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Form 990-PF

Return of Private Foundation

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

2011

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

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

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

Name of foundation
Bill and Ann Bresnan Foundation Inc

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

City or town, state, and ZIP code
Wilmington, DE 198091377

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,194,799** **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	3,000			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	306	306		
4	Dividends and interest from securities.	64,756	64,756		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,613			
b	Gross sales price for all assets on line 6a <u>1,228,012</u>				
7	Capital gain net income (from Part IV, line 2) . . .		40,613		
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	108,675	105,675		

Revenue	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)	18,829	18,829	
Operating and Administrative Expenses	17 Interest			
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,944	13	
	19 Depreciation (attach schedule) and depletion . . .			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	18,204	74	18,130
	24 Total operating and administrative expenses.			
	Add lines 13 through 23	38,977	18,916	18,130
	25 Contributions, gifts, grants paid.	481,000		481,000
	26 Total expenses and disbursements. Add lines 24 and 25	519,977	18,916	499,130
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-411,302		
	b Net investment income (if negative, enter -0-) . . .		86,759	
	c Adjusted net income (if negative, enter -0-) . . .			

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments	310,988	116,053	116,053	
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►	3,645			
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)	76,584	65,265	66,832	
	b Investments—corporate stock (attach schedule)	1,580,923	1,330,626	1,327,560	
	c Investments—corporate bonds (attach schedule)	635,202	684,096	684,354	
	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)	2,607,342	2,196,040	2,194,799		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)			0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	2,607,342	2,196,040		
	30 Total net assets or fund balances (see page 17 of the instructions)	2,607,342	2,196,040		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,607,342	2,196,040			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,607,342
2	Enter amount from Part I, line 27a	2	-411,302
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,196,040
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,196,040

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)
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1 a Publicly-traded Securities			
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 1,228,012		1,187,399	40,613
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			40,613
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 40,613
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	699,002	2,893,347	000 241589
2009	1,271,246	1,859,878	000 683510
2008	6,227,792	2,754,636	002 260840
2007	364,610	6,612,025	000 055143
2006	299,012	6,448,045	000 046373

2 Total of line 1, column (d).	2 003 287455
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	3 000 657491
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4 2,390,212
5 Multiply line 4 by line 3.	5 1,571,543
6 Enter 1% of net investment income (1% of Part I, line 27b).	6 868
7 Add lines 5 and 6.	7 1,572,411
8 Enter qualifying distributions from Part XII, line 4.	8 499,130

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	1,735
	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		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	1,735
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,735
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,400
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	379
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	1,779
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached <input checked="" type="checkbox"/>	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	44
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 44 Refunded <input type="checkbox"/> 11	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
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)?	Yes	No
	<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?	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
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>	Yes	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	No
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>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> _____		
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? <i>If "No," attach explanation.</i>	Yes	No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► _____				
14	The books are in care of ► Foundation Source Located at ► 501 Silverside Road Suite 123 Wilmington DE	Telephone no ► (800) 839-1754 ZIP +4 ► 198091377		
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. ► <input type="checkbox"/> 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ► _____				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011).	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	No

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. 	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b <input type="checkbox"/> No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i> 	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 	<input type="checkbox"/> Yes <input type="checkbox"/> No	6b <input type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b <input checked="" type="checkbox"/> Yes
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jennifer Benedict Foundation Source 501 Silverside Rd Wilmington, DE 19809	Director 001 00	0		
Ann Bresnan Foundation Source 501 Silverside Rd Wilmington, DE 19809	President 001 00	0		
Patrick Bresnan Foundation Source 501 Silverside Rd Wilmington, DE 19809	Vice President / Secretary 001 00	0		

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

1	
2	
3	
4	

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

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total Add lines 1 through 3	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities.	1a	2,244,963
b Average of monthly cash balances.	1b	181,648
c Fair market value of all other assets (see page 24 of the instructions).	1c	0
d Total (add lines 1a, b, and c).	1d	2,426,611
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2 Acquisition indebtedness applicable to line 1 assets.	2	
3 Subtract line 2 from line 1d.	3	2,426,611
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) <input checked="" type="checkbox"/>	4	36,399
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,390,212
6 Minimum investment return. Enter 5% of line 5.	6	119,511

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

1 Minimum investment return from Part X, line 6.	1	119,511
2a Tax on investment income for 2011 from Part VI, line 5.	2a	1,735
b Income tax for 2011 (This does not include the tax from Part VI).	2b	
c Add lines 2a and 2b.	2c	1,735
3 Distributable amount before adjustments Subtract line 2c from line 1.	3	117,776
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	117,776
6 Deduction from distributable amount (see page 25 of the instructions).	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	117,776

Part XII Qualifying Distributions (see page 25 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a Expenses, contributions, gifts, etc —total from Part I, column (d), line 26 <input checked="" type="checkbox"/>	1a	499,130
b Program-related investments—total from Part IX-B.	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required).	3a	
b Cash distribution test (attach the required schedule).	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	499,130
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	499,130

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				117,776
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.				
b From 2007.	62,647			
c From 2008.	6,091,212			
d From 2009.	1,178,358			
e From 2010.	555,666			
f Total of lines 3a through e.	7,887,883			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 499,130				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				117,776
e Remaining amount distributed out of corpus	381,354			
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:	8,269,237			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	8,269,237			
10 Analysis of line 9				
a Excess from 2007.	62,647			
b Excess from 2008.	6,091,212			
c Excess from 2009.	1,178,358			
d Excess from 2010.	555,666			
e Excess from 2011.	381,354			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

Ann Bresnan

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	481,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

12 Subtotal Add columns (b), (d), and (e).

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

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

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 or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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
<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.</p>		
<p>*****</p>	<p>2012-09-11</p>	<p>*****</p>
<p>Signature of officer or trustee</p>	<p>Date</p>	<p>Title</p>
<p>Preparer's Signature</p>	<p>Jeffrey D Haskell</p>	<p>Date</p>
<p>Paid Preparer's Use Only</p>	<p>2012-09-11</p>	<p>Check if self-employed <input type="checkbox"/></p>
<p>Firm's name</p>	<p>Foundation Source</p>	<p>PTIN</p>
<p>55 Walls Drive</p>	<p></p>	<p>Firm's EIN <input type="checkbox"/></p>
<p>Firm's address</p>	<p>Fairfield, CT 06824</p>	<p>Phone no (800) 839-1754</p>

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

Additional Data

Software ID: 11000218
Software Version: 2011.0.0
EIN: 20-0765497
Name: Bill and Ann Bresnan Foundation Inc

Part VI Line 7 - Tax Paid Original Return: 1779

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALL SAINTS CATHOLIC SCHOOL 139 W ROCKS RD NORWALK, CT 06851	N/A	509(a)(1)	Science Energy Park Project	2,500
AMERICARES FOUNDATION INC88 HAMILTON AVE STAMFORD, CT 06902	N/A	509(a)(1)	Charitable Event	10,000
AUTISM SPEAKS INC1 E 33RD ST 4TH FL NEW YORK, NY 10016	N/A	509(a)(1)	Charitable Event	5,000
BACKCOUNTRY CONCERTS INC15 E PUTNAM AVE NO 397 GREENWICH, CT 06830	N/A	509(a)(2)	General Unrestricted	5,000
BOYS HOPE GIRLS HOPE OF NEW YORK IN LASALLE HALL 367 CLERMONT AVE BROOKLYN, NY 11238	N/A	509(a)(1)	General Unrestricted	5,000
BREAST CANCER ALLIANCE INC48 MAPLE AVE GREENWICH, CT 06830	N/A	509(a)(1)	General Unrestricted	10,000
BRIDGEPORT ROMAN CATHOLIC DIOCESAN238 JEWETT AVE BRIDGEPORT, CT 06606	N/A	509(a)(1)	Bridgeport Diocese Inner City Catholic Schools	100,000
COVENANT HOUSE460 W 41ST ST NEW YORK, NY 10036	N/A	509(a)(1)	General Unrestricted	5,000
DIVINE WORD MISSIONARIES1835 WAUKEGAN RD TECHNY, IL 60082	N/A	509(a)(1)	Ignatius Chiravaenzis Programs	50,000
FAMILY REENTRY INC9 MOTT AVE STE 104 NORWALK, CT 06850	N/A	509(a)(1)	General Unrestricted	2,500
FIVER CHILDRENS FOUNDATION INC519 8TH AVE 24TH FL NEW YORK, NY 10028	N/A	509(a)(1)	General Unrestricted	25,000
FOUNDATION FESTIVAL FILM JAKMEL DBROUTE DE MEYER JACMEL HA	N/A	Other	Expenditure Responsibility Grant	15,000
GLOBAL PARTNERSHIP FOR AFGHANISTAN1460 BROADWAY 10TH FL NEW YORK, NY 10036	N/A	509(a)(1)	Charitable Event	10,000
INNER-CITY FOUNDATION FOR CHARITY238 JEWETT AVE BRIDGEPORT, CT 06606	N/A	509(a)(1)	General Unrestricted	25,000
LOST TREE VILLAGE CHARITABLE FOUNDA11555 LOST TREE WAY N PALM BEACH, FL 33408	N/A	509(a)(1)	General Unrestricted	10,000
LOYOLA CATHOLIC SCHOOLS145 GOOD COUNSEL DR MANKATO, MN 56001	N/A	509(a)(1)	General Unrestricted	10,000
MALTA HOUSE INC5 PROWITT ST NORWALK, CT 06855	N/A	509(a)(1)	General Unrestricted	10,000
PATHWAYS INC175 MILBANK AVE GREENWICH, CT 06830	N/A	509(a)(1)	Charitable Event	10,000
PROSTATE CANCER FOUNDATION 1250 4TH ST SANTA MONICA, CA 90401	N/A	509(a)(1)	Weill Cornell Prostate Cancer Research	100,000
COPE CHILDREN'S TRUST DBA RAINBOWLARK RISE LOUGHBOROUGH LEICESTERSHIRE LE11 UK	N/A	Other	Expenditure Responsibility Grant	50,000
UPPER VALLEY LAND TRUST INC19 BUCK RD HANOVER, NH 03755	N/A	509(a)(1)	South Woodstock Project	5,000
WATERSIDE SCHOOL INC770 PACIFIC ST STAMFORD, CT 06902	N/A	509(a)(1)	General Unrestricted	15,000
YOUNG MENS CHRISTIAN ASSOCIATION OF200 W MAIN ST BAY SHORE, NY 11706	N/A	509(a)(1)	The Trezon Memorial Learn To Swim Program	1,000
Total			► 3a	481,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Expenditure Responsibility Statement

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Cope Children's Trust dba Rainbow	Lark Rise Loughborough Leicestershire LE11 2HS UK	2009-04-16	100,000	Construction of a corridor joining the bedroom wing with the therapies block	100,000	To the knowledge of the grantor, no funds have been diverted	8/17/10 and 6/13/12		None necessary
Cope Children's Trust dba Rainbow	Lark Rise Loughborough Leicestershire LE11 2HS UK	2011-04-06	50,000	To provide funding for nursing care services		To the knowledge of the grantor, no funds have been diverted	8/31/12 Expected Submission Date		None necessary
Fondation Festival Film Jakmel db	Route de Meyer Jacmel HA	2010-12-21	10,000	To help fund the Cine Lekol Project	5,912	To the knowledge of the grantor, no funds have been diverted	40931		None necessary
Fondation Festival Film Jakmel db	Route de Meyer Jacmel HA	2011-12-02	15,000	To fund the salary for teachers in the audiovisual language and technology program		To the knowledge of the grantor, no funds have been diverted	12/31/12 Expected Submission Date		None necessary

TY 2011 General Explanation Attachment

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Identifier	Return Reference	Explanation
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**TY 2011 Investments Corporate
Bonds Schedule**

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALTRIA GROUP INC 9.700 11/10/2018 02209SAD5 1500000.00%	20,513	20,275
AMERICAN TOWER CORP - 4.500 - 01/15/2018 029912BD3 2500000.00%	24,747	25,388
AVNET INC NT 6.625 09/15/2016 053807AN3 3000000.00%	34,462	33,560
AVON PRODUCTS INC NOTE - 6.500 - 03/01/2019 054303AW2 500000.00%	5,653	5,664
BRINKER INTL INC NT - 5.750 - 06/01/2014 109641AE0 2500000.00%	26,500	26,369
CONSTELLATION BRANDS INC - 7.250 - 05/15/2017 21036PAF5 2500000.00%	27,100	27,500
COVENTRY HEALTH CARENOTES 5.950 03/15/2017 222862AG9 2000000.00%	20,808	22,452
DENDREON CORP 2.875 01/15/2016 24823QAC1 200000.00%	1,405	1,388
DONNELLEY R R SONS CO NT 6.125 01/15/2017 257867AT8 3000000.00%	31,538	27,900
EXPEDIA INC DEL - 5.950 - 08/15/2020 30212PAH8 3000000.00%	30,341	30,250
FISERV INC SR NOTES 06.86000 11/20/2017 337738AG3 2000000.00%	23,202	23,261
GAP INC - 5.950 - 04/12/2021 364760AK4 3500000.00%	32,863	33,383
GOODRICH PETE CORP-5.00-10/1/2029 382410AC28 600000.00%	5,559	5,505
HERTZ CORP SR NT 144A 8.875 01/01/2014 428040BZ1 300000.00%	3,098	3,015
HUMANA INC NOTES 6.450 06/01/2016 MAKE WHOLE 444859AV4 3000000.00%	33,606	33,475
INTERPUBLIC GROUP INC-10.00-7/15/2017 460690BF6 2000000.00%	23,000	22,850
JANUS CAP GROUP INC - 6.700 - 06/15/2017 47102XAF2 2500000.00%	27,421	26,530
JETBLUE AIRWAYS 6.75 10/15/2039 477143AG6 100000.00%	1,188	1,342
LEXMARK INTL INC - 6.650 - 06/01/2018 529772AE5 2000000.00%	22,034	21,481
LIMITED BRANDS INC NT - 6.900 - 07/15/2017 532716AM9 3000000.00%	32,550	32,438
LCENT TECH INC-2.875-6/15/2025 549463AH07 400000.00%	3,739	3,500
MASCO CORP BD - 6.125 - 10/03/2016 574599BD7 3000000.00%	30,813	30,786
QWEST CORP NT 7.50000 10/01/2014 74913GAG0 1500000.00%	17,100	16,521
SEAGATE TECH - 6.800 - 10/01/2016 81180RAE27 2500000.00%	25,502	26,750
SUPERVALU INC NOTE 08.00000 05/01/2016 MAKE WHOLE 868536AT0 3000000.00%	30,488	30,975
VALMONT INDUSTRIES INC - 6.625 - 04/20/2020 920253AD3 2500000.00%	27,104	29,357
VERISK ANALYTICS INC - 4.875 - 01/15/2019 92345YAB2 1500000.00%	14,856	15,134
WAMU MORTGAGE SER 2003-S6 CL 1A-4.50-07/25/2018 9292276V3 1356800.00%	14,060	13,907
WASHINGTON MUTUAL 2003-S1 5.500 04/25/2033 929227H82 2438700.00%	25,851	25,604
WASHINGTON POST - 7.250 - 02/01/2019 939640AD0 3000000.00%	34,932	34,809
WILLIS NORTH AMERICA INC CR SENS-6.20-03/28/2017 970648AD3 3000000.00%	32,063	32,985

TY 2011 Investments Corporate Stock Schedule
Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
425 shares of ABB LTD. ABB	9,245	8,003
125 shares of ABBOTT LABS ABT	5,934	7,029
160 shares of AETNA INC. AET	4,961	6,750
75 shares of AGCO CP AGCO	2,729	3,223
79 shares of ALLIANT TECH SYS INC ATK	5,184	4,516
273 shares of AMEREN CORPORATION AEE	7,711	9,044
275 shares of AMERICAN EXPRESS CO AXP	11,284	12,972
77 shares of AON PLC AON	3,110	3,604
75 shares of APACHE CORPORATION APA	7,331	6,794
39 shares of APPLE INC. AAPL	12,162	15,795
1417 shares of AQR DIVERSIFIED ARBITRAGE FUND CLASS N ADANX	15,641	15,380
621 shares of ARCH COAL INC. ACI	13,110	9,011
8095 shares of ARTIO GLOBAL HIGH INCOME FUND CLASS A BJBHX	86,667	78,840
12422 shares of ARTISAN INTERNATIONAL VALUE FUND INVESTOR SHS ARTKX	304,694	311,668
119 shares of AXIS CAPITAL HOLDINGS LTD AXS	3,950	3,803
250 shares of BANK NEW YORK MELLON CORP COM BK	6,548	4,978
1347 shares of BANRO CORPORATION BAA	3,192	4,984
199 shares of BEST BUY INC. BBY	4,925	4,651
35 shares of BRISTOW GROUP BRS	1,234	1,659
100 shares of CABOT OIL GAS CORP COG	5,486	7,590
641 shares of CAMECO CORPORATION CCJ	17,872	11,570
79 shares of CANADIAN PACIFIC RAILWAY LTD CP	4,310	5,346
250 shares of CENOVUS ENERGY INC CVE	7,921	8,300
326 shares of CHESAPEAKE ENERGY CORPORATION CHK	7,376	7,267
100 shares of CHEVRON CORP CVX	8,172	10,640
150 shares of CHURCH DWIGHT COMMON CHD	4,976	6,864
138 shares of CNA FINANCIAL CORPORATION CNA	3,583	3,692
187 shares of COMPUTER SCIENCES CORP CSC	5,453	4,432
122 shares of CONSOL ENERGY INC. CNX	4,700	4,477
75 shares of CRESUD S.A.C.I.F. Y A. - AMERICAN DEPOSITORY SHARE CRESY.PK	1,241	854
1309 shares of DAIWA SECURITIES GROUP DSEYY.PK	5,027	4,110
250 shares of DANAHER CORP DHR	10,950	11,760
620 shares of DEAN FOODS CO DF	5,753	6,944
75 shares of EDWARDS LIFESCIENCES EW	5,349	5,303
250 shares of ELECTROBRAS-CENTRA PR ADR EBR-B	3,261	3,625
62 shares of ENDURANCE SPCLTY HLDGS LTD ENH	2,419	2,372
125 shares of EOG RESOURCES INC EOG	11,955	12,314
175 shares of EXPRESS SCRIPTS HOLDING CO. ESRX	8,728	7,821
782 shares of FINMECCANICA ADR FINMY.PK	2,576	1,392
125 shares of FISERV INC FISV	7,141	7,343
175 shares of FMC TECHS INC COM FTI	7,523	9,140
162 shares of FOREST LABORATORIES FRX	4,998	4,902
1178 shares of FORTIS NL S/ADR AGESY.PK	3,410	1,791
207 shares of FRESH DEL MONTE PROD FDP	4,539	5,177
675 shares of GENERAL ELECTRIC CO GE	11,973	12,089
103 shares of GLATFELTER GLT	1,331	1,454
435 shares of GOLD FIELDS LTD ADS GFI	6,777	6,634
37 shares of GOODRICH PETROLEUM CORP GDP	476	508
57 shares of GUOCO GROUP LTD UNSP/ADR GULRY.PK	1,334	1,049
2091 shares of HARDING, LOEVNER FUNDS, INC. EMERGING MARKETS PORT HLEMX	100,937	88,601
500 shares of HOLOGIC, INC HOLX	10,141	8,755
87 shares of IDACORP INC HLDG CO IDA	3,173	3,690
141 shares of IMPALA PLATINUM LTD S/ADR IMPUY.PK	3,085	2,906
374 shares of INGRAM MICRO INC - CL A IM	6,601	6,803
65 shares of INTERNATIONAL BUSINESS MACHINES IBM	9,147	11,952
138 shares of IVANHOE MINES LIMITED COM IVN	2,079	2,445
23 shares of JAPAN STEEL WORKS JPSWY.PK	1,757	1,573
325 shares of JP MORGAN CHASE CO JPM	13,290	10,806
1070 shares of KINROSS GOLD CORP KGC	16,717	12,198
309 shares of KROGER CO KR	6,580	7,484
255 shares of LAYNE CHRISTENSEN COMPANY LAYN	6,249	6,171
300 shares of LENNAR CORP LEN	4,708	5,895
127 shares of LOEW'S CORP L	4,824	4,782
425 shares of LUXOTTICA GP SPA LUX	12,853	11,870
150 shares of MCDONALDS CORP MCD	11,029	15,050
1222 shares of MERGER FUND-SBI MERFX	19,470	19,044
36 shares of MOLSON COOR BREW CO CL B TAP	1,553	1,567
350 shares of MOODY'S CORP MCO	10,209	11,788
756 shares of MURRAY ROBERTS HLDGS LTD SPONSORED ADR MURZY.PK	3,451	2,336
225 shares of NESTLE S.A. NSRGY.PK	12,188	12,985
596 shares of NEXEN INC NXN	11,995	9,482
41 shares of NORTHERN TRUST CORPORATION NTRS	1,443	1,626
680 shares of NOVAGOLD RESOURCES NG	6,907	5,766
225 shares of NOVARTIS AG ADR NVS	12,395	12,863
75 shares of OCCIDENTAL PETE CORP OXY	6,065	7,028
198 shares of OLD REP INTL CORP ORI	1,482	1,835
200 shares of OMNICOM GROUP OMC	8,192	8,916
300 shares of ORACLE CORP ORCL	8,390	7,695
154 shares of PETROBRAS ENERGIA SA BUENOS AIRES PZE	2,498	1,943
350 shares of PFIZER INC. PFE	6,925	7,574
2915 shares of POLYUS GOLD INTL LTD GDR LEVEL 1 PLZLY.PK	8,878	8,599
100 shares of PRAXAIR INC. PX	9,439	10,690
70 shares of PRECISION CASTPARTS PCP	10,019	11,535
150 shares of ROPER INDUSTRIES NEW COMMON ROP	11,392	13,031
660 shares of RUSHYHYDRO JSC ADR RSHY.PK	3,397	2,000
502 shares of SAIC INC SAI	7,431	6,170
100 shares of SCHLUMBERGER LTD SLB	6,199	6,831
175 shares of SHAW GROUP INC SHAW	4,172	4,708
455 shares of SILVER STANDARD RES. INC. SSRI	7,272	6,288
200 shares of SIRONA DENTAL SYSTEMS INC SIRO	10,363	8,808
281 shares of SK TELECOM ADS ADS SKM	5,026	3,824
514 shares of SKYWEST, INC. SKYW	7,294	6,471
150 shares of SOTHEBYS BID	4,777	4,280
363 shares of SOUTHWEST AIRLINES LUV	3,107	3,107
1392 shares of SPDR DJ WILSHIRE INT RWX	50,080	44,306
748 shares of SPDR SP 500 ETF TRUST SPY	82,690	93,873
300 shares of ST. BARBARA LTD ADR STBMY.PK	3,210	2,775
895 shares of SUMITOMO MITSUI TR HOLDINGS SPOON ADR SUTNY.PK	3,000	2,542
241 shares of TALISMAN ENERGY INC TLM	3,166	3,073
32 shares of TECH DATA CORP TECD	1,329	1,581
30 shares of TELUS CORP TU	1,300	1,607
150 shares of TIFFANY CO. TIF	10,185	9,939
359 shares of TNT EXPRESS TNTEY.PK	2,640	2,642
37 shares of TRANSOCEAN LTD. RIG	1,486	1,420
256 shares of TURKCELL ILET TCK	3,556	3,011
200 shares of TYCO INTERNATIONAL LTD. TYC	7,925	9,342
134 shares of UPM-KYMMELE OYJ UPMKY.PK	1,578	1,478
175 shares of VARIAN MEDICAL SYSTEMS INC VAR	9,461	11,748
325 shares of WALGREEN CO WAG	12,577	10,745
225 shares of WALT DISNEY HOLDINGS CO. DIS	6,781	8,438
58 shares of WEST JAPAN RAILWAY C WJRYY.PK	2,382	2,474
166 shares of WESTERN DIGITAL CORP WDC	4,796	5,138
225 shares of WISCONSIN ENERGY CP WEC	7,017	7,866
81 shares of ZIMMER HOLDINGS INC ZMH	4,146	4,327

TY 2011 Investments Government Obligations Schedule

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

US Government Securities - End of

Year Book Value: 65,265

US Government Securities - End of

Year Fair Market Value: 66,832

State & Local Government

**Securities - End of Year Book
Value:**

State & Local Government

**Securities - End of Year Fair
Market Value:**

TY 2011 Other Expenses Schedule

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	18,130			18,130
Bank Charges	74	74		

TY 2011 Other Professional Fees Schedule

Name: Bill and Ann Bresnan Foundation Inc

EIN: 20-0765497

Software ID: 11000218

Software Version: 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	18,829	18,829		

TY 2011 Taxes Schedule

Name: Bill and Ann Bresnan Foundation Inc**EIN:** 20-0765497**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2011	1,400	0	0	0
Excise Tax for 2010	531	0	0	0
Foreign Tax Paid	13	13	0	0