP	SL	625.			625	625			625
LEASEHOLD IMP	SL	1,450			1,450	1,450			1,450
LEASEHOLD IMP	SL	1,450			1,450	1,450			1,450.
OFFICE FURNITURE	SL	2,978			2,978	2,763	215.		2,978
LEASEHOLD IMPROV	SL	2,450			2,450	2,450			2,450
OFFICE EQUIPMENT	SL	2,737			2,737.	2,737.			2,737
OFFICE EQUIPMENT	SL	1,182			1,182	1,182.			1,182
OFFICE EQUIPMENT	SL	2,248			2,248	2,248.			2,248

DEDALUS FOUNDATION, INC 13-3091704

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	1,626.			1,626.	1,626			1,626
OFFICE EQUIPMENT	SL	3,364.			3,364	3,364			3,364.
OFFICE EQUIPMENT	SL	2,071.			2,071	2,071			2,071.
OFFICE FURNITURE	SL	2,141			2,141	1,733	306		2,039
OFFICE EQUIPMENT	SL	2,316.			2,316.	2,199	117		2,316
OFFICE EQUIPMENT	SL	3,947.			3,947	3,617.	330		3,947
OFFICE EQUIPMENT	SL	3,247			3,247	2,921	326		3,247
OFFICE EQUIPMENT	SL	1,548			1,548	1,343	205.		1,548
OFFICE EQUIPMENT	SL	1,895.			1,895.	1,611	284		1,895
OFFICE EQUIPMENT	SL	1,832.			1,832	1,495	337.		1,832
LEASEHOLD IMP	SL	6,350			6,350	3,813	907		4,720
LEASEHOLD IMPROV	SL	3,000			3,000	1,651	508		2,159
LEASEHOLD IMPROV	SL	11,438.			11,438.	5,823	1,989.		7,812.
OFFICE EQUIPMENT	SL	2,524			2,524	1,978	505.		2,483
OFFICE EQUIPMENT	SL	4,776			4,776	3,661	955		4,616
OFFICE EQUIPMENT	SL	1,347			1,347	987	269		1,256
OFFICE EQUIPMENT	SL	1,894			1,894	1,295	379		1,674.
OFFICE EQUIPMENT	SL	6,492.			6,492	3,846	1,298		5,144

ATTACHMENT 11

DEDALUS FOUNDATION, INC 13-3091704

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ACCUMULATED DEPRECIATION DETAIL BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE EQUIPMENT	SL	2,934			2,934	1,810	587		2,397
WEBSITE DESIGN	SL	11,600.			11,600	11,600			11,600
LEASEHOLD IMPROVE	SL	17,987			17,987	9,421	3,325.		12,746
LEASEHOLD IMPROV	SL	2,480			2,480	1,088	522		1,610
COMPUTER EQUIP	SL	3,142			3,142	1,727	628.		2,355
COMPUTER EQUIP	SL	2,004			2,004	1,103	401		1,504
COMPUTER EQUIP	SL	2,030			2,030	1,083	406		1,489
OFFICE EQUIPMENT	SL	1,826			1,826	943	365		1,308
COMPUTER EQUIPMENT	SL	1,429			1,429	596	286		882
OFFICE EQUIPMENT	SL	1,977			1,977	758	395		1,153
OFFICE EQUIPMENT	SL	2,391			2,391	916	478		1,394
OFFICE EQUIPMENT	SL	1,349.			1,349	472	270		742
OFFICE EQUIPMENT	SL	3,500			3,500	1,108	700		1,808
OFFICE EQUIPMENT	SL	2,738.			2,738	685.	548.		1,233
PRINTER	SL	1,834			1,834.	183	367		550
COMPUTER - KR	SL	2,150			2,150.	108	430		538
OFFICE EQUIPMENT	SL		1,847.		1,847.		277.		277.
COMPUTER EQUIP	SL		1,648.		1,648		220.		220

ATTACHMENT 11

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 11 (CONT'D)

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
COPIER	SL		15,400		15,400		2,053		2,053.
PHONE SYSTEM	SL		14,561.		14,561		971		971
COMPUTER EQUIP	SL		1,886.		1,886		94.		94
OFFICE EQUIPMENT	SL		3,127		3,127		104		104
OFFICE EQUIPMENT	SL	15,488		15,488		15,488		15,488	
OFFICE EQUIPMENT	SL	397			397	397			397
OFFICE EQUIPMENT	SL	315		315.		315		315	
OFFICE EQUIPMENT	SL	202			202	202			202
TOTALS		924,451			790,864	879,687			729,993

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SECURITY DEPOSITS	44,138.	44,138.
WORKS OF ART-ROBERT MOTHERWELL	15,931,467.	15,931,467.
WORKS OF ART-OTHER ARTISTS	95,950.	95,950.
ARCHIVAL MATERIALS	86,245.	86,245.
DUE FROM GALLERIES	1,746,681.	1,746,681.
MISCELLANEOUS RECEIVABLE	42,343.	42,343.
DUE FROM BROKER	1,260,666.	1,260,666.
TOTALS	19,207,490.	19,207,490.

ATTACHMENT 13

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON INVESTMENT PORTFOLIO	774,836.
TOTAL	774,836.

DEDALUS FOUNDATION, INC. 13-3091704

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RICHARD RUBIN C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY	CHAIRMAN 40.00	84,568.	8,457.	0
JACK FLAM C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY	PRESIDENT 40.00	445,143.	25,000.	0
JOHN ELDERFIELD C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY	DIRECTOR/CONSULTANT 10.00	42,000.	0	0
DAVID ROSAND C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY	DIRECTOR/CONSULTANT 10.00	2,300.	0	0
MORGAN SPANGLE C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY	EXEC.DIRECTOR/TREAS 40.00	278,052.	25,000.	0
	GRAND TOTALS	852,063.	58,457.	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KATY MARIE ROGERS C/O ANCHIN BLOCK ANCHIN 1375 BROADWAY NEW YORK, NY 10018	PROJECT MANAGER 40.00	104,158.	12,416.	0
ROSANNE CASAMASSIMA C/O ANCHIN BLOCK ANCHIN 1375 BROADWAY NEW YORK, NY 10018	CONTROLLER 24.00	93,861.	8,737.	0
TIMOTHY CLIFFORD C/O ANCHIN BLOCK ANCHIN 1375 BROADWAY NEW YORK, NY 10018	SENIOR RESEARCHER 40.00	66,950.	8,695.	0
MICHAEL MANHNKE C/O ANCHIN BLOCK ANCHIN 1375 BROADWAY NEW YORK, NY 10018	ART COLLECTION MNGR 40.00	78,356.	7,294.	0
GRETCHEN OPIE C/O ANCHIN BLOCK ANCHIN 1375 BROADWAY NEW YORK, NY 10018	ARCHIVIST 40.00	66,948.	6,695.	0
	TOTAL COMPENSATION	410,273.	43,837.	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 16

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
ANCHIN, BLOCK, & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	ACCOUNTING	195,000.
PRYOR CASHMAN LLP 7 TIME SQUARE, NEW YORK, NY 10036	ATTORNEY	1,034,884.
TOTAL COMPENSATION		1,229,884.

ATTACHMENT 17

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE SCHEDULE 5

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 18

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ART ROYALTY INCOME					30,258.
INCOM-LMTD PRTNSHP			18	70,895.	
UNREALIZED GAIN-ART GRANT					2,619.
TOTALS				70,895.	32,877.

Dedalus Foundation, Inc.
Federal EIN: 13-3091704
Tax Period: Year-ended December 31, 2011
Supporting Schedule to Form 990-PF, Part XV
Contributions, Gifts and Grants Paid

Recipient Name	Recipient Address	Relationship to Foundation Manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Cash Grants to Individuals:					
Vandra Krefft	Santa Monica, CA	No relationship	Individual	2011 Senior Fellowship	$ 15,000
Matthew Zefeldt	Davis, CA	No relationship	Individual	2011 MFA Fellowship	$ 10,000
Andrew Norman Wilson	Chicago, IL	No relationship	Individual	2011 MFA Fellowship	$ 10,000
Aglaya Glebova	Oakland, CA	No relationship	Individual	2011 Dissertation Fellowship	$ 10,000
Lumin Wakoa	Ridgewood, NY	No relationship	Individual	2010 MFA Fellowship-deferred, 2nd pymt	$ 10,000
Andrew Norman Wilson	Chicago, IL	No relationship	Individual	2011 MFA Fellowship	$ 10,000
Matthew Zefeldt	Davis, CA	No relationship	Individual	2011 MFA Fellowship	$ 10,000
Vandra Krefft	Santa Monica, CA	No relationship	Individual	2011 Senior Fellowship	$ 15,000
Aglaya Glebova	Oakland, CA	No relationship	Individual	2011 Dissertation Fellowship	$ 10,000
Matthew Jesse Jackson	Chicago, IL	No relationship	Individual	2011 RM Book Award	$ 20,000
					$ 120,000
Cash Grants to Public Charities:					
Allentown Art Museum	Allentown, PA	No relationship	Public Charity	Catalogue and Education Programs	$ 10,000
Amer Friends of Art Gallery of Ontario	Buffalo, NY	No relationship	Public Charity	Art Exhibition	$ 30,000
Asia Society Museum	New York, NY	No relationship	Public Charity	Research and Planning for an Exhibition	$ 10,000
Denver Art Museum	Denver, CO	No relationship	Public Charity	Art Exhibition	$ 15,000
Foundation for Contemporary Arts	New York, NY	No relationship	Public Charity	Emergency Grants program	$ 12,500
National Academy	New York, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
Parrish Art Museum	Southhampton, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
PERFORMA	New York, NY	No relationship	Public Charity	Art Commissions	$ 10,000
Poets House	New York, NY	No relationship	Public Charity	Art Exhibition	$ 15,000
Socrates Sculpture Park	New York, NY	No relationship	Public Charity	Fellowship Program	$ 12,000
The Center for Arts Education	New York, NY	No relationship	Public Charity	Career Development Program for NYC public high school students	$ 10,000
The Center for Book Arts	New York, NY	No relationship	Public Charity	Visual Arts Programs	$ 10,000
The Kitchen	New York, NY	No relationship	Public Charity	Visual Art Programs	$ 10,000
The Menil Collection	Houston, TX	No relationship	Public Charity	Curatorial Assistant Program	$ 20,000
The Mint Museum	Charlotte, NC	No relationship	Public Charity	Art Exhibition	$ 10,000
Museum of Modern Art	New York, NY	No relationship	Public Charity	Archival Fellowship	$ 35,750
Volunteer Lawyers for the Arts	New York, NY	No relationship	Public Charity	Law for Artists Seminar	$ 15,000
Wave Hill	Bronx, NY	No relationship	Public Charity	Visual Arts Program	$ 10,000
New York University	New York, NY	No relationship	Public Charity	Conservation Fellowship	$ 22,000
Creative Time	New York, NY	No relationship	Public Charity	Diversity in the Arts Study	$ 2,000
Art in Print	Chicago, IL	No relationship	Public Charity	Art Publication	$ 10,000
Art21	New York, NY	No relationship	Public Charity	Online Artist Films	$ 10,000
Asian Art Museum	San Francisco, CA	No relationship	Public Charity	Art Exhibition	$ 10,000
Aspen Institute	Washington, DC	No relationship	Public Charity	Assist Dissemination of Artist-Endowed Foundation Study	$ 25,000
Baltimore Museum of Art	Baltimore, MD	No relationship	Public Charity	Archival Project	$ 10,000
Brooklyn Museum	Brooklyn, NY	No relationship	Public Charity	Arts Education Program	$ 10,000
Corcoran Gallery of Art	Washington, DC	No relationship	Public Charity	Art Exhibition	$ 10,000

Dedalus Foundation, Inc.
Federal EIN: 13-3091704
Tax Period: Year-ended December 31, 2011
Supporting Schedule to Form 990-PF, Part XV
Contributions, Gifts and Grants Paid

Recipient Name	Recipient Address	Relationship to Foundation Manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Creative Time	New York, NY	No relationship	Public Charity	Diversity Fellowship in the Arts	$ 20,000
El Museo Del Barrio	New York, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
Grey Room	New York, NY	No relationship	Public Charity	Art Publication	$ 1,000
IFAR	New York, NY	No relationship	Public Charity	Art Publication	$ 20,000
IFAR	New York, NY	No relationship	Public Charity	Art Authentication Program	$ 30,000
Independent Curators International	New York, NY	No relationship	Public Charity	Arts Curatorial Training Program	$ 20,000
Institute of Contemporary Art	Boston, MA	No relationship	Public Charity	Art Exhibition	$ 10,000
ISSUE Project Room	Brooklyn, NY	No relationship	Public Charity	Arts Programming	$ 5,000
The MacDowell Colony	Peterborough, NH	No relationship	Public Charity	Artist Residency Fellowship	$ 10,000
Martha Graham Ctr of Contemporary Dance	New York, NY	No relationship	Public Charity	Arts Education Program	$ 10,000
The Morgan Library & Museum	New York, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
Museum of Contemp African Diasporan Arts	Brooklyn, NY	No relationship	Public Charity	Arts Education Program	$ 10,000
National Academy	New York, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
BOMB Magazine	Brooklyn, NY	No relationship	Public Charity	Oral History Poject	$ 10,000
New York City Department of Education	New York, NY	No relationship	Public Charity	Scholarships for NYC Public School Students	$ 10,500
Philadelphia Museum of Art	Philadelphia, PA	No relationship	Public Charity	Art Exhibition	$ 15,000
The Phillips Collection	Washington, DC	No relationship	Public Charity	Art Exhibition & Catalogue	$ 10,000
Rubin Museum of Art	New York, NY	No relationship	Public Charity	Art Exhibition	$ 10,000
The Studio Museum in Harlem	New York, NY	No relationship	Public Charity	Arts Education Program	$ 10,000
Visual AIDS for the Arts, Inc	New York, NY	No relationship	Public Charity	Visual Arts Programs	$ 10,000
Wexner Center for the Arts	Columbus, OH	No relationship	Public Charity	Art Exhibition	$ 10,000
					$ 615,750
				Total Cash Grants to Individuals & Public Charities	**$ 735,750**

Dedalus Foundation
Federal EIN 13-3091704
Tax Period - Year Ended December 31, 2011
Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments

Security	No. of Shares/Units	Fair Market Value
Part II, line 10 (a) - GOVERNMENT BONDS:		
FEDERAL FARM CR BKS	300,000	$310,041
FEDERAL FARM CR BKS	300,000	$318,312
FEDERAL HOME LN BK	200,000	$201,182
FEDERAL HOME LN MTG CORP	300,000	$304,116
FEDERAL HOME LOAN BANK	300,000	$306,201
		$1,439,852
Part II, line 10 (c) - CORPORATE BONDS:		
ABBOTT LABORATORIES	150,000	$156,300
ANHEUSER BUSCH INBEV WORLDWIDE	100,000	$101,565
ARCELORMITTAL SA LUXEMBOURG	100,000	$102,370
BANK NEW YORK INC	140,000	$146,028
BERKSHIRE HATHAWAY FIN CORP	150,000	$157,776
BOEING CAP CORP	120,000	$126,431
BOTTLING GRP LLC	150,000	$162,504
CANADIAN NAT RES LTD	100,000	$103,314
CATERPILLAR FINL SVCS CORP	140,000	$145,579
CISCO SYS INC	135,000	$137,530
CITIGROUP INC	150,000	$152,415
COMCAST CORP	90,000	$96,980
CONOCOPHILLIPS	125,000	$135,003
CONSOLIDATED EDISON CO NY INC	140,000	$145,583
CVS CORP	85,000	$92,951
DEERE JOHN CAP CORP	125,000	$129,351
DOMINION RES INC VA	90,000	$91,635
DOW CHEM CO	100,000	$102,308
DU PONT E I DE NEMOURS & CO	125,000	$129,263
DUKE ENERGY CAROLINAS LLC	120,000	$130,496
GEORGIA PWR CO	75,000	$81,906
HEWLETT PACKARD CO	140,000	$143,983
JEFFERSON PILOT CORP	90,000	$93,101
KRAFT FOODS INC	75,000	$79,016
KROGER CO	90,000	$93,872
METLIFE INC	110,000	$111,535
ONCOR ELEC DELIVERY CO LLC	100,000	$107,001
ORACLE CORP	120,000	$126,726
PNC FDG CORP	125,000	$136,696
PRUDENTIAL FINL INC	100,000	$103,530
SEMPRA ENERGY	100,000	$101,267
TARGET CORP	135,000	$136,133
TELEFONICA EMISIONES S A U	100,000	$101,677
TIME WARNER CABLE INC	100,000	$102,255
TRANSCANADA PIPELINES LTD	140,000	$145,695
U S BANCORP	150,000	$152,447
VERIZON WIRELESS CAP LLC	125,000	$135,808
WAL-MART STORES INC	125,000	$131,073
WELLS FARGO & CO	125,000	$129,385
WESTPAC BKG CORP	150,000	$151,466
WYETH	125,000	$137,033

Dedalus Foundation
Federal EIN 13-3091704
Tax Period - Year Ended December 31, 2011
Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments

Security	No. of Shares/Units	Fair Market Value
GMX Inc Nt	200,000	$128,000
Global Aviation Holdings	196,000	$154,840
HSBC linked to Apple	200,000	$200,540
Int'l Lease Fin Corp	200,000	$199,000
JA Solar Hldgs	200,000	$146,000
Man Group	200,000	$146,000
Metlife (60yr bond)	200,000	$228,500
Suntech Power Holdrs	200,000	$90,000
Noranda Alum Acquisition	200,000	$185,000
Kommunalbanken Euro	320,000	$171,576
GE Co Note 5% 1/28/03-2/1/13	90,000	$93,813
IBM Intl Group Capital	300,000	$310,881
SBC Communications, Inc	200,000	$206,466
HJ Heinz Nt	200,000	$201,868
DB Global Euro	200,000	$151,360
		$7,660,828
Part II, line 10 (b) - CORPORATE STOCK:		
3M CO	175	$14,303
ABBOTT LABS	300	$16,869
AFLAC INC	190	$8,219
AIR PRODS & CHEMS INC	215	$18,316
AMERICAN WTR WKS CO INC	560	$17,842
AUTOMATIC DATA PROCESSING INC	345	$18,633
BAXTER INTL INC	340	$16,823
CHUBB CORP	275	$19,036
CISCO SYS INC	830	$15,006
CMS ENERGY CORP	775	$17,112
COCA COLA CO	220	$15,393
COMCAST CORP	885	$22,647
CULLEN / FROST BANKERS INC	195	$10,317
DIAMOND OFFSHORE DRILLING INC	190	$10,499
EXXON MOBIL CORP	365	$30,937
FREEPORT-MCMORAN COPPER & GOLD	310	$11,405
GENERAL DYNAMICS CORP	175	$11,622
GENERAL ELEC CAP CORP	885	$22,895
GENERAL ELEC CO	870	$15,582
GOLDMAN SACHS GROUP INC	501	$12,029
HONEYWELL INTL INC	260	$14,131
INTERNATIONAL BUSINESS MACHS	115	$21,146
JOHNSON & JOHNSON	275	$18,035
JPMORGAN CHASE & CO	885	$24,426
KAYNE ANDERSON MLP INVT CO	1,045	$31,737
KRAFT FOODS INC	485	$18,120
LOCKHEED MARTIN CORP	130	$10,517
MICROSOFT CORP	635	$16,485
NESTLE S A	390	$22,522
NOVARTIS A G	310	$17,723
OCCIDENTAL PETE CORP DEL	310	$29,047
PG&E CORP	275	$11,336
PHILIP MORRIS INTL INC	390	$30,607
PNC FINL SVCS GROUP INC	175	$10,092
POWERSHARES INDIA EXCHANGE	495	$8,069
PROCTER & GAMBLE CO	220	$14,676
PUBLIC STORAGE INC	885	$22,523
RAYTHEON CO	215	$10,402
REPUBLIC SVCS INC	485	$13,362
SCHLUMBERGER LTD	285	$19,468
SMUCKER J M CO	195	$15,243
STANLEY BLACK & DECKER INC	245	$16,562
TARGET CORP	260	$13,317
TE CONNECTIVITY LTD	495	$15,251
TEXAS INSTRS INC	580	$16,884
TJX COS INC NEW	245	$15,815
YUM BRANDS INC	345	$20,358

Dedalus Foundation
Federal EIN 13-3091704
Tax Period - Year Ended December 31, 2011
Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments

Security	No. of Shares/Units	Fair Market Value
Wells Fargo Capital 7 875% Enhanced Tr Pfd	8,000	$207,920
DB Capial Funding	8,000	$161,680
AG Mtg REIT	10,000	$201,300
GMAC Pfd Ser 2	8,000	$154,720
Enbridge Inc	400	$14,985
Oneok Inc New	400	$34,676
Williams Companies Inc	500	$16,510
Teekay Offshore Partners	500	$13,300
		$1,608,429

Part II, line 13 - OTHER INVESTMENTS:
INVESTMENT FUNDS:

Security	Fair Market Value
Cerebrus Int'l Partners	$706,953
Cerebrus Inst-Series 2	$145,613
Cerebrus Inst-Series 3	$189,776
Cerberus Inst Series 4	$1,107,666
Styx International	$519,988
CCI Healthcare - DB	$888,069
DB Global Select Fund - DB	$357,923
DB Private Equity Asia Select Fund IV	$78,709
Paloma Int'l Ltd	$482,806
Corsair Capital Partners, LP	$219,442
Arlon Opportunities Offshore, Ltd	$212,002
Iridian Asset Management LLC	$20,712
Wanger Income & Growth Fund, LP	$240,338
Barclays-Brevan Howard	$541,492
Inergy Midstream LP	$8,751
Inergy LP	$47,900
Alliance Holdings GP LP	$30,048
Cedar Fair LP	$25,422
El Paso Pipeline Partners	$28,121
Energy Transfer Equity LP	$40,154
Enterprise Products Partners LP	$31,924
Nustar GP Holdings LLC	$25,478
Penn VA Resource Partners LP	$33,836
Regency Energy Partners LP	$29,548
Spectra Energy Partners LP	$27,243
Western Gas Partners LP	$28,938
Williams Partners LP	$19,750
Global Access-Macro Strategies -JPM	$530,782
Goldentree Offshore Ltd, Class D JPM	$74,854
Highbridge Capital Corp- Class C-JPM	$1,216,726
SkyBridge Capital - DB	$472,052
Nery Capital Partners	$818,661
Marathon Eastside Capital	$1,282,548
Kinder Morgan Energy	$50,853
	$10,535,077

Registered Mutual and Closed End Funds:

Security	No. of Shares/Units	Fair Market Value
ARTIO GLOBAL HIGH INCOME FUND	42,249	$392,917
ISHARES FTSE CHINA 25 INDEX FUND	265 00	$9,241
ISHARES INC MSCI BRAZIL FREE	245 00	$14,061
ISHARES MSCI SOUTH KOREA INDEX	545 00	$28,482
ISHR MSCI MALAYSIA FREE INDEX	245 00	$3,283
JANUS INVT FUND	312 45	$18,209
MFS EMERGING MKTS DEBT FUND	1,106 76	$16,070
PIMCO COMMODITY REALRETURN	11,426 62	$74,730
PIMCO EMERGING LOCAL BD FUND	1,530 36	$15,380
THORNBURG INTL VALUE FUND	904	$22,224
PIMCO EMERGING MKT CURRENCY FUND	1,589 45	$15,751
PIMCO FOREIGN BOND FUND UNHEDGED	46,948	$511,259
PIMCO FUND	8,277	$95,513
PIMCO TOTAL RETURN FUND	26,005	$282,668
ROWE T PRICE INTL FDS INC	34,559	$336,606
TEMPLETON GLOBAL BD FUND	4,942	$61,137

Dedalus Foundation
Federal EIN 13-3091704
Tax Period - Year Ended December 31, 2011
Supporting Schedule to Form 990-PF, Part II, Line 10 (a), (b), (c) and Line 13
Investments

Security	No. of Shares/Units	Fair Market Value
		$1,897,531
Bonds of Foreign Governments		
AUSTRALIAN GOVT	245,000 00	$269,559
BRAZIL FEDERATIVE REP GLOBAL	574,000 00	$359,279
CANADA GOVT	195,000 00	$200,385
CANADIAN GOVT	145,000 00	$149,245
PERMANENT PORTFOLIO	10,826 48	$498,992
		$1,477,460
Exchange-Traded Fund		
SPDR S&P CHINA	515 00	$32,085
SPDR S&P EMERGING SMALL CAP ETF	150 00	$5,660
VANGUARD MSCI EMERGING MKTS ETF	995 00	$38,019
		$75,763
Certificates of Deposits		
Discover Bank		$242,000
Nationwide Bank		$257,425
State Bank of India		$242,000
		$741,425
	Total Other Investments	$14,727,256

DEDALUS FOUNDATION INC.
Federal EIN - 13-3091704
Tax Period - Year ended December 31, 2011
Supporting Schedule to Form 990-PF, Part II, Line 14
LAND, BUILDING AND EQUIPMENT/ACCUMULATED DEPRECIATION

	as of December 31, 2011	
Description	**Book Value**	**Fair Market Value**
Basis :		
Office Furniture	102,990	102,990
Office Equipment	117,919	117,919
Archive Equipment	23,949	23,949
Other Depreciable Assets	11,600	11,600
Leasehold Improvements	534,407	534,407
	790,865	**790,865**
Accumulated Depreciation :		
Office Furniture	102,784	102,784
Office Equipment	68,945	68,945
Archive Equipment	23,949	23,949
Other Depreciable Assets	11,600	11,600
Leasehold Improvements	522,316	522,316
	729,594	**729,594**
N E T	**61,271**	**61,271**

Dedalus Foundation, Inc
EIN-13-3091704
Schedule 4 - Sale of Artwork

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	Total Cost	Gain (Loss)
01/07/2011	Motherwell Painting P63-1150 A Throw of Dice No 2, 1963	$ 950,000	$ 400,000	$ 40,625	$ 440,625	$ 509,375
01/07/2011	Motherwell Painting P89-3651 Hollow Men Series, 1989	$ 850,000	$ 350,000	$ 203,125	$ 553,125	$ 296,875
01/07/2011	Motherwell Painting P69-1934 The House at Sevilla, 1969	$ 275,000	$ 110,000	$ 43,750	$ 153,750	$ 121,250
01/07/2011	Motherwell Painting P69-3118 Open No 55 In Orange, 1968 - 1969	$ 225,000	$ 90,000	$ 21,875	$ 111,875	$ 113,125
01/07/2011	Motherwell Drawing D59-536 Figuration, with Black and Orange, 1959 - 1960	$ 120,000	$ 48,000	$ 25,000	$ 73,000	$ 47,000
01/07/2011	Motherwell Painting P66-1177 Terra Cotta Image on Blue, 1966	$ 120,000	$ 48,000	$ 14,063	$ 62,063	$ 57,938
01/10/2011	Motherwell Drawing D-3826 Untitled, ca 1970	$ 150,000	$ 60,000	$ 12,500	$ 72,500	$ 77,500
01/31/2011	Motherwell Print Cr #349 319 La Casa de la Mancha 60/70	$ 5,000	$ 2,000	$ 940	$ 2,940	$ 2,060
02/09/2011	Motherwell Painting P74-997 The Tide No 2, 1974	$ 425,000	$ 170,000	$ 25,000	$ 195,000	$ 230,000
02/09/2011	Motherwell Drawing D83-2916 Untitled, 1983	$ 15,000	$ 6,000	$ 1,406	$ 7,406	$ 7,594
02/09/2011	Motherwell Print Cr #204 168 Gesture I (State II) 2/10	$ 7,500	$ 2,475	$ 1,880	$ 4,355	$ 3,145
02/09/2011	Motherwell Print Cr #195 160 Calligraphic Study II AP IV/V	$ 4,500	$ 1,500	$ 564	$ 2,064	$ 2,436
02/11/2011	Motherwell Painting P69-1933 Open No 84 In Orange with Charcoal Line, 1969	$ 600,000	$ 240,000	$ 43,750	$ 283,750	$ 316,250
02/11/2011	Motherwell Collage C60-349 White Collage with Red Stripe, 1960	$ 150,000	$ 60,000	$ 28,125	$ 88,125	$ 61,875
02/11/2011	Motherwell Drawing D72-263 Blue Gesture Series No 3, 1972	$ 85,000	$ 34,000	$ 9,375	$ 43,375	$ 41,625
02/11/2011	Motherwell Drawing D72-264 Blue Gesture Series No 1, 1972	$ 85,000	$ 34,000	$ 9,375	$ 43,375	$ 41,625
02/11/2011	Motherwell Painting P63-71 [Untitled (Orange and Brown)], 1963	$ 60,000	$ 24,000	$ 10,938	$ 34,938	$ 25,063
02/14/2011	Motherwell Print Cr #183 152 Slate Gray Pintura 6/59	$ 4,000	$ 2,000	$ 705	$ 2,705	$ 1,295
02/14/2011	Motherwell Print Cr #440 379 Three Poems Mexican Elegy VII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
02/16/2011	Motherwell Painting P83-2867 Elegy Study No 1, 1983	$ 175,000	$ 57,750	$ 18,750	$ 76,500	$ 98,500
02/16/2011	Motherwell Painting P71-1127 Utilitied (open in Red & Ultramarine)	$ 250,000	$ 100,000	$ 29,795	$ 129,795	$ 120,205
03/09/2011	Motherwell Print Cr #446 - 467384 - 405 pf Ulysses (Portfolio Edition) 36/40	$ 30,000	$ 10,000	$ 4,700	$ 14,700	$ 15,300
03/09/2011	Motherwell Print Cr #148 119 Summer Light Series Pauillac, #1 AP I	$ 5,500	$ 1,833	$ 940	$ 2,773	$ 2,727
03/16/2011	Motherwell Drawing D79-2248 Drunk with Turpentine No 21, 1979	$ 95,000	$ 38,000	$ 17,188	$ 55,188	$ 39,813
03/16/2011	Motherwell Drawing D79-2339 Drunk with Turpentine, 1979	$ 65,000	$ 26,000	$ 10,938	$ 36,938	$ 28,063
03/16/2011	Motherwell Drawing D80-2900 Drunk with Turpentine, 1980	$ 65,000	$ 26,000	$ 9,375	$ 35,375	$ 29,625
03/16/2011	Motherwell Drawing D82-2720 Dedalus Sketchbook Stephen Dedalus, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2721 Dedalus Sketchbook Untitled, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2727 Dedalus Sketchbook Molly Bloom, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2728 Dedalus Sketchbook Untitled, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2737 Dedalus Sketchbook Leopold Bloom, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2739 Dedalus Sketchbook Untitled, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2740 Dedalus Sketchbook Untitled, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/16/2011	Motherwell Drawing D82-2765 Dedalus Sketchbook Je t'aime, 1982	$ 15,000	$ 6,000	$ 1,250	$ 7,250	$ 7,750
03/16/2011	Motherwell Drawing D82-2770 Dedalus Sketchbook Dubliners, 1982	$ 15,000	$ 6,000	$ 938	$ 6,938	$ 8,063
03/30/2011	Motherwell Painting P85-3226 Hollow Men Study (Trio III), 1985 - 1986	$ 120,000	$ 48,000	$ 15,625	$ 63,625	$ 56,375
03/30/2011	Motherwell Painting P86-3327 Untitled, 1986	$ 100,000	$ 40,000	$ 14,063	$ 54,063	$ 45,938
03/30/2011	Motherwell Painting P65-283 [Untitled (Rust, Black, White)], 1965	$ 70,000	$ 28,000	$ 12,500	$ 40,500	$ 29,500
03/30/2011	Motherwell Drawing D79-2336 Drunk with Turpentine, 1979	$ 60,000	$ 24,000	$ 9,375	$ 33,375	$ 26,625
03/30/2011	Motherwell Drawing D79-2345 Drunk with Turpentine No 49, 1979	$ 50,000	$ 20,000	$ 5,000	$ 25,000	$ 25,000
03/30/2011	Motherwell Drawing D86-3267 [Untitled (Drawing)], 1986	$ 45,000	$ 18,000	$ 14,063	$ 32,063	$ 12,938
03/30/2011	Motherwell Print Cr #345 315 At the Edge 1/34	$ 25,000	$ 10,000	$ 2,350	$ 12,350	$ 12,650
03/30/2011	Motherwell Print Cr #290 255 Delta 40/48	$ 5,000	$ 2,500	$ 564	$ 3,064	$ 1,936
03/30/2011	Motherwell Print Cr #256 223 Primal Sign I AP IX/X	$ 3,000	$ 1,500	$ 705	$ 2,205	$ 795
03/31/2011	Motherwell Painting P88-3439 Hollow Men No VI, 1988 / ca 1990	$ 1,150,000	$ 460,000	$ 250,000	$ 710,000	$ 440,000
04/01/2011	Motherwell Painting P**-1593 Untitled, ca 1963	$ 450,000	$ 180,000	$ 31,250	$ 211,250	$ 238,750
04/01/2011	Motherwell Painting P85-3225 Hollow Men Study (Trio II), 1985	$ 100,000	$ 40,000	$ 15,625	$ 55,625	$ 44,375
04/08/2011	Motherwell Print Cr #446 - 467 384 - 405 pf Ulysses (Portfolio Edition) 38/40	$ 30,000	$ 9,900	$ 4,700	$ 14,600	$ 15,400
04/08/2011	Motherwell Print Cr #019 006 Automatism A TP	$ 7,500	$ 2,500	$ 1,410	$ 3,910	$ 3,590
05/02/2011	Motherwell Drawing D73-5606 Untitled, 1973	$ 60,000	$ 24,000	$ 18,750	$ 42,750	$ 17,250
05/02/2011	Motherwell Drawing D68-218 Black on White No 6 , 1968	$ 25,000	$ 10,000	$ 2,500	$ 12,500	$ 12,500
05/11/2011	Motherwell Painting P81-3681 Untitled, 1980	$ 85,000	$ 34,000	$ 17,188	$ 51,188	$ 33,813
05/18/2011	Motherwell Painting P74-1166 Untitled, 1974	$ 150,000	$ 60,000	$ 18,750	$ 78,750	$ 71,250
05/18/2011	Motherwell Painting P67-1892 Untitled, 1964 - 1967	$ 100,000	$ 40,000	$ 4,375	$ 44,375	$ 55,625
05/20/2011	Motherwell Print Cr #176 145 Djarum Trial III	$ 10,000	$ 3,300	$ 2,820	$ 6,120	$ 3,880

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	Total Cost	Gain (Loss)
05/20/2011	Motherwell Print Cr #378 346 In White with Green Stripe 37/75	$ 5,000	$ 1,650	$ 1,645	$ 3,295	$ 1,705
05/20/2011	Motherwell Print Cr #089 064 London Series I Pf	$ 4,500	$ 1,500	$ 564	$ 2,064	$ 2,436
05/20/2011	Motherwell Print Cr #091 061 London Series I (blue) Pf	$ 4,500	$ 1,500	$ 564	$ 2,064	$ 2,436
05/20/2011	Motherwell Print Cr #376 344 Untitled AP V/XXX	$ 4,000	$ 1,320	$ 940	$ 2,260	$ 1,740
05/20/2011	Motherwell Print Cr #376 344 Untitled AP VIII/XXX	$ 4,000	$ 1,320	$ 940	$ 2,260	$ 1,740
06/01/2011	Motherwell Print Cr #349 319 La Casa de la Mancha 57/70	$ 5,000	$ 2,500	$ 940	$ 3,440	$ 1,560
06/01/2011	Motherwell Print Cr #210 183 Untitled 16/40	$ 2,000	$ 1,000	$ 658	$ 1,658	$ 342
06/01/2011	Motherwell Print Cr #239 208 The Dalton Print AP III/XX	$ 1,800	$ 900	$ 564	$ 1,464	$ 336
06/29/2011	Motherwell Painting P67-374 Untitled, ca 1964 - 1965	$ 90,000	$ 36,000	$ 15,625	$ 51,625	$ 38,375
06/29/2011	Motherwell Drawing D79-2237 Untitled, 1979	$ 12,000	$ 4,800	$ 2,188	$ 6,988	$ 5,013
06/29/2011	Motherwell Drawing D85-3179 Untitled (from the Joyce Sketchbook), 1985	$ 10,000	$ 4,000	$ 1,250	$ 5,250	$ 4,750
06/29/2011	Motherwell Drawing D85-3211 Untitled (from the Joyce Sketchbook), 1985	$ 10,000	$ 4,000	$ 1,406	$ 5,406	$ 4,594
06/29/2011	Motherwell Print Cr #222 191 Black on Black 22/58	$ 4,000	$ 1,600	$ 1,175	$ 2,775	$ 1,225
06/29/2011	Motherwell Print Cr #376 344 Untitled AP I/XXX	$ 4,000	$ 1,320	$ 940	$ 2,260	$ 1,740
06/29/2011	Motherwell Print Cr #364 332 Wanderers 30/35	$ 3,500	$ 1,400	$ 1,410	$ 2,810	$ 690
06/29/2011	Motherwell Print Cr #478 416 Three Forms II AP V/VII	$ 3,500	$ 1,155	$ 564	$ 1,719	$ 1,781
06/29/2011	Motherwell Print Cr #341 311 Naples Yellow Open 59/62	$ 3,000	$ 1,000	$ 658	$ 1,658	$ 1,342
06/29/2011	Motherwell Print Cr #516 Uncat 460 Untitled 15/40	$ 2,500	$ 1,000	$ 470	$ 1,470	$ 1,030
06/29/2011	Motherwell Print Cr #192 Appendix 27 In Celebration 196/200	$ 1,000	$ 400	$ 94	$ 494	$ 506
07/18/2011	Motherwell Drawing D66-636 Figure 4 with Blue Stripe, 1966	$ 135,000	$ 54,000	$ 15,625	$ 69,625	$ 65,375
07/18/2011	Motherwell Painting P77-3122 Untitled, 1977	$ 60,000	$ 24,000	$ 23,438	$ 47,438	$ 12,563
07/18/2011	Motherwell Monotype M76-2879 Untitled (Phoenician Red) No 17, 1976	$ 35,000	$ 14,000	$ 3,125	$ 17,125	$ 17,875
07/18/2011	Motherwell Monotype M76-2818 Untitled (Phoenician Red) No 23, 1976	$ 25,000	$ 10,000	$ 3,125	$ 13,125	$ 11,875
07/18/2011	Motherwell Monotype M76-2823 Untitled (Pheonician Red), 1976	$ 25,000	$ 10,000	$ 1,250	$ 11,250	$ 13,750
07/18/2011	Motherwell Print Cr #194 159 Calligraphic Study I AP I/V	$ 4,500	$ 1,500	$ 564	$ 2,064	$ 2,436
07/18/2011	Motherwell Print Cr #195 160 Calligraphic Study II AP IV/V	$ 4,500	$ 1,500	$ 564	$ 2,064	$ 2,436
07/18/2011	Motherwell Print Cr #419 358 Three Poems Nocturne V 44/50	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
07/18/2011	Motherwell Print Cr #420 359 Three Poems Nocturne VI 44/50	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
07/19/2011	Motherwell Print Cr #181 150 Untitled AP VII/XII	$ 8,000	$ 2,640	$ 1,410	$ 4,050	$ 3,950
07/19/2011	Motherwell Print Cr #206 170 Gesture II (State II) AP I/IV	$ 7,500	$ 2,500	$ 1,410	$ 3,910	$ 3,590
07/19/2011	Motherwell Print Cr #378 346 In White with Green Stripe Pres Pf	$ 5,000	$ 1,650	$ 1,645	$ 3,295	$ 1,705
08/01/2011	Motherwell Print Cr #059 033 Gauloises Bleues Trial Proof	$ 6,500	$ 2,145	$ 940	$ 3,085	$ 3,415
08/01/2011	Motherwell Print Cr #175 144 Spanish Elegy II 38/38	$ 3,500	$ 1,750	$ 846	$ 2,596	$ 904
08/01/2011	Motherwell Print Cr #430 354 Octavio Paz Suite Blue Gesture AP VIII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
08/01/2011	Motherwell Print Cr #434 354 Octavio Paz Suite A Throw of the Dice AP VIII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
08/01/2011	Motherwell Print Cr #435 354 Octavio Paz Suite Red Samurai AP VIII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
08/01/2011	Motherwell Print Cr #441 354 Octavio Paz Suite Red Wind AP VIII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
08/15/2011	Motherwell Print Cr #516 Uncat 460 Untitled 20/40	$ 2,500	$ 1,000	$ 470	$ 1,470	$ 1,030
09/08/2011	Motherwell Drawing D59/60-537 Figuration, with Black and Orange No 2, 1959 - 1960	$ 120,000	$ 48,000	$ 25,000	$ 73,000	$ 47,000
09/14/2011	Motherwell Drawing D76-1067 Untitled (Line and Wash Drawing), 1976	$ 12,000	$ 4,800	$ 2,500	$ 7,300	$ 4,700
09/14/2011	Motherwell Print Cr #073 044 Africa Suite [NN]	$ 6,500	$ 2,145	$ 564	$ 2,709	$ 3,791
09/15/2011	Motherwell Print Cr #050 028 Untitled AP	$ 2,500	$ 825	$ 470	$ 1,295	$ 1,205
09/15/2011	Motherwell Print Cr #426 366 Three Poems Mexico City Personages II 42/50	$ 2,500	$ 825	$ 261	$ 1,086	$ 1,414
09/22/2011	Motherwell Drawing D69-690 Untitled, 1969	$ 50,000	$ 20,000	$ 34,375	$ 54,375	$ (4,375)
10/14/2011	Motherwell Print Cr #252 219 La Guerra I 35/50	$ 4,000	$ 2,000	$ 1,410	$ 3,410	$ 590
10/14/2011	Motherwell Print Cr #433 372B Three Poems Nocturne I AP VIII/X	$ 2,500	$ 1,000	$ 261	$ 1,261	$ 1,239
10/17/2011	Motherwell Collage C90-3587 The Disappearance of Goya's Dog, 1990	$ 75,000	$ 30,000	$ 13,750	$ 43,750	$ 31,250
10/17/2011	Motherwell Drawing D79-2341 Drunk with Turpentine No 15, 1979	$ 60,000	$ 24,000	$ 7,813	$ 31,813	$ 28,188
10/17/2011	Motherwell Painting P58-1114 Untitled, 1958 / after 1962	$ 60,000	$ 24,000	$ 12,500	$ 36,500	$ 23,500
10/17/2011	Motherwell Drawing D73-3703 [Untitled (Open)], 1973	$ 50,000	$ 20,000	$ 23,438	$ 43,438	$ 6,563
10/17/2011	Motherwell Painting P73-2375 Bodensee, 1973	$ 50,000	$ 20,000	$ 21,875	$ 41,875	$ 8,125
10/17/2011	Motherwell Painting P68-1168 Imaginary Letter, ca 1964	$ 45,000	$ 18,000	$ 3,125	$ 21,125	$ 23,875
10/17/2011	Motherwell Drawing D70-634 I H Series No 19, 1970	$ 30,000	$ 12,000	$ 12,500	$ 24,500	$ 5,500
10/17/2011	Motherwell Drawing D86-3459 Untitled, 1986	$ 18,000	$ 7,200	$ 3,125	$ 10,325	$ 7,675
10/27/2011	Motherwell Painting P69-1136 Open No 89, 1969	$ 650,000	$ 260,000	$ 40,625	$ 300,625	$ 349,375

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	Total Cost	Gain (Loss)
11/01/2011	Motherwell Collage C73-1020 (Untitled (Champagne)), 1973	$ 135,000	$ 54,000	$ 17,500	$ 71,500	$ 63,500
11/02/2011	Motherwell Print Cr #330 298 America - La France Variations II 61/70	$ 4,500	$ 1,800	$ 1,645	$ 3,445	$ 1,055
11/07/2011	Motherwell Painting P69-1585 Open No 105 Big Blue with Green Window, 1969	$ 1,100,000	$ 440,000	$ 87,500	$ 527,500	$ 572,500
11/16/2011	Motherwell Drawing D70-458 I H Series No 6, 1970	$ 45,000	$ 18,000	$ 12,500	$ 30,500	$ 14,500
11/17/2011	Motherwell Print Cr #180 149 Hermitage AP XVI/XXX	$ -	$ -	$ 1,880	$ 1,880	$ (1,880)
11/21/2011	Motherwell Drawing D79-2392 Drunk with Turpentine, 1979	$ 65,000	$ 26,000	$ 9,375	$ 35,375	$ 29,625
11/21/2011	Motherwell Drawing D79-2344 Drunk with Turpentine No 45, 1979	$ 40,000	$ 16,000	$ 5,000	$ 21,000	$ 19,000
11/21/2011	Motherwell Drawing D79-2347 Drunk with Turpentine, 1979	$ 30,000	$ 12,000	$ 3,750	$ 15,750	$ 14,250
11/28/2011	Motherwell Drawing D67-3552 Untitled (Figure 4), 1967	$ 35,000	$ 14,000	$ 6,250	$ 20,250	$ 14,750
11/28/2011	Motherwell Drawing D75-3660 Untitled, 1975	$ 12,000	$ 4,800	$ 2,500	$ 7,300	$ 4,700
11/28/2011	Motherwell Drawing D83-2909 Untitled, 1983	$ 12,000	$ 4,800	$ 1,250	$ 6,050	$ 5,950
11/29/2011	Motherwell Print Cr #260 227 The Berggruen Series AP I/XXX	$ 2,500	$ 825	$ 705	$ 1,530	$ 970
11/30/2011	Motherwell Painting P63-351 Untitled, 1963	$ 135,000	$ 54,000	$ 9,375	$ 63,375	$ 71,625
11/30/2011	Motherwell Drawing D79-2906 Untitled, 1979	$ 75,000	$ 30,000	$ 17,188	$ 47,188	$ 27,813
11/30/2011	Motherwell Drawing D77-1343 Study for The Hollow Men, 1977	$ 50,000	$ 20,000	$ 7,500	$ 27,500	$ 22,500
11/30/2011	Motherwell Drawing D79-2466 (Untitled (Brushstroke)), 1979	$ 50,000	$ 20,000	$ 7,813	$ 27,813	$ 22,188
11/30/2011	Motherwell Painting P63-72 Untitled, 1963	$ 50,000	$ 20,000	$ 10,938	$ 30,938	$ 19,063
11/30/2011	Motherwell Drawing D80-3116 Untitled, 1980	$ 40,000	$ 16,000	$ 9,375	$ 25,375	$ 14,625
11/30/2011	Motherwell Drawing D65-2847 Untitled (Bird), 1965	$ 35,000	$ 14,000	$ 2,500	$ 16,500	$ 18,500
11/30/2011	Motherwell Drawing D58-48 Bird, 1951	$ 30,000	$ 12,000	$ 3,125	$ 15,125	$ 14,875
11/30/2011	Motherwell Drawing D65-1267 Sepia Automatism, 1965	$ 20,000	$ 8,000	$ 2,500	$ 10,500	$ 9,500
11/30/2011	Motherwell Drawing D58-40 Drawing No 5, 1958	$ 18,000	$ 7,200	$ 2,500	$ 9,700	$ 8,300
11/30/2011	Motherwell Drawing D76-1041 Totemic Figure, 1976	$ 18,000	$ 7,200	$ 5,000	$ 12,200	$ 5,800
11/30/2011	Motherwell Drawing D90-3615 Automatic Drawing with Blue Paint, 1990	$ 18,000	$ 7,200	$ 3,125	$ 10,325	$ 7,675
11/30/2011	Motherwell Print Cr #308 1 - 308 21 268 - 291 El Negro AP V/X	$ 15,000	$ 4,950	$ 4,700	$ 9,650	$ 5,350
11/30/2011	Motherwell Drawing D68-222 Silent Form No 1, 1968	$ 12,000	$ 4,800	$ 2,500	$ 7,300	$ 4,700
11/30/2011	Motherwell Drawing D65-100 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-116 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-117 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-126 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-127 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1512 Lyric Suite In Blue and Bleeding Black No 5, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1649 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1656 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1671 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1680 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1699 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1700 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1706 Lyric Suite Bleeding Black No 4, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1732 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-175 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1759 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1766 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1767 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-177 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1777 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1792 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1794 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1796 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1801 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1807 Lyric Suite Bleeding Black No 16, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1813 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-1836 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-204 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-208 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188

Dedalus Foundation, Inc
EIN-13-3091704
Schedule 4 - Sale of Artwork

Date of Sale	Description of Artwork	Sales	Commission	Cost of Artwork	Total Cost	Gain (Loss)
11/30/2011	Motherwell Drawing D65-211 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-2564 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-2572 Lyric Suite , 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-2575 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-2598 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D65-2599 Lyric Suite, 1965	$ 10,000	$ 4,000	$ 2,813	$ 6,813	$ 3,188
11/30/2011	Motherwell Drawing D83-3523 Untitled (Sepia), 1983	$ 10,000	$ 4,000	$ 938	$ 4,938	$ 5,063
11/30/2011	Motherwell Print Cr #377 345 Game of Chance AP III	$ 8,000	$ 2,666	$ 2,115	$ 4,781	$ 3,219
11/30/2011	Motherwell Print Cr #387 1 - 387 27 354 - 380 bk Three Poems by Octavio Paz AP VII/XXX	$ 8,000	$ 3,200	$ 1,645	$ 4,845	$ 3,155
11/30/2011	Motherwell Print Cr #151 122 Summer Light Series Pauillac, #4 AP II	$ 5,500	$ 1,833	$ 940	$ 2,773	$ 2,727
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 26/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 3/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 38/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 40/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 41/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 43/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 44/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 47/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 49/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 6/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) 7/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP I/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP II/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP III/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP IV/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP IX/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP V/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP VII/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272 239 Automatism Elegy (State II Buff) AP X/X	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #272239 Automatism Elegy (State II Buff) 42/50	$ 4,000	$ 1,600	$ 470	$ 2,070	$ 1,930
11/30/2011	Motherwell Print Cr #446 384 Ulysses James Joyce HC	$ 4,000	$ 1,320	$ -	$ 1,320	$ 2,680
11/30/2011	Motherwell Print Cr #056 027 Untitled A/P	$ 3,000	$ 990	$ 470	$ 1,460	$ 1,540
11/30/2011	Motherwell Print Cr #435 374 Three Poems Red Samurai VII/X	$ 2,500	$ 825	$ 261	$ 1,086	$ 1,414
Various	Various adjustments	$ (18,000)	$ 100	$ (2,010)	$ (1,910)	$ (16,090)
		$ 11,848,800	$ 4,752,611	$ 1,677,653	$ 6,430,264	$ 5,418,536

DEDALUS FOUNDATION, INC.
Federal EIN- 13-3091704
Tax Period – Year ended December 31, 2011
Support to Form 990-PF, Part XV, Line 2a-d
INFORMATION REGARDING CONTRIBUTIONS, GRANTS, ETC.

Although the Foundation gives grants to pre-selected charitable organizations and does not accept unsolicited requests for funds, it does have four separate grant programs offered to individuals. They are summarized as follows:

1. Senior Fellowship Program

This grant is open to art historians, critics and curators pursuing projects related to the study of modern art and modernism. The applicant does not have to be affiliated with an educational institution or museum and cannot be a candidate for a degree. Applicants must be U.S. citizens. Awards will be made for a period of up to one year. Stipends will vary according to need, with a maximum award for this grant of $30,000. This grant is given annually. The Foundation publishes an advertisement for this grant in various periodicals inviting application to this program. Requests for the application for this fellowship and the guidelines should be addressed to:

Dedalus Foundation, Inc.
555 West 57th Street, Suite 1222
New York, NY 10019
Attention: Fellowship Program

The application must be submitted by October 1. Announcement of the award will be made by the end of December.

2. Ph.D. Dissertation Fellowship

This grant provides support for a graduate student studying any aspect of the modernist tradition. The stipend for the award year of July 1 to June 30 will be in the amount of $20,000. Departments of art history at colleges and universities in the United States are invited to nominate one student each for consideration. Nominees must have completed all course requirements and examination and must have advanced to candidacy for the Ph.D. The Foundation directly mails the program information and application to the chairperson of graduate departments a few months in advance of the deadline. Nominations and all accompanying materials must be received at the Foundation no later than December 1. Announcement of the award will be made the following April.

3. M. F. A Fellowship

This grant provides support for 2 graduate students of painting and sculpture who are about to enter their last year of candidacy for the M. F. A. degree at an American college, university or art school. The current stipend for this award will be $ 20,000. Graduate departments of art are invited to nominate two students for consideration. The Foundation mails the program information and application to the chairperson of graduate departments, a few months in advance of the deadline. Nomination and all accompanying materials must be received at the Foundation no later than July 1. Announcement of the awards will be made in December.

4. Robert Motherwell Book Award

This award is given to the author of an outstanding publication in the history and criticism of modernism in the arts – including the visual arts, literature, music and the performing arts. Nominations of publications are made by the publisher and determined by a jury. The prize of $20,000 is given annually in the spring.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions. DEDALUS FOUNDATION, INC. C/O ANCHIN, BLOCK & ANCHIN LLP	Employer identification number (EIN) or ☒ 13-3091704
	Number, street, and room or suite no. If a P.O. box, see instructions. 1375 BROADWAY, 18TH FLOOR	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10018	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ ANCHIN, BLOCK & ANCHIN LLP

Telephone No. ▶ 212 840-3456 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15 , 20 12 .

5 For calendar year 2011 or other tax year beginning ______ , 20 ___ , and ending ______ , 20 ___ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 239,000
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	**8b**	$ 244,197
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

Form **8868**
(Rev January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No. 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions
DEDALUS FOUNDATION, INC.
% ANCHIN BLOCK & ANCHIN LLP

Employer identification number (EIN) or
[X] 13-3091704

Number, street, and room or suite no If a P O box, see instructions
1375 BROADWAY, 18TH FLOOR

Social security number (SSN)
[ ]

City, town or post office, state, and ZIP code For a foreign address, see instructions
NEW YORK, NY 10018

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ ANCHIN, BLOCK & ANCHIN LLP

Telephone No ▶ 212 840-3456 FAX No ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 12 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 20 11 or
▶ [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 239,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 244,197.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ NONE

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

041702