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

2011

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

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

Name of foundation BUFFALO BILLS YOUTH FOUNDATION, INC.		A Employer identification number 16-1291395
Number and street (or P.O. box number if mail is not delivered to street address) 63 KERCHEVAL AVE.	Room/suite 200	B Telephone number (see instructions) 313/885-1895
City or town, state, and ZIP code GROSSE POINTE FARMS, MI 48236-3652		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here . . . <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation . . . <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here . . . <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 359586	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(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)	150070			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	8534	8534	8534	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	158604	8534	8534		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5150	5150	5150	5150
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	(228)	(228)	(228)	(228)
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	316	316	316	316
	23 Other expenses (attach schedule)	705	705	705	705
	24 Total operating and administrative expenses. Add lines 13 through 23	5943	5943	5943	5943
	25 Contributions, gifts, grants paid	266245			266245
26 Total expenses and disbursements. Add lines 24 and 25	272188	5943	5943	272188	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(113584)				
b Net investment income (if negative, enter -0-)		2591			
c Adjusted net income (if negative, enter -0-)			2591		

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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	118677	80822	80822
	2	Savings and temporary cash investments	366873	278764	278764
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ 20000			
		Less: allowance for doubtful accounts ▶ 0.00		20000	20000
	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			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	485550	379586	379586	
Liabilities	17	Accounts payable and accrued expenses	(10751)		
	18	Grants payable		(20000)	
	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)	(10751)	(20000)	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	474799	359586	
30	Total net assets or fund balances (see instructions)	474799	359586		
31	Total liabilities and net assets/fund balances (see instructions)	474799	379586		

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	474799
2	Enter amount from Part I, line 27a	2	(113584)
3	Other increases not included in line 2 (itemize) ▶ <u>Primo Fund -unrealized loss</u>	3	(1629)
4	Add lines 1, 2, and 3	4	359586
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	359586



Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a				
b				
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(j) FMV as of 12/31/69	(l) Adjusted basis as of 12/31/69	(k) Excess of col. (j) over col. (l), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0	00
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	51	82
3	Add lines 1 and 2	3	51	82
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	51	82
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	0	00
b	Exempt foreign organizations—tax withheld at source	6b	0	00
c	Tax paid with application for extension of time to file (Form 8868)	6c	100	00
d	Backup withholding erroneously withheld	6d	0	00
7	Total credits and payments. Add lines 6a through 6d	7	100	00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	00
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	00
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	48	18
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	48	18

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?		✓
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
1c Did the foundation file Form 1120-POL for this year?		✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
4b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NEW YORK		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation.</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	✓	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	✓	
14	The books are in care of ▶ JEFFREY C. LITTMANN Telephone no. ▶ 313/885-1895 Located at ▶ 63 KERCHEVAL AVE., SUITE 200, GROSSE POINTE FARMS, MI ZIP+4 ▶ 48236-3652			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ _____	16		✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ▶ <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	✓
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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)? Yes 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? 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? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE ATTACHED				

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
NO PERSON IS PAID FOR PROFESSIONAL SERVICES				NONE

Total number of other employees paid over \$50,000 NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
.....		NONE
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
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	
2	
All other program-related investments See instructions	
3	
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	NONE
b	Average of monthly cash balances	1b	394093
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	394093
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	NONE
3	Subtract line 2 from line 1d	3	394093
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	5911
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	388182
6	Minimum investment return. Enter 5% of line 5	6	19409

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	19409
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	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19409
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	19409
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	19409

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	272188
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	272188
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	272188

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				19409
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	239637			
b From 2007	262029			
c From 2008	257020			
d From 2009	228990			
e From 2010	253706			
f Total of lines 3a through e	1241382			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>272188</u>				
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)	252779			
d Applied to 2011 distributable amount				19409
e Remaining amount distributed out of corpus				
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	1494161			
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				NONE
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)	239637			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1254524			
10 Analysis of line 9:				
a Excess from 2007	262029			
b Excess from 2008	257020			
c Excess from 2009	228990			
d Excess from 2010	253706			
e Excess from 2011	252779			

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 ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part 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).)

NO MANAGER HAS CONTRIBUTED MORE THAN \$5,000.00

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.

THE FOUNDATION OWNS NO STOCK

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:
MS. GRETCHEN GEITTER, ONE BILLS DRIVE, ORCHARD PARK, NY 14127

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

c Any submission deadlines:
MARCH 31

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

CONTRIBUTIONS ARE GENERALLY RESTRICTED TO TAX EXEMPT NEW YORK YOUTH ORIENTED PROGRAMS PREFERRED

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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT ATTACHED</p>				266245
Total				3a 266245
<p>b <i>Approved for future payment</i></p>				
Total				3b

Schedule of Contributors

2011

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

Name of the organization BUFFALO BILLS YOUTH FOUNDATION, INC.	Employer identification number 16-1291395
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Organization type (check one):

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

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

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

General Rule

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

Special Rules

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

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

Name of organization BUFFALO BILLS YOUTH FOUNDATION, INC.	Employer identification number 16-1291395
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BUFFALO BILLS, INC. ----- ONE BILLS DRIVE ----- ORCHARD PARK, NY 14127 -----	\$ 50150.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	NFL - CHARITIES ----- 280 PARK AVENUE ----- NEW YORK, NY 10017 -----	\$ 50,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	NFL YOUTH FOOTBALL FUND ----- 280 PARK AVENUE ----- NEW YORK, NY 10017 -----	\$ 32,375.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	MARCELL DAREUS ----- 937 DANA DR ----- FAIRFIELD, AL 35064 -----	\$ 6,250.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization BUFFALO BILLS YOUTH FOUNDATION, INC.	Employer identification number 16-1291395
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

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

Name of organization BUFFALO BILLS YOUTH FOUNDATION, INC.	Employer identification number 16-1291395
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

BUFFALO BILLS YOUTH FOUNDATION, INC.
EIN: 16-1291395
Form 990-PF Return of Private Foundation
12/31/11

Schedule of Accounting Fees
Part I
#16b

PriceWaterHouseCoopers, LLP PO Box 75647 Chicago, IL 60675-5647	\$ 5,150.00
TOTAL	<u>\$5,150.00</u>

BUFFALO BILLS YOUTH FOUNDATION, INC.
EIN: 16-1291395
Form 990-PF Return of Private Foundation
12/31/11

Schedule of Taxes
Part I
#18

Internal Revenue Service - Tax Estimate	\$ 250.00
- Tax Refunds	(478.00)

TOTAL	<u><u>(\$ 228.00)</u></u>

BUFFALO BILLS YOUTH FOUNDATION, INC.
EIN: 16-1291395
Form 990-PF Return of Private Foundation
12/31/11

Schedule of Other Expenses
Part I
#23

Paving Bricks	\$ 550.00
Filing Fees	155.00
	<hr/>
TOTAL	\$ 705.00
	<hr/> <hr/>

ORGANIZATION NAME	CONTACT	ADDRESS	CITY	STATE	ZIP	TAX-ID	PROGRAM DESCRIPTION	AMOUNT	Restricted?
BUFFALO BILLS, INC.									
FORM 990-PF RETURN OF PRIVATE FOUNDATION									
FIN #16-1291395									
2011 CONTRIBUTIONS PAID									
PART 1, 25									
Alcohol and Drug Dependency Services Foundation, Inc. (Kids Escaping Drugs)	JoAnne Hudecki	920 Harlem Rd P.O. Box 643	West Seneca	NY	14224	16-1319839	Support capital expansion project of Face to Face	\$ 5,000.00	Unrestricted
American Diabetes Association of Western New York	Arlene Wilson	315 Alberta Drive	Buffalo	NY	14226	13-1623888	Support scholarships for Camp Aspire.	\$ 1,000.00	Unrestricted
Athletes in Action	Fred Raines	54 Crownview Terrace	Hamburg	NY	14075	95-6006173	Support "Night Out with the Bills" Call to Courage breakfast.	\$ 5,000.00	Unrestricted
Baker Hall, Inc. dba Baker Victor S	Sonia Polak	780 Ridge Road	Lackawanna	NY	14218	16-1017453	Expand and upgrade sports/fitness equipment for youth.	\$ 5,000.00	Unrestricted
Be a Friend Program Big Brothers Big Sisters of Erie County	Thomas Guagliardo	85 River Rock Drive, Suite 107	Buffalo	NY	14207	16-1106399	Support Community-Based Mentoring program.	\$ 5,000.00	Unrestricted
Boys & Girls Club of Elma, Marilla, & Wales	Jason Theal	2080 Girdle Road	Elma	NY	14059	16-1023305	Support Health Habits/Triple Play.	\$ 1,500.00	Unrestricted
Boys & Girls Club of Holland	Brian Tavernier	51 South Main St. P.O. Box 25	Holland	NY	14080	23-7129495	Support Triple Play.	\$ 1,500.00	Unrestricted
Boys & Girls Club of the Northtowns	Phil Penichter	54 Riverdale Ave	Buffalo	NY	14207	16-0755733	Support expansion of Challenger program.	\$ 2,500.00	Unrestricted
Boys & Girls Clubs of Buffalo	Rebecca Vincheski	282 Babcock Street, 2nd Floor	Buffalo	NY	14210	16-0849516	Funds will enable the Boys & Girls Club's to implement the Health 360 program at Eggertsville Clubhouse.	\$ 5,000.00	Unrestricted
Buffalo Fine Arts Academy (Albright - Knox Art Gallery)	Elaine Pyne	1285 Elmwood Avenue	Buffalo	NY	14222	16-6001555	Support Free First Friday Family Programs at the Gallery.	\$ 2,500.00	Unrestricted
Buffalo Hearing and Speech Center	Joseph Cozzo	50 E. North Street	Buffalo	NY	14203	16-0776186	Support the purchase and installation of a universally accessible playground.	\$ 2,000.00	Unrestricted
Buffalo Philharmonic Orchestra	Robert Pape	499 Franklin Street	Buffalo	NY	14202	16-0755739	Support the Educational Concert Series for the 2011-12 season.	\$ 2,500.00	Unrestricted
Buffalo Prep	Curt Maranto	18 Acheson Annex - University at Buffalo	Buffalo	NY	14214	16-1359846	Support Middle School Prep.	\$ 5,000.00	Unrestricted
Catholic Charities of Buffalo	Amy Vossen	741 Delaware Avenue	Buffalo	NY	14209	16-0743251	Support the Catholic Charities Service Corps program.	\$ 2,500.00	Unrestricted
Center for Hospice & Palliative Care	Elizabeth C. Marks	225 Como Park Blvd.	Cheektowaga	NY	14227	22-3141532	Support Life Transitions Center's Camp Blue Skies.	\$ 2,500.00	Unrestricted
Character Council of Hamburg, Inc.	n/a	P O. Box 613	Hamburg	NY	14075	16-1608339	Support a comprehensive 4th annual character conference.	\$ 2,000.00	Unrestricted
Child & Adolescent Treatment Services	Karen Marsch	Airport Commerce Park, 301 Cayuga Road, Ste. 200	Cheektowaga	NY	14225	16-1416158	Implement innovative 8-week fitness program.	\$ 5,500.00	Unrestricted
Community Free Library	Sandra Shaw	86 Public Square	Holley	NY	14470	16-0863477	Support <i>One World, Many Stories</i> : a summer reading program for children	\$ 750.00	Unrestricted
Crestwood Children's Center	Shana Smith	2075 Scottsville Road	Rochester	NY	14623	16-0743972	Improve recreation program through purchase of bicycles and helmets.	\$ 2,050.00	Unrestricted
CURE Childhood Cancer Association	Brian Wirth	200 Westfall Road	Rochester	NY	14610	51-0215037	Support CURE's Agnes K. Mackey Fund.	\$ 1,000.00	Unrestricted
D'Youville College/LET'S GO! Hippotherapy Program	William McKeever	320 Porter Avenue	Buffalo	NY	14201	16-0743989	endorsed, accredited equine-assisted therapy program for children with disabilities.	\$ 2,500.00	Unrestricted

BUFFALO BILLS, INC. FORM 990-PF RETURN OF PRIVATE FOUNDATION FIN #16-1291395 2011 CONTRIBUTIONS PAID PART 1, 25		ORGANIZATION NAME	CONTACT	ADDRESS	CITY	STATE	ZIP	TAX-ID	PROGRAM DESCRIPTION	AMOUNT	Restricted?
		Easter Seals New York	John W. McGrath	103 White Spruce Blvd	Rochester	NY	14623	13-5596808	Grant would help start adaptive physical education program at The Kessler Center.	\$ 3,849.00	Unrestricted
		Excalibur Leisure Skills, Inc.	James Catalano	90 North Drive	Buffalo	NY	14216	22-2455788	Grant would provide operational support of Program Vessel.	\$ 500.00	Unrestricted
		Fredonia College Foundation	Richard Ryan	272 Central Avenue	Fredonia	NY	14063	16-6054528	Fund one Keeper of the Dream Scholarship for the 2010 - 11 school year.	\$ 4,000.00	Unrestricted
		Gateway-Longview	Kathy Swenson	605 Niagara Street	Buffalo	NY	14201	16-1559402	Support construction of a brand-new private therapeutic recreational facility.	\$ 10,000.00	Unrestricted
		Genesee County CASA for Children, Inc	Tara Pariso	One W. Main Street	Batavia	NY	14020	16-1571894	Support volunteer training.	\$ 1,000.00	Unrestricted
		Geva Theatre Center	Jacqueline Scheible	75 Woodbury Boulevard	Rochester	NY	14607	23-7202906	Support Geva Theatre's PLAY program.	\$ 2,500.00	Unrestricted
		Gilda's Club of Western New York	Diane Gardner	1140 Delaware Avenue	Buffalo	NY	14209	16-1575630	Support four-day summer camp.	\$ 1,000.00	Unrestricted
		Girl Scouts of Western New York	Alison Wilcox	3332 Walden Ave., Suite 106	Depew	NY	14043	16-0743096	Provide funding for 50 Buffalo, NY inner-city girls to participate in a <i>Ropes Challenge Course Adventure</i>	\$ 2,500.00	Unrestricted
		Girls on the Run of Buffalo, Inc.	Katie Joyce	PO Box 1271	Buffalo	NY	14213	27-219337	Support non-competitive, curriculum-based program designed to build self-esteem for girls in graders 3 - 8.	\$ 2,500.00	Unrestricted
		Harvest Hill Foundation, Inc - The First Tee of WNY	Scott Arnold	3052 Old Transit Road	Orchard Park	NY	14127	16-1490270	Use golf to introduce area youth to valuable life skills, healthy habits and positive mentoring.	\$ 2,500.00	Unrestricted
		Heritage Centers	Heather Pennington	101 Oak Street	Buffalo	NY	14203	16-0769044	Purchase various sports equipment.	\$ 1,000.00	Unrestricted
		Hunter's Hope Foundation	Jacque Waggoner	P.O. Box 643	Orchard Park	NY	14127	16-1552315	Support the Annual Hunter's Hope Family and Medical Symposium.	\$ 10,000.00	Unrestricted
		Ilio DiPaolo Scholarship Fund	Bud Carpenter	3785 South Park Ave	Blasdell	NY	14219	16-1482049	Provide scholarships to student-athletes and host a Christmas party for the Center for Handicapped Children & Moving miracles.	\$ 4,000.00	Unrestricted
		Junior Achievement of WNY, Inc	Diane Gardner	275 Oak Street, Suite 222	Buffalo	NY	14203	16-0821488	Support JA Elementary School Programs.	\$ 1,000.00	Unrestricted
		L.E.A.P of WNY	Dr. Gillian Richardson	Sheridan Building, 3200 Elmwood Avenue, Room 214	Buffalo	NY	14217	20-8692424	Support youth help keep circulating children's/youth library and computer lab open three afternoons per year.	\$ 4,000.00	Unrestricted
		League for the Handicapped, Inc.	Christine Lewis	393 North Street	Springville	NY	14141	16-0988866	Purchase and install a sand and water play area to complete its universally accessible playground for over 200 developmentally disabled children at its Preschool Learning Center.	\$ 5,251.00	Unrestricted
		Lothlorien Therapeutic Riding Center, Inc.	Jennifer Anderson	15 Reiter Road	East Aurora	NY	14052	16-1198052	Sponsor one therapeutic program horse for one year	\$ 2,000.00	Unrestricted

ORGANIZATION NAME	CONTACT	ADDRESS	CITY	STATE	ZIP	TAX-ID	PROGRAM DESCRIPTION	AMOUNT	Restricted?
BUFFALO BILLS, INC.									
FORM 990-PF RETURN OF PRIVATE FOUNDATION									
FIN #16-1291395									
2011 CONTRIBUTIONS PAID									
PART 1, 25									
Nativity Miguel Middle School of Buffalo	Nancy Langer	21 Davidson Avenue	Buffalo	NY	14215	27-2855965	Grant would be used to support six basketball teams and two track teams for 80 inner-city middle school students.	\$ 4,500.00	Unrestricted
New York State 4-H Foundation	Elizabeth Searle	248 Grant Avenue, Suite II-A	Auburn	NY	13021	14-6021395	Funds will launch Choose Health Club Officer program	\$ 5,000.00	Unrestricted
Orchard Park Recreation Department	Kristin Santillo	200 North Lake Drive	Orchard Park	NY	14127	16-6002332	Grant would support three-season, co-ed Recreational Youth Flag Football Program.	\$ 3,000.00	Unrestricted
Peace of the City Ministries	Diann Takens-Cerbone	146 Parkdale Avenue	Buffalo	NY	14213	75-3008707	Requests partial funding of four (4) part-time reading instructors	\$ 5,000.00	Unrestricted
Pioneer Camp and Retreat Center, Inc.	Lunda L. Gage	9324 Lakeshore Road	Angola	NY	14006	16-1379995	Support <i>Take a Break Camp</i> , a one-week residential camp for 100 military children.	\$ 1,000.00	Unrestricted
Police Athletic League of Buffalo	Susan M. Gonzalez	65 Niagara Square, 21st Floor	Buffalo	NY	14202	16-1468698	Support "You Go Girl"	\$ 2,000.00	Unrestricted
Rochester Children's Theatre	Deborah Haber	Nazareth College Arts Center, 4245 East Avenue	Rochester	NY	14618	16-1397824	Support Plays on Tour production of Sweet House: Hansel and Gretel with a Bold New Flavor.	\$ 2,000.00	Unrestricted
Rochester Rehabilitation Center, Inc.	Nancy Steinkamp	1000 Elmwood Ave	Rochester	NY	14620	16-0743143	Help the Rochester Rookies track and field team compete in regional and national tournaments.	\$ 1,500.00	Unrestricted
Salvation Army	Jennifer Graesser	960 Main Street	Buffalo	NY	14202	13-5562351	Support both the Off-Site Visitation Program and Corps Community Centers.	\$ 3,000.00	Unrestricted
Shea's O'Connell Preservation Guild, LTD	Jennifer Fitzery	646 Main Street	Buffalo	NY	14205	16-1158412	Support "Buffalo Bob On School Time Series"	\$ 2,500.00	Unrestricted
Skating Athletes Bold at Heart (SABAH)	Sheila O'Brien	2607 Niagara Street	Buffalo	NY	14207	22-2200201	Summer Athletes Bold At Heart will provide adaptive summer sports program for children with disabilities.	\$ 1,445.30	Unrestricted
St. Bonaventure University - Bona Buddies Youth Mentoring Program	Nicholas Goodell	3261 West State Street	St. Bonaventure	NY	14778	16-0743150	Support youth mentoring program in which local children ages 5 - 15 are paired with undergraduate mentors in an after school, on-campus setting	\$ 2,500.00	Unrestricted
The Center for Youth Services, Inc.	Donna Pritchard	905 Monroe Avenue	Rochester	NY	14620	16-0992259	Support Health and Fitness Program for youth staying at Emergency Shelter.	\$ 1,000.00	Unrestricted
Town of Hamburg Recreation Department	Timothy Jerome	2982 Lakeview Road	Hamburg	NY	14075	16-6002270	Funding will support comprehensive youth football programs.	\$ 5,000.00	Unrestricted
United Cerebral Palsy Assoc. of the Rochester Area, Inc. dba CP Rochester	Tina Bennett	3399 Winton Road South	Rochester	NY	14623	16-0743950	Support "Shared Ski Adventures" program. Fund an educational-based health and fitness outreach program to students in the Buffalo Public Schools through the Closing the Gap Program.	\$ 1,000.00	Unrestricted
United Way of Buffalo & Erie County	Jill Robbins-Jabine	742 Delaware Ave	Buffalo	NY	14209	16-0743969	Fund the Physical Education component of the VCA's "Striving for Excellence" afterschool program.	\$ 16,400.00	Unrestricted
Valley Community Association Inc	Lori Overdorf	93 Leddy Street	Buffalo	NY	14210	16-0964724		\$ 2,500.00	Unrestricted

ORGANIZATION NAME	CONTACT	ADDRESS	CITY	STATE	ZIP	TAX-ID	PROGRAM DESCRIPTION	AMOUNT	RESTRICTED?
BUFFALO BILLS, INC. FORM 990-PF RETURN OF PRIVATE FOUNDATION FIN #16-1291395									
2011 CONTRIBUTIONS PAID PART 1, 25									
Western New York Amateur Football Alliance, DBA Western New York Women's Fund	Tim Jerome	3772 Dartmouth Street	Hamburg	NY	14075	16-1598366	Youth Football Coaches Forum/Summit, Youth Football Coaches Academy, Equipment Expo, NYSCA Certifications, Junior Class Combine, College Recruiter Night, Scholar-Athlete Awards Banquet.	\$ 20,000.00	Unrestricted
Wilhe Hutch Jones Sports Clinics, Inc.	Monique Watts	742 Delaware Avenue	Buffalo	NY	14209	16-0743969	Support Out of School Time Initiative. Support programming that provides athletics, computer enrichment, healthy lifestyle habits workshops and financial education for youth.	\$ 1,500.00	Unrestricted
National Inner Cities Youth Opportunities	Willie Jones	411 Olympic Avenue, Ste. # 115	Buffalo	NY	14215	16-1558569		\$ 1,000.00	Unrestricted
Alden High School Sports Boosters	Keon Williams	Dr. Martin Luther King Park Casino, Best and Humboldt Parkway	Buffalo	NY	14211	16-1148412	Support Pop Warner trip to National Championships in Orlando, FL	\$ 2,500.00	Unrestricted
Kenmore West High School Football Booster Club	Dick Diminuco	13190 Park Street	Alden	NY	14004	16-246120	Coach of the Week	\$ 1,000.00	Restricted
St. Joseph's High School Varsity Football	Richard Harris	33 Highland Parkway	Buffalo	NY	14223	16-6002097	Coach of the Week	\$ 1,000.00	Restricted
Southwestern High School - Joe Rushin Fund	Dennis Gilbert	845 Kenmore Avenue	Buffalo	NY	14223	16-0743159	Coach of the Week	\$ 1,000.00	Restricted
St. Francis High School Football Athletic Department	Jay Simanni	600 Hunt Road	Jamestown	NY	14701	16-6001856	Coach of the Week	\$ 1,000.00	Restricted
Bennett High School Alumni Association @ Buffalo Community Foundation	Jerry Smith	4129 Lake Shore Road	Athol Springs	NY	14010	16-0846639	Coach of the Week	\$ 1,000.00	Restricted
Williamsville South High School Football Boosters	Steve McDuffie	2885 Main Street	Buffalo	NY	14214	16-6001554	Coach of the Week	\$ 1,000.00	Restricted
Salamanca City Central School District	Kraig Kurzanski	23 Briarhurst Road	Williamsville	NY	14221	16-233236	Coach of the Week	\$ 1,000.00	Restricted
North Tonawanda High School Football Hall of Fame	Jason Marsh	50 Iroquois Drive	Salamanca North	NY	14779	16-6006874	Coach of the Week	\$ 1,000.00	Restricted
Sweet Home High School Panther Football	Rick Tomm	405 Meadow Drive	Tonawanda	NY	14120	EX:237456550	Coach of the Week	\$ 1,000.00	Restricted
Orchard Park High School Varsity Football Team	John Faller	1901 Sweet Home Road	Amherst	NY	14228	16-6001476	Coach of the Week	\$ 1,000.00	Restricted
American Heart Association United Way	Gene Tundo	4040 Baker Road	Orchard Park	NY	14127	16-6001947	Coach of the Week	\$ 2,000.00	Restricted
United Way	Cronin Long	20 Northpointe Parkway	Amherst	NY	14228	13-5613797	Play 60 Challenge	\$ 30,000.00	Restricted
United Way	Rema Hanash	742 Delaware Avenue	Buffalo	NY	14209	16-0743969	Hometown Huddle	\$ 5,000.00	Restricted
United Way	Rema Hanash	742 Delaware Avenue	Buffalo	NY	14209	16-0743969	Volunteerism	\$ 5,000.00	Restricted
Susan G. Komen for the Cure - Western New York Affiliate	Rema Hanash	742 Delaware Avenue	Buffalo	NY	14209	16-0743969	Live United Volunteer Spotlight	\$ 5,000.00	Restricted
PLUS: 2012 ACCRUALS Western New York Amateur	Michele Magaris	2421 Main St. - Suite 125	Buffalo	NY	14214	75-2875179	Billieve - Breast Cancer Awareness	\$ 5,000.00	Restricted
								\$ 266,245.30	

BUFFALO BILLS YOUTH FOUNDATION, INC.
EIN: 16-1291395
Form 990-PF Return of Private Foundation
12/31/11

Analysis of Changes in Net Assets or Fund Balances
Part III
#3 – Other increases not included in line 2

Pimco Funds – unrealized loss State Street Bank & Trust Co, 225 Franklin St Boston, MA 02110	(\$ 1,629.00)
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TOTAL	(\$ 1,629.00)
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BUFFALO BILLS YOUTH FOUNDATION, INC.
EIN: 16-1291395
Form 990-PF Return of Private Foundation
12/31/11

List of Officers, Directors, Trustees, Foundation Managers and Their Compensation
Part VIII
#1

<u>Name and Address</u>	<u>Title</u>	<u>Compensation</u>	<u>Contributions to Employee Benefit Plan</u>	<u>Expense Account/ Other Allowances</u>
Ralph C. Wilson, Jr. 99 Kercheval Ave Grosse Pointe Farms, MI 48236	Chairman of the Board & Director	None	None	-0-
Jeffrey C. Littmann 99 Kercheval Ave Grosse Pointe Farms, MI 48236	Vice President, Treasurer & Director	None	None	-0-
Mary M. Owen 99 Kercheval Ave. Grosse Pointe Farms, MI 48236	President, Secretary & Director	None	None	-0-
Frank C. Wojnick 99 Kercheval Ave. Grosse Pointe Farms, MI 48236	Ass't Treasurer	None	None	-0-
P. Jane Wright 99 Kercheval Ave. Grosse Pointe Farms, MI 48236	Ass't Secretary	None	None	-0-



**Buffalo Bills Youth Foundation
2011 Grant Application**

Application Deadline: March 31, 2011

This application is for funding for programs beginning after July 1, 2011

Please type or print neatly all information requested. Incomplete applications will not be considered.

Organization Name _____

Street Address _____

City _____ State _____ ZIP _____

Organization Director _____ Title _____

Contact Person, if different _____ Title _____

Telephone Number () _____ Fax Number () _____

Federal Tax-ID Number _____

Enclose most recent Audited Financial Statement, if organization has one, and note year _____

If you have not been audited, include one copy of your most recent IRS 990, and note year _____

Please provide a brief description of your organization: _____

Brief program description: _____

Program Start Date _____ Program End Date _____

Amount requested from the Buffalo Bills Youth Foundation \$ _____

Have you previously received a grant from the Buffalo Bills Youth Foundation? _____ If so, When? _____

Grant Proposal Narrative

Please include the following information in up to **3 pages** typed, double spaced.

- o Provide a description of your agency's mission, services and population served.
- o Summarize the program for which you are requesting funding.
- o Discuss the program's objectives and how its impact will be measured.

Please submit **1 original and 3 copies** of the grant application and include:

- Grant Application
- Grant Proposal Narrative
- List of Board of Directors and their professional affiliations
- Detailed Operating Budget
- Detailed Program Budget
- A list of other funding sources for this program. Please list whether funding is committed, pending or received from the additional sources.

In addition to the above documents, **submit 1 copy** of each of the following with the original application:

- Your IRS determination letter granting tax-exempt status under Section 501(c)(3).
Note: Do not send New York State and Local Sales and Use Tax-Exempt Organization Certificate.
- The organization's most recent Audited Financial Statement. If you have not been audited, the most recent IRS Form 900 should be submitted.

Send all materials to: **Buffalo Bills Youth Foundation**
 One Bills Drive
 Orchard Park, NY 14127

All materials must be received by 5pm on March 31, 2011.

AFFIDAVIT OF PUBLICATION

Buffalo Law Journal,
465 MAIN STREET BUFFALO, N.Y. 14203-1793

State of New York }
County of Erie } ss.
City of Buffalo }

Kimberly Schaus

of the City of

Buffalo, being duly sworn deposes and says that she is Principal Clerk of the Buffalo Law Journal, a newspaper published in said City; that the notice, of which the annexed printed slip taken from said newspaper is a copy, was inserted and published therein once on _____

10-04-12

(SIGNED) Kimberly Schaus

Sworn to before me this 5th day
of October 2012

Mary Burpasser

Commissioner of Deeds, Buffalo, N.Y.

My commission expires Dec. 31, 2012



Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only
All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. BUFFALO BILLS YOUTH FOUNDATION, INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 16-1291395
	Number, street, and room or suite no. If a P.O. box, see instructions. 63 KERCHEVAL AVE., SUITE 200	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. GROSSE POINTE FARMS, MI 48236	

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 ▶ JEFFREY C. LITTMANN

Telephone No. ▶ 313/885-1895 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, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 20 11 or
- ▶ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	100.00
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	\$	
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	\$	100.00

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.

- 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.	Employer identification number (EIN) or <input type="checkbox"/>
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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

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 ▶ _____
 Telephone No. ▶ _____ 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.

- I request an additional 3-month extension of time until _____, 20_____.
- For calendar year _____, or other tax year beginning _____, 20_____, and ending _____, 20_____.
- If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- State in detail why you need the extension _____

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	\$
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	\$
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	\$

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 ▶ *[Handwritten Signature]* Title ▶ TRASURER Date ▶ 4/30/2012
 Form 8868 (Rev 1-2012)