Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: ELIZABETH MORSE GENIUS FOUNDATION

A Employer identification number: 13-6115217

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 40 | Room/suite

B Telephone number: 407-644-0555

City or town, state, and ZIP code: WINTER PARK, FL 32790

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: [X] 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) ▶$ 122,781,983.

J Accounting method ☐ Cash [X] 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	30.	30.		STATEMENT 1
	4 Dividends and interest from securities	1,758,600.	1,758,600.		STATEMENT 2
	5a Gross rents	2,433,698.	2,433,698.		STATEMENT 3
	b Net rental income or (loss) 1,174,584.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	3,779,493.			
	b Gross sales price for all assets on line 6a 32,788,823.				
	7 Capital gain net income (from Part IV, line 2)		3,779,493.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	130,386.	130,386.		STATEMENT 5
	12 **Total.** Add lines 1 through 11	8,102,207.	8,102,207.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	230,907.	57,477.		175,603.
	14 Other employee salaries and wages	530,595.	139,803.		392,107.
	15 Pension plans, employee benefits	225,875.	66,707.		159,168.
	16a Legal fees STMT 6	89,361.	43,505.		42,107.
	b Accounting fees STMT 7	35,578.	141.		35,437.
	c Other professional fees STMT 8	414,185.	411,635.		2,550.
	17 Interest				
	18 Taxes STMT 9	333,931.	257,769.		17,456.
	19 Depreciation and depletion	482,019.	388,501.		
	20 Occupancy				
	21 Travel, conferences, and meetings	1,158.	290.		869.
	22 Printing and publications				
	23 Other expenses STMT 10	1,196,020.	866,626.		331,691.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,539,629.	2,232,454.		1,156,988.
	25 Contributions, gifts, grants paid	5,139,545.			5,127,145.
	26 **Total expenses and disbursements.** Add lines 24 and 25	8,679,174.	2,232,454.		6,284,133.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-576,967.			
	b **Net investment income** (if negative, enter -0-)		5,869,753.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUN 13 2012 OGDEN, UT A043 IRS-OSC

SCANNED JUN 18 2012

123501 12-02-11 LHA **For Paperwork Reduction Act Notice, see instructions.**

Form **990-PF** (2011)

 8/14

12490515 756359 622875 2011.03040 ELIZABETH MORSE GENIUS FOUN 622875_1 2

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	65,750.	21,263.	21,263.
	2 Savings and temporary cash investments	20,012.	20,043.	20,043.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 11	4,174,213.	3,932,940.	3,932,940.
	b Investments - corporate stock STMT 12	29,497,142.	21,787,504.	21,787,504.
	c Investments - corporate bonds STMT 13	3,129,110.	3,513,472.	3,513,472.
	11 Investments - land, buildings, and equipment basis ▶ 21,986,960.			
	Less: accumulated depreciation ▶ 2,713,517.	19,793,375.	19,273,443.	31,381,847.
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	47,286,292.	45,950,511.	45,950,511.
	14 Land, buildings, and equipment: basis ▶ 16,565,042.			
	Less: accumulated depreciation ▶ 807,502.	15,829,159.	15,757,540.	15,757,540.
	15 Other assets (describe ▶ STATEMENT 15)	425,486.	416,863.	416,863.
	16 **Total assets** (to be completed by all filers)	120,220,539.	110,673,579.	122,781,983.
Liabilities	17 Accounts payable and accrued expenses	126,972.	132,462.	
	18 Grants payable	500,000.	512,500.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 16)	160,651.	55,483.	
	23 **Total liabilities** (add lines 17 through 22)	787,623.	700,445.	
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	105,298,120.	95,838,338.	
	25 Temporarily restricted			
	26 Permanently restricted	14,134,796.	14,134,796.	
	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**	119,432,916.	109,973,134.	
	31 **Total liabilities and net assets/fund balances**	120,220,539.	110,673,579.	

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	119,432,916.
2	Enter amount from Part I, line 27a	2	-576,967.
3	Other increases not included in line 2 (itemize) ▶ DEFERRED EXCISE TAX BENEFIT	3	70,000.
4	Add lines 1, 2, and 3	4	118,925,949.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	8,952,815.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	109,973,134.

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	SALE OF MARKETABLE SECURITIES	P	VARIOUS	VARIOUS
b	WELLINGTON CTF SMALL CAP 2000	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	29,588,823.		28,122,670.	1,466,153.
b	3,200,000.		1,503,541.	1,696,459.
c	616,881.			616,881.
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				1,466,153.
b				1,696,459.
c				616,881.
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	3,779,493.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	5,433,918.	110,034,222.	.049384
2009	5,741,579.	107,387,031.	.053466
2008	6,660,417.	126,072,665.	.052830
2007	7,083,066.	142,619,226.	.049664
2006	6,287,232.	139,057,503.	.045213

2	**Total** of line 1, column (d)	2	.250557
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	.050111
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	112,489,332.
5	Multiply line 4 by line 3	5	5,636,953.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	58,698.
7	Add lines 5 and 6	7	5,695,651.
8	Enter qualifying distributions from Part XII, line 4	8	6,306,031.

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 ▶ [X] and enter 1% of Part I, line 27b	1	58,698.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	58,698.
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	58,698.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 123,000.		
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	123,000.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	64,302.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 64,302. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			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 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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) ▶ DE,FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 ▶ WWW.GENIUSFOUNDATION.ORG

14 The books are in care of ▶ RICHARD M. STRAUSS Telephone no ▶ 407-644-0555

Located at ▶ 400 N. NEW YORK AVENUE, STE. 200, WINTER PARK, FL ZIP+4 ▶ 32789-3159

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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			
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 ▶ ☐			
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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** X (No)

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? SEE STATEMENT 18 ☒ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		230,907.	42,596.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN M. STAVROS P.O. BOX 40, WINTER PARK, FL 32790	CONTROLLER 40.00	95,637.	15,463.	0.
ROBERT T. JONES P.O. BOX 40, WINTER PARK, FL 32790	BLDG MANAGER 40.00	88,641.	21,429.	0.
COLLEEN D. O'BRIEN P.O. BOX 40, WINTER PARK, FL 32790	ACCOUNTANT 40.00	80,432.	14,156.	0.
BONNIE C. HUBBARD P.O. BOX 40, WINTER PARK, FL 32790	GRANTS MANAGER 40.00	67,775.	13,305.	0.
RON CASTIELLO P.O. BOX 40, WINTER PARK, FL 32790	MAINTENANCE 40.00	52,674.	19,425.	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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SANFORD BERNSTEIN & CO, LLC - 1345 AVENUE OF THE AMERICAS, NEW YORK, NY 10105	INVESTMENT MANAGER	169,686.
U.S. TRUST - 390 N. ORANGE AVENUE, SUITE 700, ORLANDO, FL 32801	INVESTMENT MANAGER	143,143.
DSM CAPITAL PARTNERS LLC 320 MAIN STREET, MOUNT KISCO, NY 10549	INVESTMENT MANAGER	102,027.
MERCER INVESTMENT CONSULTING 601 MERRITT 7, NORWALK, CT 06856	CONSULTANTS	88,347.
WELLINGTON TRUST COMPANY 75 STATE STREET, BOSTON, MA 02109	INVESTMENT MANAGER	87,077.
Total number of others receiving over $50,000 for professional services ▶		2

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 ROLLINS COLLEGE ENVIRONMENTAL STUDIES: USE OF LAND AND BUILDINGS TO PRESERVE UNDEVELOPED LAND FOR LOCAL WILDLIFE AND PLANTS.	118,631.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2011)

123561
12-02-11

12490515 756359 622875 2011.03040 ELIZABETH MORSE GENIUS FOUN 622875_1

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	82,336,372.
b	Average of monthly cash balances	1b	484,149.
c	Fair market value of all other assets	1c	31,381,847.
d	**Total** (add lines 1a, b, and c)	1d	114,202,368.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	114,202,368.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,713,036.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	112,489,332.
6	**Minimum investment return.** Enter 5% of line 5	6	5,624,467.

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

1	Minimum investment return from Part X, line 6			1	5,624,467.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	58,698.		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	58,698.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,565,769.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	5,565,769.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	5,565,769.

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	6,284,133.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	21,898.
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	6,306,031.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	58,698.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,247,333.

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				5,565,769.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			4,702,754.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 6,306,031.				
a Applied to 2010, but not more than line 2a			4,702,754.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,603,277.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				3,962,492.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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.

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

c Any submission deadlines

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

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 ATTACHMENT B	N/A	PUBLIC CHARITY		5,127,145.
Total			▶ 3a	5,127,145.
b Approved for future payment				
CITY OF WINTER PARK 401 PARK AVENUE SOUTH WINTER PARK, FL 32789-4386	N/A	PUBLIC CHARITY	PURCHASE AND CONVERSION OF LAND FOR USE AS A PUBLIC	500,000.
WINTER PARK PUBLIC LIBRARY	N/A	PUBLIC CHARITY	MATCHING GRANT FROM FALL MEETING	12,500.
Total			▶ 3b	512,500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	30.	
4 Dividends and interest from securities			14	1,758,600.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property			16	1,174,584.	
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	3,779,493.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISCELLANEOUS INCOME			01	1,280.	
b REIMBURSED COSTS: 329					
c GARAGE			03	51,106.	
d ACCOUNTING INCOME			02	78,000.	
e					
12 Subtotal Add columns (b), (d), and (e)		0.		6,843,093.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 6,843,093.

(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).

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	

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
N/A		

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: [signature] Date: 6-7-12 Title: Exec VP+Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS F. BLANEY	[signature]	5/31/12		P00234022
Firm's name ▶ O'CONNOR DAVIES MUNNS & DOBBINS, LLP			Firm's EIN ▶ 13-3385019	
Firm's address ▶ 60 EAST 42ND STREET NEW YORK, NY 10165-3698			Phone no. (212) 286-2600	

Form **990-PF** (2011)

123622
12-02-11

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

SOURCE	AMOUNT
INTEREST	30.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	30.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	2,070,367.	616,881.	1,453,486.
INTEREST INCOME	305,114.	0.	305,114.
TOTAL TO FM 990-PF, PART I, LN 4	2,375,481.	616,881.	1,758,600.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
REAL ESTATE RENT	1	2,433,698.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,433,698.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
REAL ESTATE EXPENSES		1,259,114.	
- SUBTOTAL -	1		1,259,114.
TOTAL RENTAL EXPENSES			1,259,114.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			1,174,584.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,280.	1,280.	
REIMBURSED COSTS: 329 GARAGE	51,106.	51,106.	
ACCOUNTING INCOME	78,000.	78,000.	
TOTAL TO FORM 990-PF, PART I, LINE 11	130,386.	130,386.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A.	89,361.	43,505.		42,107.
TO FM 990-PF, PG 1, LN 16A	89,361.	43,505.		42,107.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
O'CONNOR DAVIES MUNNS & DOBBINS, LLP	35,016.	0.		35,016.
CT CORPORATION SYSTEM	562.	141.		421.
TO FORM 990-PF, PG 1, LN 16B	35,578.	141.		35,437.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	3,400.	850.		2,550.
U.S. TRUST	39,778.	39,778.		0.
SANFORD BERNSTEIN & CO, LLC	66,382.	66,382.		0.
DSM CAPITAL PARTNERS LLC	102,027.	102,027.		0.
WELLINGTON TRUST	87,077.	87,077.		0.
EVALUATION ASSOCIATES	88,347.	88,347.		0.
DIMENSIONAL FUND ADVISORS	14,490.	14,490.		0.
OTHER LIMITED PARTNERSHIP EXPENSE	12,684.	12,684.		0.
TO FORM 990-PF, PG 1, LN 16C	414,185.	411,635.		2,550.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	58,706.	0.		0.
REAL ESTATE TAXES	270,058.	252,602.		17,456.
FOREIGN TAX	5,167.	5,167.		0.
TO FORM 990-PF, PG 1, LN 18	333,931.	257,769.		17,456.

FORM 990-PF OTHER EXPENSES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	123,156.	78,773.		44,383.
REPAIRS AND MAINTENANCE	408,160.	226,645.		184,855.
OFFICE EXPENSES	57,033.	18,289.		37,702.
GOVERNANCE	8,944.	0.		8,944.
MISCELLANEOUS	28,678.	20,066.		8,612.
SECURITY EXPENSES	14,857.	10,858.		3,999.
TELEPHONE EXPENSES	16,347.	4,836.		11,511.
DUES & SUBSCRIPTIONS	2,295.	574.		1,721.
UTILITIES	227,133.	197,168.		29,964.

ADVERTISING	396.	396.		0.
LEASE AMORTIZATION	75,897.	75,897.		0.
DISPOSAL OF FIXED ASSETS	233,124.	233,124.		0.
TO FORM 990-PF, PG 1, LN 23	1,196,020.	866,626.		331,691.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT BONDS - SEE ATTACHMENT A	X		3,932,940.	3,932,940.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,932,940.	3,932,940.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,932,940.	3,932,940.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT A	21,787,504.	21,787,504.
TOTAL TO FORM 990-PF, PART II, LINE 10B	21,787,504.	21,787,504.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT A	3,513,472.	3,513,472.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,513,472.	3,513,472.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH HELD FOR INVESTMENT	FMV	575,174.	575,174.
MUTUAL FUNDS - SEE ATTACHMENT A	FMV	28,284,967.	28,284,967.
HEDGE FUNDS - SEE ATTACHMENT A	FMV	17,090,370.	17,090,370.
TOTAL TO FORM 990-PF, PART II, LINE 13		45,950,511.	45,950,511.

FORM 990-PF | OTHER ASSETS | STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RENT & MAINTENANCE COSTS RECEIVABLE	84,886.	62,923.	62,923.
ACCRUED INTEREST & DIVIDENDS	145,442.	130,550.	130,550.
DEFERRED LEASE COSTS, NET	190,939.	154,672.	154,672.
DEPOSITS AND OTHER ASSETS	4,219.	4,416.	4,416.
PREPAID FEDERAL EXCISE TAX	0.	64,302.	64,302.
TO FORM 990-PF, PART II, LINE 15	425,486.	416,863.	416,863.

FORM 990-PF | OTHER LIABILITIES | STATEMENT 16

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
RENTAL SECURITY DEPOSITS	51,036.	55,483.
FEDERAL EXCISE TAX PAYABLE	39,615.	0.
DEFERRED FEDERAL EXCISE TAX PAYABLE	70,000.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	160,651.	55,483.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 17

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD L. BAKER PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
MARY W. CHRISTIAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
HERBERT W. HOLM PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
KATHLEEN H. KRAFT PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
RICHARD M. STRAUSS PO BOX 40 WINTER PARK, FL 32790	EXECUTIVE VICE PRESIDENT & TREASURER 35.00	230,907.	42,596.	0.
R. MICHAEL STRICKLAND PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
HAROLD A. WARD, III PO BOX 40 WINTER PARK, FL 32790	PRESIDENT & CHAIRMAN 0.50	0.	0.	0.
DOUGLAS A. WOODMAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 0.50	0.	0.	0.
VICTOR E. WOODMAN PO BOX 40 WINTER PARK, FL 32790	VP & SECRETARY 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		230,907.	42,596.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 18
PART VII-B, LINE 5C

GRANTEE'S NAME

SEE STATEMENT # 19

GRANTEE'S ADDRESS

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED

PURPOSE OF GRANT

ELIZABETH MORSE GENIUS FOUNDATION
ID#: 13-6115217

FORM 990-PF
2011 TAX YEAR

STATEMENT #19

PART VII-B - SUPPLEMENTARY INFORMATION
Line 5C – Grants & Contributions

1. Grantee's name & address:

   Charles Hosmer Morse Foundation, Inc
   445 Park Avenue North
   Winter, Park, FL 32789

2. Date and amount of the grant:

   Grants totaling $3,800,000 were paid to the Charles Hosmer Morse Foundation, Inc. during the current tax year for operations and capital expenditures.

3. Purpose of the grant:

   The purpose of the grants paid was to provide for the general support of the Charles Hosmer Morse Foundation, Inc to enable it to carry out its charitable purposes.

4. As of December 31, 2011, the entire grant had been expended by the Charles Hosmer Morse Foundation, Inc

5. To the knowledge of the taxpayer, no portion of the funds contributed by Charles Hosmer Morse Foundation, Inc has been diverted from the purposes of the grant.

6. Charles Hosmer Morse Foundation, Inc provided the Elizabeth Morse Genius Foundation with an Annual Report in November 2011.

The purpose of this statement is to satisfy the report-making requirements of Section 4945(h)(3) of the Internal Revenue Code of 1986, as amended, regarding taxpayer expenditure responsibility.

Elizabeth Morse Genius Foundation
EIN #13-6115217
Schedule of Investments
December 31, 2011

Common Stocks				
DSM Capital Partners - Attachment A-1	$	10,007,107		
Vanguard - Attachment A-2		1,927,038		
Bernstein - Attachment A-3		9,853,359		
			$	21,787,504
U.S Government Bonds				
Bank of America - Attachment A-4	$	3,932,940		
			$	3,932,940
Corporate Bonds				
Bank of America - Attachment A-4	$	3,513,472		
			$	3,513,472
Mutual Funds				
AllianceBernstein International	$	8,314,666		
Columbia International Value Fund Class Z Shares		9,465,977		
Dimensional Fund Advisors		2,806,657		
PIMCO Total Return Inst		7,697,667		
			$	28,284,967
Hedge Funds				
ABS Offshore SPC	$	3,749,600		
Wellington Trust Company CTF Commodities		2,085,504		
Wellington Trust Company CTF Small Cap 2000		11,255,266		
			$	17,090,370

ATTACHMENT A

Portfolio Appraisal
December 30, 2011
Elizabeth Morse Genius Foundation

		Cost/ Share	Total Cost	Value/ Share	Market Value	% Port	Gain/Loss	% GL	Income	% Yield
Total Cash/Cash Equivalents			74,584		74,584	0.7			7	0.0
Equities										
4,600	3M Company	86.90	399,731	81.73	375,958	3.7	(23,773)	(5.9)	10,120	2.7
4,200	Allergan	67.10	281,825	87.74	368,508	3.7	86,683	30.8	840	0.2
1,955	Apple Computer	124.03	242,485	405 00	791,775	7.9	549,290	226.5	0	0.0
6,400	Baker Hughes	58.56	374,776	48.64	311,296	3.1	(63,480)	(16.9)	3,840	1.2
8,950	Celgene	65.45	585,768	67.60	605,020	6.0	19,252	3.3	0	0.0
6,350	Cognizant Technology Solutions	61.86	392,809	64.31	408,369	4.1	15,559	4.0	0	0.0
5,900	Discovery Communications	42.10	248,395	40.97	241,723	2.4	(6,672)	(2.7)	0	0.0
9,200	Dollar General	32.90	302,667	41.14	378,488	3.8	75,821	25.1	0	0.0
7,700	Expeditors International	43 81	337,333	40.96	315,392	3.1	(21,941)	(6.5)	3,850	1.2
2,700	F5 Networks	83.29	224,877	106.12	286,524	2.8	61,647	27.4	0	0.0
1,650	Franklin Resources	125.45	206,999	96.06	158,499	1.6	(48,500)	(23.4)	1,782	1.1
21,150	General Electric	20.64	436,539	17.91	378,797	3.8	(57,742)	(13.2)	14,382	3.8
360	Google	446.54	160,756	645.90	232,524	2.3	71,768	44.6	0	0 0
535	Intuitive Surgical	274.63	146,926	463.01	247,710	2.5	100,785	68.6	0	0.0
5,600	Las Vegas Sands	44.30	248,074	42.73	239,288	2.4	(8,786)	(3.5)	0	0.0
4,050	Monsanto	69.37	280,959	70.07	283,784	2.8	2,824	1.0	4,860	1.7
4,700	Nestle SA	52.43	246,420	57.75	271,415	2.7	24,995	10.1	8,305	3.1
6,600	NetApp	35.26	232,726	36.27	239,382	2.4	6,656	2.9	0	0.0
2,250	Nike	82.41	185,413	96.37	216,833	2.2	31,420	16.9	3,240	1.5
5,000	Philip Morris International	67 38	336,904	78.48	392,400	3.9	55,496	16 5	15,400	3.9
2,435	Praxair	98.74	240,439	106.90	260,302	2.6	19,863	8.3	4,870	1.9
675	Priceline.com	274.54	185,316	467.71	315,704	3.1	130,388	70.4	0	0.0
2,750	Rovi Corp	60.80	167,208	24 58	67,595	0.7	(99,613)	(59.6)	0	0.0
7,400	SABMiller	30.53	225,940	35.22	260,655	2.6	34,715	15.4	5,853	2.2
6,100	Schlumberger	66.39	404,987	68.31	416,691	4.1	11,704	2.9	6,100	1.5
4,600	Shire PLC	73.53	338,217	103.90	477,940	4.7	139,723	41 3	1,840	0.4
6,550	Starbucks	35 74	234,069	46.01	301,366	3.0	67,297	28.8	4,454	1.5

Portfolio Appraisal

December 30, 2011

Elizabeth Morse Genius Foundation

		Cost/ Share	Total Cost	Value/ Share	Market Value	% Port	Gain/Loss	% GL	Income	% Yield
Equities										
11,550	Tencent Holdings	24.11	278,515	20.10	232,142	2.3	(46,372)	(16.6)	705	0.3
1,500	Tiffany & Co.	66.35	99,522	66.26	99,390	1.0	(132)	(0.1)	1,740	1.8
5,750	Visa	75 69	435,231	101.53	583,798	5.8	148,567	34.1	5,060	0.9
4,200	Yum! Brands	49 99	209,940	59.01	247,842	2.5	37,902	18.1	4,788	1.9
Total Equities			**8,691,763**		**10,007,107**	**99.3**	**1,315,344**	**15.1**	**102,029**	**1.0**
Total Equities and Cash			**8,766,347**		**10,081,691**	**100**	**1,315,344**		**102,036**	**1.0**
Accrued Income					10,205					
Grand Total					**10,091,895**					

100A 000000063122532 L

Vanguard®

Foundation account

Intermediary Services: 800-669-0498

ELIZABETH MORSE GENIUS FOUNDATION

Account activity for Vanguard funds, continued

Infla-Protected Sec Inst 1190-88036292299, continued

Date	Transaction	Amount	Share price	Shares transacted	Total shares owned	Value
	Beginning balance on 12/31/2010		$10.40		355,691.057	$3,699,186 99
03/30	Income div wire .068	$24,186.99			355,691.057	
04/15	Wire redemption	-1,700,000.00	10.70	-158,878.505	196,812.552	
06/29	Income div wire .155	30,505.95			196,812.552	
09/20	Wire redemption	-300,000 00	11.39	-26,338 894	170,473.658	
09/29	Income div wire 074	12,615 05			170,473.658	
12/27	Income div wire .17	28,980 52			170,473.658	
12/27	LT cap gain .014	2,386.63	11.27	211.768	170,685.426	
	Ending balance on 12/31/2011		**$11.29**		**170,685.426**	**$1,927,038.46**

Per your request, a copy of this statement has been sent to:

WINDERWEEDLE HAINES WARD AND
WOODMAN PA
ATTN HAROLD A WARD III
PO BOX 880
WINTER PARK FL 32790-0880

RICHARD L BAKER
1620 MAYFLOWER CT APT B201
WINTER PARK FL 32792-2591

WINDERWEEDLE HAINES WARD AND
WOODMAN PA
ATTN VICTOR E WOODMAN
PO BOX 880
WINTER PARK FL 32790

ATTACHMENT A-2

ELIZABETH MORSE GENIUS FOUNDATION (037-23769)

Portfolio Valuation

As of December 30, 2011
Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
PORTFOLIO TOTALS							
TOTAL EQUITIES			$10,039,125.85	$9,853,359.26	$235,744	2.39%	97.8%
NET CASH			$221,313.13	$221,313.13	$111	0.05%	2.2%
PORTFOLIO VALUE			$10,260,438.98	$10,074,672.39	$235,855	2.34%	100.0%
TOTAL ACCRUED DIVIDENDS				$9,250.75			
TOTAL PORTFOLIO WITH ACCRUED DIVIDENDS				$10,083,923.14			
EQUITIES							
TOTAL EQUITIES			$10,039,125.85	$9,853,359.26	$235,744	2.39%	97.8%
CASH							
221,313 CASH - US	$1.00	$1 00	$221,313.13	$221,313.13	$111	0.05%	2 2%
NON-FINANCIAL							
HOME BUILDING							
75 NVR INC	$626.59	$686.00	$46,994.14	$51,450 00	—	—	0.5%
FINANCIAL							
PROPERTY - CASUALTY INSURANCE							
4,600 TRAVELERS COS INC/THE	$48.35	$59.17	$222,395.18	$272,182.00	$7,544	2.77%	2.7%
MISC FINANCIAL							
1,000 GOLDMAN SACHS GROUP INC	$103.79	$90.43	$103,790 60	$90,430.00	$1,400	1.55%	0.9%
1,400 MCGRAW HILL COS INC	$42 23	$44.97	$59,117.66	$62,958.00	$1,400	2.22%	0.6%
3,100 MOODY'S CORP	$33.03	$33 68	$102,407.83	$104,408.00	$1,984	1.90%	1.0%
9,200 MORGAN STANLEY	$16 67	$15.13	$153,350 24	$139,196 00	$1,840	1.32%	1.4%
Total			$418,666.33	$396,992.00	$6,624	1.67%	3.9%
MULTI-LINE INSURANCE							
4,300 HEALTH NET INC	$28.86	$30 42	$124,091.98	$130,806.00	—	—	1.3%
6,500 UNITEDHEALTH GROUP INC	$47.78	$50.68	$310,587.57	$329,420.00	$4,225	1.28%	3.3%
4,400 WELLPOINT INC	$71.61	$66.25	$315,101.00	$291,500.00	$4,400	1.51%	2.9%
Total			$749,780.55	$751,726.00	$8,625	1.15%	7.5%

ATTACHMENT A-3

Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
BANKS - NYC							
3,100 CIT GROUP INC	$31.62	$34 87	$98,006.50	$108,097 00	—	—	1 1%
15,800 CITIGROUP INC	$41 44	$26 31	$654,802.67	$415,698 00	$632	0 15%	4.1%
9,300 JPMORGAN CHASE & CO	$38 51	$33 25	$358,167.01	$309,225.00	$9,300	3.01%	3.1%
Total			$1,110,976.18	$833,020.00	$9,932	1 19%	8.3%
TOTAL FINANCIAL			**$2,501,818.24**	**$2,253,920.00**	**$32,725**	**1.45%**	**22.4%**
UTILITIES							
TELEPHONE							
3,700 AT&T INC	$30 71	$30 24	$113,634.40	$111,888.00	$6,512	5 82%	1.1%
8,900 CENTURYLINK INC	$35.42	$37.20	$315,272 87	$331,080 00	$25,810	7.80%	3.3%
Total			$428,907.27	$442,968.00	$32,322	7.30%	4 4%
ELECTRIC COMPANIES							
2,400 CENTERPOINT ENERGY INC	$20 87	$20 09	$50,084.64	$48,216.00	$1,896	3.93%	0.5%
4,700 CMS ENERGY CORP	$19.77	$22 08	$92,924.50	$103,776.00	$3,948	3.80%	1.0%
2,100 DTE ENERGY COMPANY	$47.32	$54.45	$99,376.63	$114,345.00	$4,935	4 32%	1 1%
6,400 NV ENERGY INC	$14.67	$16.35	$93,896.00	$104,640.00	$3,328	3.18%	1.0%
Total			$336,281.77	$370,977.00	$14,107	3.80%	3.7%
TOTAL UTILITIES			**$765,189.04**	**$813,945.00**	**$46,429**	**5.70%**	**8.1%**
CONSUMER GROWTH							
ENTERTAINMENT							
6,400 VIACOM INC-CLASS B	$43.22	$45 41	$276,579.82	$290,624.00	$6,400	2.20%	2.9%
RADIO - TV BROADCASTING							
1,600 DIRECTV-CLASS A	$42.34	$42.76	$67,736.70	$68,416.00	—	—	0 7%
3,400 TIME WARNER CABLE	$39.41	$63 57	$133,992.01	$216,138.00	—	—	2.1%
Total			$201,728.71	$284,554.00	—	—	2 8%
PUBLISHING - NEWSPAPERS							
11,400 GANNETT CO	$11.22	$13.37	$127,951.24	$152,418.00	$3,648	2.39%	1.5%
DRUGS							
8,400 ASTRAZENECA PLC-SPONS ADR	$44.72	$46.29	$375,672.52	$388,836.00	$14,280	3 67%	3.9%
4,482 GILEAD SCIENCES INC	$37.67	$40.93	$168,856.11	$183,448.26	—	—	1.8%
29,100 PFIZER INC	$19.91	$21.64	$579,465.97	$629,724.00	$25,608	4.07%	6.3%
Total			$1,123,994 60	$1,202,008.26	$39,888	3 32%	11.9%

ATTACHMENT A-3

Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
HOSPITAL SUPPLIES							
6,800 JOHNSON & JOHNSON	$59 67	$65 58	$405,767.86	$445,944.00	$15,504	3 48%	4.4%
TOTAL CONSUMER GROWTH			**$2,136,022.23**	**$2,375,548.26**	**$65,440**	**2.75%**	**23.6%**
CONSUMER STAPLES							
TOBACCO							
6,600 ALTRIA GROUP INC	$25.23	$29.65	$166,543.97	$195,690.00	$10,824	5.53%	1.9%
FOODS							
6,200 TYSON FOODS INC-CL A	$19.18	$20.64	$118,940.49	$127,968.00	$992	0 78%	1.3%
BEVERAGES - SOFT, LITE & HARD							
5,200 CONSTELLATION BRANDS INC-A	$16.01	$20 67	$83,276 35	$107,484.00	—	—	1.1%
1,900 LORILLARD INC	$108.53	$114 00	$206,203.46	$216,600 00	$9,880	4.56%	2.1%
Total			$289,479 81	$324,084 00	$9,880	3 05%	3.2%
TOTAL CONSUMER STAPLES			**$574,964.27**	**$647,742.00**	**$21,696**	**3.35%**	**6.4%**
CONSUMER CYCLICALS							
HOUSEHLD - APPLIANCES/DURABLES							
3,900 NEWELL RUBBERMAID INC	$12.94	$16.15	$50,448 45	$62,985.00	$1,248	1.98%	0.6%
AUTOS & AUTO PARTS OEMS							
4,600 FORD MOTOR CO	$13.24	$10.76	$60,909.90	$49,496.00	$920	1.86%	0.5%
11,400 GENERAL MOTORS CO	$26.58	$20.27	$303,045.29	$231,078.00	—	—	2 3%
2,600 TRW AUTOMOTIVE HOLDINGS CORP	$45.64	$32.60	$118,672.37	$84,760.00	—	—	0.8%
Total			$482,627.56	$365,334.00	$920	0.25%	3.6%
RETAILERS							
1,800 GAMESTOP CORP	$26.04	$24.13	$46,864 80	$43,434.00	—	—	0.4%
9,200 KROGER CO	$23.00	$24.22	$211,565.35	$222,824.00	$4,232	1.90%	2.2%
5,100 LOWE'S COS INC	$25.05	$25 38	$127,766 05	$129,438 00	$2,856	2.21%	1.3%
Total			$386,196 20	$395,696 00	$7,088	1.79%	3.9%
TOTAL CONSUMER CYCLICALS			**$919,272.21**	**$824,015.00**	**$9,256**	**1.12%**	**8.2%**
INDUSTRIAL COMMODITIES							
CHEMICALS							
4,500 LYONDELLBASELL INDU-CL A	$34.02	$32.49	$153,095.33	$146,205 00	$450	0.31%	1.5%
CAPITAL EQUIPMENT							
ELECTRICAL EQUIPMENT							
6,300 GENERAL ELECTRIC CO	$15.97	$17.91	$100,584.21	$112,833 00	$4,284	3.80%	1.1%

Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
MISC. CAPITAL GOODS							
1,500 INGERSOLL-RAND PLC	$36.22	$30.47	$54,326.22	$45,705.00	$720	1.58%	0.5%
DEFENSE							
1,800 NORTHROP GRUMMAN CORP	$57.52	$58.48	$103,535.32	$105,264.00	$3,600	3.42%	1.0%
AUTO TRUCKS - PARTS							
2,400 LEAR CORP	$41.75	$39.80	$100,199.16	$95,520.00	$1,200	1.26%	0.9%
TOTAL CAPITAL EQUIPMENT			**$358,644.91**	**$359,322.00**	**$9,804**	**2.73%**	**3.6%**
TECHNOLOGY							
COMMUNICATION - EQUIP. MFRS.							
8,600 CORNING INC	$16.32	$12.98	$140,379 12	$111,628 00	$2,580	2.31%	1.1%
SEMICONDUCTORS							
12,500 APPLIED MATERIALS INC	$11.46	$10.71	$143,311.33	$133,875.00	$4,000	2 99%	1.3%
3,000 LAM RESEARCH CORP	$44.67	$37.02	$134,017.83	$111,060.00	—	—	1.1%
23,700 MICRON TECHNOLOGY INC	$5.46	$6.29	$129,310.97	$149,073.00	—	—	1.5%
Total			$406,640.13	$394,008.00	$4,000	1.02%	3.9%
COMPUTERS							
3,300 DELL INC	$13.10	$14.63	$43,228.68	$48,279.00	—	—	0.5%
14,400 HEWLETT-PACKARD CO	$33 73	$25.76	$485,742.57	$370,944.00	$6,912	1.86%	3.7%
Total			$528,971.25	$419,223 00	$6,912	1.65%	4 2%
COMPUTER/INSTRUMENTATION							
3,300 SEAGATE TECHNOLOGY	$15.58	$16 40	$51,425.55	$54,120.00	$2,376	4.39%	0.5%
TOTAL TECHNOLOGY			**$1,127,416.05**	**$978,979.00**	**$15,868**	**1.62%**	**9.7%**
SERVICES							
AIR TRANSPORT							
9,200 DELTA AIR LINES INC	$11.82	$8 09	$108,755.50	$74,428.00	—	—	0.7%
ENERGY							
OIL WELL EQUIPMENT & SERVICES							
7,500 MARATHON PETROLEUM CORP	$32.68	$33.29	$245,116.79	$249,675.00	$7,500	3.00%	2.5%
4,200 TRANSOCEAN LTD	$58.21	$38.39	$244,490.48	$161,238.00	—	—	1.6%
Total			$489,607.27	$410,913.00	$7,500	1.83%	4.1%
OILS - INTEGRATED INTERNATIONAL							
9,300 BP PLC-SPONS ADR	$40 10	$42 74	$372,972.76	$397,482 00	$15,624	3.93%	3 9%

Reporting Currency: US dollars

Quantity	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio
OILS - INTEGRATED DOMESTIC							
1,400 CONOCOPHILLIPS	$66 17	$72 87	$92,643 80	$102,018 00	$3,696	3 62%	1.0%
2,200 DEVON ENERGY CORPORATION	$80 00	$62 00	$175,991.41	$136,400.00	$1,496	1.10%	1.4%
9,600 MARATHON OIL CORP	$22.47	$29.27	$215,738.69	$280,992.00	$5,760	2.05%	2 8%
Total			$484,373.90	$519,410.00	$10,952	2.11%	5.2%
TOTAL ENERGY			**$1,346,953.93**	**$1,327,805.00**	**$34,076**	**2.57%**	**13.2%**

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP / Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
21,506.100	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	$21,506.10	0.3%	$21,506.10 1.000	$0.00	$0.66	$12.90	0.06%
29,002.930	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	29,002.93	0.4	29,002.93 1.000	0.00	2.65	17.40	0.06
	Total Cash Equivalents		**$50,509.03**	**0.7%**	**$50,509.03**	**$0.00**	**$3.31**	**$30.30**	**0.06%**
Total Cash/Currency			**$50,509.03**	**0.7%**	**$50,509.03**	**$0.00**	**$3.31**	**$30.30**	**0.06%**
Fixed Income									
Investment Grade Taxable									
	2012								
75,000.000	JPMORGAN CHASE & CO GLOBAL SR HLDG CO NT DTD 12/14/04 4.500% DUE 01/15/12 Moody's: AA3 S&P: A	46625HCA6	$75,080.25 100.107	1.0%	$72,079.50 96.106	$3,000.75	$1,556.25	$3,375.00	4.49% 2.67
60,000.000	KROGER CO NT DTD 04/03/02 6.750% DUE 04/15/12 Moody's: BAA2 S&P: BBB	501044CC3	60,999.60 101.666	0.8	63,267.00 105.445	-2,267.40	855.00	4,050.00	6.63 1.06
60,000.000	VALERO ENERGY CORP NEW NT DTD 04/15/02 6.875% DUE 04/15/12 Moody's: BAA2 S&P: BBB	91913YAD2	60,975.60 101.626	0.8	62,869.20 104.782	-1,893.60	870.83	4,125.00	6.76 1.34
275,000.000	FEDERAL FARM CR BKS CONS BD DTD 09/19/02 4.750% DUE 09/19/12 Moody's: AAA S&P: AAA	31331QBX4	283,791.75 103.197	3.8	275,701.25 100.255	8,090.50	3,701.04	13,062.50	4.60 0.25
110,000.000	DEERE JOHN CAP CORP MTN SER D DTD 12/17/07 4.950% DUE 12/17/12 Moody's: A2 S&P: A	24422EQM4	114,593.60 104.176	1.5	113,351.70 103.047	1,241.90	211.75	5,445.00	4.75 0.59

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
	2013								
100,000.000	UNITED STATES TREAS NT DTD 01/15/10 1.375% DUE 01/15/13 Moody's: AAA S&P: AAA	912828MG2	101,242.00 101.242	1.4	101,617.52 101.618	-375.52	635.19	1,375.00	1.35 0.16
80,000.000	BANK NEW YORK INC UNSECD MEDIUM TERM SR NT SER G DTD 03/27/08 4.500% DUE 04/01/13 Moody's: AA2 S&P: A+	06406HBJ7	83,444.80 104.306	1.1	79,856.00 99.820	3,588.80	900.00	3,600.00	4.31 0.92
50,000.000	ERP OPER LTD PARTNERSHIP NT DTD 03/19/03 5.200% DUE 04/01/13 Moody's: BAA1 S&P: BBB+	26884AAQ6	51,856.50 103.713	0.7	51,510.50 103.021	346.00	650.00	2,600.00	5.01 2.19
100,000.000	GENERAL DYNAMICS CORP NT DTD 05/15/03 4.250% DUE 05/15/13 Moody's: A2 S&P: A	369550AK4	104,878.00 104.878	1.4	95,744.00 95.744	9,134.00	543.05	4,250.00	4.05 0.69
80,000.000	UNITED STATES TREAS NT DTD 05/17/10 1.375% DUE 05/15/13 Moody's: AAA S&P: AAA	912828NC0	81,268.80 101.586	1.1	81,031.52 101.289	237.28	142.03	1,100.00	1.35 0.21
60,000.000	CAROLINA PWR & LT DTD 9/11/2003 5.125% DUE 9/15/2013 Moody's: A1 S&P: A	144141CT3	64,311.00 107.185	0.9	59,736.00 99.560	4,575.00	905.42	3,075.00	4.78 0.89
250,000.000	FEDERAL NATL MTG ASSN NT CALL 3/17/11 @100 DTD 09/17/10 1.125% DUE 09/17/13 Moody's: AAA S&P: AAA	31398A3L4	252,850.00 101.140	3.4	250,000.00 100.000	2,850.00	812.50	2,812.50	1.11 0.46
	2014								
65,000.000	HEWLETT PACKARD CO NT DTD 12/05/08 6.125% DUE 03/01/14 Moody's: A2 S&P: BBB+	428236AT0	70,086.25 107.825	0.9	66,177.15 101.811	3,909.10	1,327.08	3,981.25	5.68 2.23
60,000.000	PACIFIC GAS & ELEC CO 1ST MTG BD DTD 03/23/04 4.800% DUE 03/01/14 Moody's: A3 S&P: BBB	694308GD3	64,438.20 107.397	0.9	58,319.40 97.199	6,118.80	959.99	2,880.00	4 46 1.08

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
60,000.000	BOTTLING GROUP LLC SR NT DTD 10/24/08 6.950% DUE 03/15/14 Moody's: AA3 S&P: A	10138MAH8	67,441.20 112.402	0.9	63,597.60 105.996	3,843.60	1,227.83	4,170.00	6.18 1.27
285,000.000	FEDERAL HOME LN BK GLOBAL BD DTD 05/27/04 5.250% DUE 06/18/14 Moody's: AAA S&P: AAA	3133X7FK5	317,202.15 111.299	4.2	287,891.90 101.015	29,310.25	540.31	14,962.50	4.71 0.62
125,000.000	CITIGROUP INC SR UNSECD NT DTD 09/24/09 5.500% DUE 10/15/14 Moody's: A3 S&P: A-	172967EZ0	128,506.25 102.805	1.7	125,440.00 100.352	3,066.25	1,451.39	6,875.00	5.35 4.17
	2015								
180,000.000	FEDERAL HOME LN MTG CORP MTN DTD 01/21/05 4.500% DUE 01/15/15 Moody's: AAA S&P: AAA	3134A4UX0	200,703.60 111.502	2.7	176,304.37 97.947	24,399.23	3,735.00	8,100.00	4.03 0.69
55,000.000	UNITED STATES TREAS NT DTD 02/15/05 4.000% DUE 02/15/15 Moody's: AAA S&P: AAA	912828DM9	61,084.65 111.063	0.8	53,672.27 97.586	7,412.38	830.97	2,200.00	3.60 0.45
250,000.000	FEDERAL HOME LN MTG CORP NT DTD 07/14/05 4.375% DUE 07/17/15 Moody's: AAA S&P: AAA	3134A4VC5	281,030.00 112.412	3.7	239,943.25 95.977	41,086.75	4,982.64	10,937.50	3.89 0.83
30,000.000	UNITED STATES TREAS NT DTD 08/15/05 4.250% DUE 08/15/15 Moody's: AAA S&P: AAA	912828EE6	33,996.00 113.320	0.5	28,144.92 93.816	5,851.08	481.59	1,275.00	3.75 0.56
40,000.000	PRUDENTIAL FINL INC MTN SR NT DTD 09/15/09 4.750% DUE 09/17/15 Moody's: BAA2 S&P: A	74432QBJ3	42,235.60 105.589	0.6	40,010.00 100.025	2,225.60	548.89	1,900.00	4.49 2.99
240,000.000	FEDERAL NATL MTG ASSN BENCHMARK NT DTD 09/12/05 4.375% DUE 10/15/15 Moody's: AAA S&P: AAA	31359MZC0	271,197.60 112.999	3.6	229,278.50 95.533	41,919.10	2,216.66	10,500.00	3.87 0.90

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
165,000.000	FEDERAL HOME LN MTG CORP NT DTD 10/21/05 4.750% DUE 11/17/15 Moody's: AAA S&P: AAA	3134A4VG6	188,956.35 114.519	2.5	157,702.22 95.577	31,254.13	957.92	7,837.50	4.14 0.96
2016									
40,000.000	DOW CHEM CO SR UNSECD NT DTD 11/09/10 2.500% DUE 02/15/16 Moody's: BAA3 S&P: BBB	260543CD3	40,174.00 100.435	0.5	40,083.20 100.208	90.80	377.78	1,000.00	2.48 2.37
80,000.000	VERIZON COMMUNICATIONS INC NT DTD 02/15/06 5.550% DUE 02/15/16 Moody's: A3 S&P: A-	92343VAC8	91,541.60 114.427	1.2	88,442.40 110.553	3,099.20	1,677.33	4,440.00	4.85 1.83
75,000.000	CISCO SYS INC NT DTD 02/22/06 5.500% DUE 02/22/16 Moody's: A1 S&P: A+	17275RAC6	87,279.75 116.373	1.2	74,706.00 99.608	12,573.75	1,478.12	4,125.00	4.72 1.42
200,000.000	UNITED STATES TREAS NT DTD 05/15/06 5.125% DUE 05/15/16 Moody's: AAA S&P: AAA	912828FF2	237,984.00 118.992	3.2	204,343.75 102.172	33,640.25	1,323.48	10,250.00	4.30 0.73
70,000.000	METLIFE INC SR UNSECD NT DTD 05/29/09 6.750% DUE 06/01/16 Moody's: A3 S&P: A-	59156RAU2	80,642.80 115.204	1.1	79,648.10 113.783	994.70	393.75	4,725.00	5.85 3.03
50,000.000	SEMPRA ENERGY SR UNSECD NT DTD 05/15/09 6.500% DUE 06/01/16 Moody's: BAA1 S&P: BBB+	816851AN9	58,325.00 116.650	0.8	50,555.00 101.110	7,770.00	270.83	3,250.00	5.57 2.53
95,000.000	PROCTER & GAMBLE CO SR UNSECD NT DTD 08/15/11 1.450% DUE 08/15/16 Moody's: AA3 S&P: AA-	742718DV8	96,114.35 101.173	1.3	95,054.15 100.057	1,060.20	520.39	1,377.50	1.43 1.22

ATTACHMENT A-4

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
	2017								
150,000.000	MORGAN STANLEY NT DTD 01/09/07 5.450% DUE 01/09/17 Moody's: A2 S&P: A-	617446C23	144,414.00 96.276	1.9	148,497.00 98.998	-4,083.00	3,905.83	8,175.00	5.66 6.36
75,000.000	WYETH NT DTD 03/27/07 5.450% DUE 04/01/17 Moody's: A1 S&P: AA	983024AM2	87,861.75 117.149	1.2	76,181.25 101.575	11,680.50	1,021.87	4,087.50	4.65 2.03
60,000.000	CVS CAREMARK CORP SR UNSECD NT DTD 05/25/07 5.750% DUE 06/01/17 Moody's: BAA2 S&P: BBB+	126650BH2	70,010.40 116.684	0.9	58,635.60 97.726	11,374.80	287.49	3,450.00	4.92 2.48
275,000.000	UNITED STATES TREAS NT DTD 11/15/07 4.250% DUE 11/15/17 Moody's: AAA S&P: AAA	912828HH6	324,821.75 118.117	4.3	275,311.53 100.113	49,510.22	1,509.10	11,687.50	3.59 1.10
100,000.000	UNITED TECHNOLOGIES CORP NT DTD 12/07/07 5.375% DUE 12/15/17 Moody's: A2 S&P: A	913017BM0	118,293.00 118.293	1.6	102,816.00 102.816	15,477.00	238.89	5,375.00	4.54 2.13
	2018								
100,000.000	AT&T INC SR UNSECD BD DTD 05/13/08 5.600% DUE 05/15/18 Moody's: A2 S&P: A-	00206RAM4	116,195.00 116.195	1.6	113,825.00 113.825	2,370.00	715.55	5,600.00	4.81 2.78
100,000.000	BERKSHIRE HATHAWAY FIN CORP SR NT DTD 11/15/08 5.400% DUE 05/15/18 Moody's: AA2 S&P: AA+	084664BE0	116,622.00 116.622	1.6	111,380.00 111.380	5,242.00	690.00	5,400.00	4.63 2.48
100,000.000	DU PONT E I DE NEMOURS & CO SR NT DTD 07/28/08 6.000% DUE 07/15/18 Moody's: A2 S&P: A	263534BT5	122,228.00 122.228	1.6	101,391.00 101.391	20,837.00	2,766.67	6,000.00	4.90 2.38

ATTACHMENT A-4

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
	2019								
105,000.000	CONOCOPHILLIPS GTD NT DTD 02/03/09 5.750% DUE 02/01/19 Moody's: A1 S&P: A	20825CAR5	126,525.00 120.500	1.7	104,602.05 99.621	21,922.95	2,515.62	6,037.50	4.77 2.61
80,000.000	ABBOTT LABS SR UNSECD NT DTD 03/03/09 5.125% DUE 04/01/19 Moody's: A1 S&P: AA	002824AU4	92,891.20 116.114	1.2	92,460.80 115.576	430.40	1,024.99	4,100.00	4.41 2.64
105,000.000	PNC FDG CORP CO GTD SR NT DTD 06/09/09 6.700% DUE 06/10/19 Moody's: A3 S&P: A-	693476BF9	128,104.20 122.004	1.7	104,734.70 99.747	23,369.50	410.37	7,035.00	5.49 3.35
40,000.000	LINCOLN NATL CORP IND UNSECD SR NT DTD 06/22/09 8.750% DUE 07/01/19 Moody's: BAA2 S&P: A-	534187AX7	48,654.40 121.636	0.6	46,578.80 116.447	2,075.60	1,749.99	3,500.00	7.19 5.34
110,000.000	UNITED STATES TREAS NT DTD 11/16/09 3.375% DUE 11/15/19 Moody's: AAA S&P: AAA	912828LY4	125,391.20 113.992	1.7	107,499.85 97.727	17,891.35	479.36	3,712.50	2.96 1.57
	2020								
75,000.000	GENERAL ELEC CAP CORP UNSECD SR MTN DTD 01/08/10 5.500% DUE 01/08/20 Moody's: AA2 S&P: AA+	36962G4J0	82,521.75 110.029	1.1	74,788.50 99.718	7,733.25	1,982.29	4,125.00	4.99 4.12
55,000.000	KRAFT FOODS INC SR UNSECD NT DTD 02/08/10 5.375% DUE 02/10/20 Moody's: BAA2 S&P: BBB-	50075NBA1	63,461.75 115.385	0.8	55,256.85 100.467	8,204.90	1,157.86	2,956.25	4.65 3.32
100,000.000	WAL-MART STORES INC SR UNSECD NT DTD 07/08/10 3.625% DUE 07/08/20 Moody's: AA2 S&P: AA	931142CU5	109,597.00 109.597	1.5	98,236.00 98.236	11,361.00	1,742.01	3,625.00	3.30 2.49

ATTACHMENT A-4

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
35,000.000	COMMONWEALTH EDISON CO 1ST MTG BD SER 99 DTD 08/02/10 4.000% DUE 08/01/20 Moody's: BAA1 S&P: A-	202795HV5	37,702.35 107.721	0.5	37,172.45 106.207	529.90	583.33	1,400.00	3.71 3.09
215,000.000	UNITED STATES TREAS NT DTD 08/16/10 2.625% DUE 08/15/20 Moody's: AAA S&P: AAA	912828NT3	231,881.80 107.852	3.1	214,077.03 99.571	17,804.77	2,131.74	5,643.75	2.43 1.74
	2021								
125,000.000	UNITED STATES TREAS NT DTD 02/15/11 3.625% DUE 02/15/21 Moody's: AAA S&P: AAA	912828PX2	145,127.50 116.102	1.9	125,889.17 100.711	19,238.33	1,711.53	4,531.25	3.12 1.81
40,000.000	TIME WARNER INC CO GTD NT DTD 04/01/11 4.750% DUE 03/29/21 Moody's: BAA2 S&P: BBB	887317AK1	43,378.80 108.447	0.6	40,034.40 100.086	3,344.40	485.55	1,900.00	4.38 3.68
205,000.000	UNITED STATES TREAS NT DTD 05/16/11 3.125% DUE 05/15/21 Moody's: AAA S&P: AAA	912828QN3	228,894.80 111.656	3.1	225,325.20 109.915	3,569.60	827.18	6,406.25	2.79 1.88
275,000.000	UNITED STATES TREAS NT DTD 08/15/11 2.125% DUE 08/15/21 Moody's: AAA S&P: AAA	912828RC6	282,048.25 102.563	3.8	277,609.38 100.949	4,438.87	2,207.29	5,843.75	2.07 1.94
	2022								
58,603.154	FEDERAL NATL MTG ASSN POOL #256557 DTD 12/01/06 5.500% DUE 01/01/22 Moody's: AAA S&P: AAA	31371M5S2	63,662.95 108.634	0.8	58,474.96 99.781	5,187.99	268.60	3,223.17	5.06
106,910.287	FEDERAL HOME LN MTG CORP POOL #J05593 DTD 09/01/07 6.000% DUE 09/01/22 Moody's: AAA S&P: AAA	3128PHGA3	116,979.10 109.418	1.6	109,315.75 102.250	7,663.35	534.55	6,414.62	5.48
	2023								
116,093.880	FEDERAL NATL MTG ASSN POOL #929812 DTD 08/01/08 5.000% DUE 08/01/23 Moody's: AAA S&P: AAA	31412NAM8	124,956.49 107.634	1.7	113,953.40 98.156	11,003.09	483.72	5,804.69	4.64

ATTACHMENT A-4

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
17,410.694	FEDERAL NATL MTG ASSN POOL #970632 DTD 10/01/08 5.000% DUE 10/01/23 Moody's: AAA S&P: AAA	31414MY59	18,739.83 107.634	0.3	17,718.11 101.766	1,021.72	72.54	870.53	4.64
	2025								
7,613.210	GOVERNMENT NATL MTG ASSN POOL #396504 DTD 02/01/95 9.000% DUE 02/15/25 Moody's: AAA S&P: AAA	36205PNV9	7,674.65 100.807	0.1	7,679.81 100.875	-5.16	57.10	685.19	8.92
	2026								
224,756.810	FEDERAL NATL MTG ASSN POOL #AL0867 DTD 09/01/11 3.500% DUE 09/01/26 Moody's: AAA S&P: AAA	3138EG6D1	235,246.21 104.667	3.1	233,325.66 103.812	1,920.55	655.54	7,866.49	3.34
	Total Investment Grade Taxable		**$7,168,116.38**	**95.6%**	**$6,598,848.62**	**$569,267.76**	**$69,301.57**	**$289,112.19**	**4.03%**
International Developed Bonds									
	2013								
60,000.000	TELEFONICA EMISIONES S A U SR NT SPAIN DTD 07/02/07 5.855% DUE 02/04/13 Moody's: BAA1 S&P: BBB+	87938WAF0	$61,006.20 101.677	0.8%	$61,182.60 101.971	-$176.40	$1,434.47	$3,513.00	5.75% 4.28
	2014								
45,000.000	AMERICA MOVIL S A DE C V GTD SR NT MEXICO DTD 09/01/04 5.500% DUE 03/01/14 Moody's: A2 S&P: A-	02364WAF2	48,446.55 107.659	0.6	47,277.40 105.061	1,169.15	825.00	2,475.00	5.10 1.70
	2017								
60,000.000	CANADIAN NAT RES LTD NT CANADA DTD 03/19/07 5.700% DUE 05/15/17 Moody's: BAA1 S&P: BBB+	136385AK7	70,941.60 118.236	0.9	59,917.20 99.862	11,024.40	436.99	3,420.00	4.82 2.13

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 72-01-101-0001889 ELIZABETH MORSE GENIUS FDN

Jan. 01, 2011 through Dec. 31, 2011

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
International Developed Bonds (cont)									
	2018								
80,000.000	TRANSCANADA PIPELINES LTD SR NT CANADA DTD 08/11/08 6.500% DUE 08/15/18 Moody's: A3 S&P: A-	89352HAF6	97,901.60 122.377	1.3	80,296.00 100.370	17,605.60	1,964.44	5,200.00	5.31 2.58
	Total International Developed Bonds		**$278,295.95**	**3.7%**	**$248,673.20**	**$29,622.75**	**$4,660.90**	**$14,608.00**	**5.24%**
Total Fixed Income			**$7,446,412.33**	**99.3%**	**$6,847,521.82**	**$598,890.51**	**$73,962.47**	**$303,720.19**	**4.07%**
Total Portfolio			**$7,496,921.36**	**100.0%**	**$6,898,030.85**	**$598,890.51**	**$73,965.78**	**$303,750.49**	**4.05%**

Elizabeth Morse Genius Foundation - Grants Awarded in 2011

Grants Awarded in 2011

December 31, 2011

EIN # 13-6115217

Recipient Name	Street Address	City/State	Grant Amount	501(c)3	509(a)	Purpose
The ARC/Pikes Peak Region	12 N Meade Ave	Colorado Springs CO	$ 1,000 00	X	509(a)2	General Support
Association of Small Foundations	1720 N Street, NY	Washington, DC	695 00			Membership
Bach Festival Society - Young Artist Competition	1000 Holt Ave, Box 2763	Winter Park, FL	10,300 00	X	509(a)2	Awards and administration support
Back to Nature Wildlife	18515 E Colonial Drive	Orlando, FL	1,000 00	X	509(a)(1)	General Support
Camaraderie Foundation, Inc	P O Box 547276	Orlando, FL	1,000 00	X		General Support
Campbell Memorial Presbyterian Church	3712 Weems Rd	Weems, VA	10,000 00	X		General Support
Canine Companions for Independence	8150 Clarcona Ocoee Rd	Orlando FL	1,000 00	X	509(a)1	General Support
Central Florida Haven of Hope Ministries	1902 W Colonial Dr	Orlando FL	1,000 00	X	509(a)1	General Support
Central Florida Zoo & Botanical Gardens	Post Office Box 470309	Lake Monroe, FL	5,000 00	X		Elephant Relocation
Charles Hosmer Morse Foundation	445 Park Ave North	Winter Park, FL	3,800,000 00	X		Operating Support
Chordoma Foundation	PO Box 2127	Durham NC	1,000 00	X		General Support
Christian Service Center of Central Florida Inc	808 W Central Blvd	Orlando FL	15,000 00	X	509(a)1	General Support
Coalition for the Homeless of Central Florida	639 W Central Blvd	Orlando FL	31,000 00	X	509(a)1	General Support
Compassionate Hospice Foundation	1435 Haw Creek Circle, Ste 402	Cummings, GA	100 00	X		Memorial Gift
Dana Hall School	45 Dana Rd	Wellesley, MA	10,000 00	X		Scholarship Fund
Edgewater High School Foundation	1106 Vassar Street	Orlando, FL	1,000 00	X	509(a)(1)	General Support/Gierke Event
Engenderhealth	440 Ninth Ave	New York, NY	5,000 00	X		General Support
First Congregational Church of Winter Park	225 Interlachen Ave South	Winter Park, FL	5,000 00	X		General Support
First Congregational Church of Winter Park	225 Interlachen Ave South	Winter Park, FL	3,500 00	X		Gurtler Center Support
First Presbyterian Church of Orlando	106 E Church St	Orlando FL	500 00	X		Child Care Center
First United Methodist Church of Winter Park	125 N Interlachen Ave	Winter Park, FL	1,000 00	X		Bicycle Blessing support
Florida Artist Group, Inc	PO Box 10561	Tampa, FL	1,000 00	X		Award for artist
Florida Southern College Annual Fund	111 Lake Hollingsworth Dr	Lakeland, FL	2,500 00	X		General Support
Foundation Financial Officers Group	216 W Jackson Blvd # 625	Chicago, IL	1,200 00			Dues
Foundation for Orange County Public Schools, Inc	445 W Amelia St, Ste 901	Orlando FL	6,000 00	X	509(a)1	Athletic Programs
Gathering USA, Inc	1220 E Concord St.	Orlando FL	1,500 00	X	509(a)1	General Support
Grace Medical Home, Inc	51 Pennsylvania Street	Orlando, FL	5,000 00	X		General Support
Guidestar	1730 Pennsylvania NW, Ste 250	Washington, DC	1,000 00			Membership
Heart of Florida United Way	1940 Traylor Blvd	Orlando FL	100,000 00	X	509(a)1	General Support
Heart of the City Foundation	106 E Church Street	Orlando FL	1,000 00	X		Second Mile Fund
Holy Family Lutheran Church	2152 Dillard Road	Highlands, NC	3,000 00	X		Support for Health Benefits
Lighthouse of Central Florida	215 E New Hampshire Street	Orlando, FL	100 00	X		Memorial Gift
National Association of Women Artists	80 Fifth Ave , Ste 1405	New York, NY	1,000 00	X		Award for artist
Nettle Creek Church of the Brethren	5342 N Brick Rd	Hagerstown, IN	5,000 00	X		General Support
New Hampshire Art Association	136 State Street	Portsmouth, NH	1,000 00	X		General Support
Orlando Union Rescue Mission	1521 W Washington St	Orlando FL	15,000 00	X	509(a)1	General Support
Pen and Brush, Inc	16 E Tenth Street	New York, NY	1,500 00	X		Award for artist
Pet Rescue by Judy NOHO	2620 Iroquois Ave	Sanford, FL	1,000 00	X		General Support
Planned Parenthood of Greater Orlando	726 S Tampa Ave	Orlando FL	1,000 00	X	509(a)1	Education Program & General Support
Rehabilitation Center for Children and Adults	300 Royal Palm Way	Palm Beach, FL	3,000 00	X	509(a)1	General Support
Rollins College	1000 Holt Avenue	Winter Park, FL	1,000 00	X		Annual Fund
Rollins College Strickland Tennis Scholarship	1000 Holt Avenue	Winter Park, FL	6,000 00	X		Scholarship Fund
Rollins College - Environmental Studies Scholarships	1000 Holt Avenue	Winter Park, FL	3,000 00	X		Scholarships
Rollins College - McKean Award	1000 Holt Avenue	Winter Park, FL	15,000 00	X		Teaching Award
Rollins College Philanthropy Center - Donor Forum	1000 Holt Avenue - 2755	Winter Park, FL	750 00			Membership
Russell Home for Atypical Children	510 Holden Avenue	Orlando FL	1,000 00	X	509(a)2	Building Grant and general support
St John's Evangelical Lutheran Church	1600 South Orlando Avenue	Winter Park, FL	7,000 00	X		Roof Repair
Salvation Army	416 W Colonial Dr	Orlando FL	15,000 00	X	509(a)1	General Support
Second Harvest Food Bank	2008 Brengle Avenue	Orlando FL	31,000 00	X	509(a)1	General Support
Sigma Chi Foundation	1714 Hinman Avenue	Evanston, IL	3,000 00	X	509(a)1	General Support
United Arts of Central Florida, Inc	2450 Maitland Cntr Pkwy , Ste 201	Maitland, FL	200,000 00	X	509(a)1	General Support

ATTACHMENT B

Elizabeth Morse Genius Foundation - Grants Awarded In 2011

Grants Awarded In 2011

December 31, 2011

EIN # 13-6115217

Recipient Name	Street Address	City/State	Grant Amount	501(c)3	509(a)	Purpose
University of Alabama, Sigma Chi Fraternity	Post Office Box 870122	Tuscaloosa, AL	3,500 00	X		Building Fund
University of Central Florida - College of Nursing	Post Office Box 162210	Orlando, FL	760,000 00	X		Endowment, College of Nursing
University of Central Florida - WUCF-TV	12424 Research Parkway, Suite 250	Orlando, FL	10,000 00	X		General Support
University of Chicago Celiac Disease Center	1225 E 60th Street	Chicago, IL	1,000 00	X	509(a)1	General Support
Wildlife Rehabilitation Center of Central Florida	21117 Reindeer Road	Christmas, FL	2,000 00	X	509(a)1	General Support
Winter Park Day Nursery	741 S Pennsylvania Ave	Winter Park, FL	5,000 00	X	509(a)2	Arts Program and General Support
Winter Park High School Foundation	2100 Summerland Road	Winter Park, FL	1,000 00	X		General Support
Winter Park Presbyterian Church	400 S Lakemont Avenue	Winter Park, FL	5,000 00	X		General Support
Winter Park Public Library	460 E New England Ave	Winter Park, FL	1,000 00	X	509(a)1	General Support
Woman's Club of Winter Park	419 S Interlachen Ave	Winter Park, FL	1,000 00	X	509(a)2	General Support
Total Grants		**Total Grants per above:**	$ 5,127,145	- Line 25, Column D		

ATTACHMENT B

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.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	ELIZABETH MORSE GENIUS FOUNDATION	[X] 13-6115217
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 40	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WINTER PARK, FL 32790	

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 ▶ RICHARD M. STRAUSS - 400 N. NEW YORK AVENUE, STE. 200 - WINTER PARK, FL 32789-3159

Telephone No. ▶ 407-644-0555 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 AUGUST 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2011 or

▶ [ ] tax year beginning ____________ , and ending ____________ .

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	$ 123,000.
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	$ 123,000.
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	$ 0.

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