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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

G

Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
ANNABELLE FOUNDATION

A Employer identification number
20-5184989

Number and street (or P O box number if mail is not delivered to street address)
1901 SAINT ANTOINE ST FLOOR 6

Room/suite

B Telephone number (see page 10 of the instructions)
(313) 393-7527

City or town, state, and ZIP code
DETROIT, MI 48226

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

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)
\$ 6,285,800

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	219,484	219,484		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,342,108			
	b Gross sales price for all assets on line 6a <u>2,820,750</u>				
	7 Capital gain net income (from Part IV, line 2)		2,342,108		
	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)				
Operating and Administrative Expenses	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,561,592	2,561,592		
	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).	3,400	850		
	c Other professional fees (attach schedule)	64,797	58,520		6,277
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	15,662	1,022		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	484			
	24 Total operating and administrative expenses. Add lines 13 through 23	84,343	60,392		6,277
	25 Contributions, gifts, grants paid	163,649			163,649
	26 Total expenses and disbursements. Add lines 24 and 25	247,992	60,392		169,926
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,313,600			
	b Net investment income (if negative, enter -0-)		2,501,200		
	c Adjusted net income (if negative, enter -0-)				

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

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	962	9,770	9,770
	2	Savings and temporary cash investments	213,144	134,497	134,497
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	554,124	1,414,190	4,300,790
	c	Investments—corporate bonds (attach schedule).	352,464	1,287,297	1,268,613
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		589,024	567,526
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	5,088	4,604	4,604	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,125,782	3,439,382	6,285,800	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	1,125,782	3,439,382	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,125,782	3,439,382	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,125,782	3,439,382	

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)	11,125,782
2	Enter amount from Part I, line 27a	2,313,600
3	Other increases not included in line 2 (itemize) ▶ _____	
4	Add lines 1, 2, and 3	3,439,382
5	Decreases not included in line 2 (itemize) ▶ _____	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	3,439,382

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)
1 a	PUBLICLY TRADED SECURITIES-PLANTE MR	D		
b	PUBLICLY TRADED SECURITIES-PLANTE MR	D		
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 187,020		212,494	-25,474
b 2,607,941		266,148	2,341,793
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-25,474
b			2,341,793
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	2,342,108
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	120,454	1,643,220	0 073304
2009	130,000	380,118	0 341999
2008		421,202	
2007	208,551	435,858	0 478484
2006	204,000	292,519	0 697391

2	Total of line 1, column (d).	2	1 591178
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 397795
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	6,092,590
5	Multiply line 4 by line 3.	5	2,423,602
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	25,012
7	Add lines 5 and 6.	7	2,448,614
8	Enter qualifying distributions from Part XII, line 4.	8	169,926

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 50,024
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 50,024
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 50,024
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 10,800	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.		7 10,800
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ☐		9 39,224
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ☐		10
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 0 Refunded ☐		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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ MI _____			
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>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  JAY COLVIN Telephone no  (313) 259-7777 Located at  1901 ST ANTOINE 6TH FLOOR DETROIT MI ZIP +4  48226			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the year.	15		
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?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	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?.  Yes  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?.  Yes  No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

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

5a

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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.

☒

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 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
JAY B COLVIN  1901 ST ANTOINE FLR 6 DETROIT, MI 48226	PRES 1 00	0	0	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."

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

Total

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

☒

Part VIII

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

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

Total number of others receiving over \$50,000 for professional services.	▶
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Part IX-A Summary of Direct Charitable Activities

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

1	
2	
3	
4	

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

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

1	N/A	
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	6,046,826
b	Average of monthly cash balances.	1b	133,699
c	Fair market value of all other assets (see page 24 of the instructions).	1c	4,846
d	Total (add lines 1a, b, and c).	1d	6,185,371
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	6,185,371
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	92,781
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,092,590
6	Minimum investment return. Enter 5% of line 5.	6	304,630

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	304,630
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	50,024
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	50,024
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	254,606
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	254,606
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	254,606

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	169,926
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	169,926
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	169,926
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				254,606
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.				184,437
b From 2007.				193,691
c From 2008.				
d From 2009.				111,169
e From 2010.				48,913
f Total of lines 3a through e.	538,210			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 169,926				
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.				169,926
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).)	84,680			84,680
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	453,530			
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).	99,757			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	353,773			
10 Analysis of line 9				
a Excess from 2007. . . .				193,691
b Excess from 2008. . . .				
c Excess from 2009. . . .				111,169
d Excess from 2010. . . .				48,913
e Excess from 2011. . . .				

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

1a

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

b

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

☐ 4942(j)(3) 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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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	163,649
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	219,484	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,342,108	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .				2,561,592	
13 Total. Add line 12, columns (b), (d), and (e).					2,561,592

[illegible]

Part XVII

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

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-04-19	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ ROBERT W FISHER CPA		Date 2012-05-01	Check if self-employed ▶ ☒
		Firm's name ▶ SCHLABIG & ASSOCIATES LTD 2275 STATE ROUTE 59			Firm's EIN ▶
Firm's address ▶ KENT, OH 442407143			Phone no (330) 678-5203		

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

Additional Data

Software ID:
Software Version:
EIN: 20-5184989
Name: ANNABELLE FOUNDATION

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				
ADOPT A PLATOON ADOPT A PLATOONPO BOX 5038 PO BOX 5038 HAGERSTOWN,MD 217415038	NONE	EXEMPT	SUPPORT FOR US TROOPS	1,004
AFS INTERCULTURAL PROGRAM AFS INTERCULTURAL PROGRAM ONE WHITEHALL ST 2ND FLR ONE WHITEHALL ST NEW YORK,NY 10004	NONE	EXEMPT	SUPPORT INTERCULTURAL LEARNING PROGM	500
AKRON YMCA AKRON YMCA209 S MAIN ST SUITE 501 209 S MAIN ST SUITE 501 AKRON,OH 44308	NONE	EXEMPT	COMMUNITY OUTREACH	1,000
AKRON CHILDREN'S HOSPITAL AKRON CHILDREN'S HOSPITAL ONE PERKINS SQUARE ONE PERKINS SQUARE AKRON,OH 44398	NONE	EXEMPT	SUPPORT MEDICAL NEEDS OF CHILDREN	500
AKRON WOMAN'S CITY CLUB AKRON WOMAN'S CITY CLUB732 WEXCHANGE ST 732 WEXCHANGE ST AKRON,OH 44302	NONE	EXEMPT	COMMUNITY GIFT-LASTING IMPACT FUND	100,000
AKRON WOMAN'S CITY CLUB AKRON WOMAN'S CITY CLUB732 WEXCHANGE ST 732 WEXCHANGE ST AKRON,OH 44302	NONE	EXEMPT	ENDOWMENT FUND	1,000
AMERICAN ACTION FUND AMERICAN ACTION FUND FOR BLINDPO BOX 17294 PO BOX 17294 BALTIMORE,MD 212988405	NONE	EXEMPT	BRaille BOOKS FOR THE BLIND	100
AMERICAN INDIAN RELIEF CO AMERICAN INDIAN RELIEF COUNCILPO BOX 6200 PO BOX 6200 RAPID CITY,SD 57709	NONE	EXEMPT	COMMUNITY HELP FOR NATIVE AMERICANS	250
AMERICAN RED CROSS AMERICAN RED CROSS501 W MARKET ST 501 W MARKET ST AKRON,OH 44303	NONE	EXEMPT	DISASTER RELIEF-JAPAN, JOPLIN, MO	5,100
ASCPA ASCPAPO BOX 96929 PO BOX 96929 WASHINGTON,DC 200906929	NONE	EXEMPT	ANIMAL WELFARE	100
BRaille INSTITUTE BRaille INSTITUTE741 NORTH VERMONT AVE 741 NORTH VERMONT AVE LOS ANGELES,CA 90029	NONE	EXEMPT	EDUCATION FOR DISABLED	250
COALITION TO SALUTE AMERICA HEROS COALITION TO SALUTE AMERICA HEROESPO BOX 96440 PO BOX 96440 WASHINGTON,DC 20090	NONE	EXEMPT	SUPPORT WOUNDED/DISABLED VETERANS	500
COLONIAL WILLIAMSBURG COLONIAL WILLIAMSBURG FOUNDATIONPO BOX 1776 PO BOX 1776 WILLIAMSBURG,VA 23187	NONE	EXEMPT	HISTORICAL PRESERVATION	500
CONCERNED WOMEN OF AMERICA CONCERNED WOMEN OF AMERICAPO BOX 6115 PO BOX 6115 PUEBLO,CO 81008	NONE	EXEMPT	DEFENDS FAMILY & BIBLICAL ISSUES	100
COUNCIL OF INDIAN NATIONS COUNCIL OF INDIAN NATIONSPPO BOX 1800 PO BOX 1800 APACHE JUNCTION,AZ 85117	NONE	EXEMPT	COMMUNITY HELP FOR NATIVE AMERICANS	250
DEFENDERS OF WILDLIFE DEFENDERS OF WILDLIFEPO BOX 1553 PO BOX 1553 MERRIFIELD,VA 22116	NONE	EXEMPT	PROTECT WILD ANIMALS AND NATURAL HAB	100
DISABLED VETS NATIONAL FD DISABLED VETS NATIONAL FDN 1634 EYE ST NW SUITE 750 1634 EYE ST NW SUITE 750 WASHINGTON,DC 20006	NONE	EXEMPT	HELP FOR DISABLED VETERANS	600
DOCTORS WITHOUT BORDERS DOCTORS WITHOUT BORDERSPO BOX 5022 PO BOX 5022 HAGERSTOWN,MD 21741	NONE	EXEMPT	MEDICAL HELP	1,000
GEORGE WASHINGTON MT VERN GEORGE WASHINGTON MT VERNONPO BOX 1594 PO BOX 1594 MERRIFIELD,VA 22116	NONE	EXEMPT	HISTORICAL PRESERVATION	250
GUIDE DOGS FOR THE BLIND GUIDE DOGS FOR THE BLINDPO BOX 3950 PO BOX 3950 SAN RAFAEL,CA 94912	NONE	EXEMPT	TRAIN DOGS FOR THE BLIND	250
HILLSDALE COLLEGE HILLSDALE COLLEGEPO BOX 96607 PO BOX 96607 WASHINGTON,DC 20090	NONE	EXEMPT	AMER FOUNDING PRINC PROJECT 2012	1,000
HUMANE SOCIETY HUMANE SOCIETY7996 DARROW ROAD 7996 DARROW ROAD TWINSBURG,OH 44087	NONE	EXEMPT	ANIMAL WELFARE	200
LAKE COUNTY CONGRESSIONAL CHURCH LAKE COUNTY CONGRESSIONAL CHURCH400 WEST CAPITAL DR 400 WEST CAPITAL DR HARTLAND,WI 53029	NONE	EXEMPT	RELIGIOUS ORGANIZATION	1,000
LIGHTHOUSE INTERNATIONAL LIGHTHOUSE INTERNATIONALPO BOX 17 PO BOX 17 NEW YORK,NY 10275	NONE	EXEMPT	SUPPORT FOR THE BLIND	100
MADD MADDPO BOX 758521 PO BOX 758521 TOPEKA,KS 66675	NONE	EXEMPT	SUPPORT FOR VICTIMS OF DRUNK DRIVERS	100
MAKE A WISH FOUNDATION MAKE A WISH FOUNDATIONPO BOX 97104 PO BOX 97104 WASHINGTON,DC 20090	NONE	EXEMPT	MEDICAL NEEDS OF CHILDREN	300
MT ZWINGLI CHURCH MT ZWINGLI CHURCH2172 S MEDINA LINE RD 2172 S MEDINA LINE RD WADSWORTH,OH 44281	NONE	EXEMPT	BUILDING FUND	5,000
NATIONAL AUDUBON SOCIETY NATIONAL AUDUBON SOCIETY 225 VARICK ST 225 VARICK ST NEW YORK,NY 10014	NONE	EXEMPT	ANIMAL WELFARE	100
OPERATION SMILE OPERATION SMILEPO BOX 5017 PO BOX 5017 HAGERSTOWN,MD 21741	NONE	EXEMPT	DENTAL CARE SPONSOR OF DR MAGER	6,500
PARALYZED VETERANS OF AMERICA PARALYZED VETERANS OF AMERICAPO BOX 758532 PO BOX 758532 TOPEKA,KS 66675	NONE	EXEMPT	SUPPORT DISABLED US VETERANS	100

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				
PROJECT HOPE PROJECT HOPE255 CARTER HALL LANE 255 CARTER HALL LANE MILLWOOD,VA 22646	NONE	EXEMPT	HEALTH EDUCATION	350
SALVATION ARMY SALVATION ARMY16130 NORTHLAND DR 16130 NORTHLAND DR SOUTHFIELD,MI 48075	NONE	EXEMPT	COMMUNITY OUTREACH & DISASTER RELIEF	11,200
SHRINERS HOSP FOR CHILDR SHRINERS HOSPITAL FOR CHILDREN3229 BURNET AVE 3229 BURNET AVE CINCINNATI,OH 45229	NONE	EXEMPT HOSP	BURN CENTER	3,500
SIOUX NATION RELIEF FUND SIOUX NATION RELIEF FUNDPO BOX 5092 PO BOX 5092 SIOUX FALLS,SD 57117	NONE	EXEMPT	COMMUNITY HELP FOR SIOUX INDIANS	170
SOLIDERS' ANGELS SOLIDERS' ANGELSPPO BOX 758513 PO BOX 758513 TOPEKA,KS 66675	NONE	EXEMPT	AID TO MILITARY TROOPS	700
SOUTHWEST INDIAN RELIEF SOUTHWEST INDIAN RELIEFPO BOX 16777 PO BOX 16777 MESA,AZ 85211	NONE	EXEMPT	COMMUNITY HELP FOR NATIVE AMERICANS	100
ST JOSEPH'S INDIAN SCHOOL ST JOSEPH'S INDIAN SCHOOLPO BOX 300 PO BOX 300 CHAMBERLAIN,SD 57325	NONE	EXEMPT	EDUCATION FOR CHILDREN	200
ST LABRE INDIAN SCHOOL ST LABRE INDIAN SCHOOL1000 TONGUE RIVER RD 1000 TONGUE RIVER RD ASHLAND,MT 59004	NONE	EXEMPT	EDUCATION FOR CHILDREN	575
STUART CONGREGATIONAL CHURCH STUART CONGREGATIONAL CHURCH3110 SOUTHEAST ASTER LANE 3110 SOUTHEAST ASTER LANE STUART,FL 34994	NONE	EXEMPT	OLD SCHOOL LEADERSHIP TRAINING PROG	16,500
THE USO THE USOPPO BOX 96860 PO BOX 96860 WASHINGTON,DC 20077	NONE	EXEMPT	SUPPORT FOR AMERICAN TROOPS	750
UMRC HERITAGE FOUNDATION UMRC HERITAGE FOUNDATION805 WEST MIDDLE ST 805 WEST MIDDLE ST CHELSEA,MI 48118	NONE	EXEMPT	RETIREMENT COMMUNITY BENEVOL CARE	250
US OLYMPIC COMMITTEE US OLYMPIC COMMITTEEPO BOX 7010 PO BOX 7010 ALBERT LEA,MN 56007	NONE	EXEMPT	SUPPORT US OLYMPIC ATHLETES	250
VOLUNTEERS OF AMERICA VOLUNTEERS OF AMERICAPO BOX 5230 PO BOX 5230 CLEVELAND,OH 44101	NONE	EXEMPT	COMMUNITY OUTREACH	100
WORLD WILDLIFE FUND WORLD WILDLIFE FUNDPO BOX 96555 PO BOX 96555 WASHINGTON,DC 20077	NONE	EXEMPT	DEFEND WILD ANIMALS AND HABITATS	50
WOUNDED WARRIOR PROJECT WOUNDED WARRIOR PROJECTPO BOX 758516 PO BOX 758516 TOPEKA,KS 66675	NONE	EXEMPT	HELPING DISABLED VETERANS	1,200
Total  3a				163,649

TY 2011 Accounting Fees Schedule

Name: ANNABELLE FOUNDATION

EIN: 20-5184989

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,400	850		

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

TY 2011 Amortization Schedule

Name: ANNABELLE FOUNDATION

EIN: 20-5184989

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
AMORTIZATION OF ORGANIZATION COSTS	2006-07-01	7,268	2,182	180	484			2,666

TY 2011 Compensation Explanation

Name: ANNABELLE FOUNDATION

EIN: 20-5184989

Person Name	Explanation
JAY B COLVIN	

**TY 2011 Investments Corporate
Bonds Schedule****Name:** ANNABELLE FOUNDATION**EIN:** 20-5184989

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MUTUAL INTRN'T FIXED FUND		
MUTUAL FIXED FUNDS	1,287,297	1,268,613
MUTUAL EQUITY FUNDS		

**TY 2011 Investments Corporate
Stock Schedule****Name:** ANNABELLE FOUNDATION**EIN:** 20-5184989

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUND INTNL EQUITY	214,506	198,085
MUTUAL EQUITY FUNDS	1,126,510	1,120,537
COMMON STOCK	73,174	2,982,168

TY 2011 Investments - Other Schedule**Name:** ANNABELLE FOUNDATION**EIN:** 20-5184989

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS-ALTERNATIVE	AT COST	404,116	384,057
MUTUAL FUNDS INT'L ALTER	AT COST	136,100	124,192
STOCK-ALTERNATIVE	AT COST	48,808	59,277

TY 2011 Other Assets Schedule

Name: ANNABELLE FOUNDATION

EIN: 20-5184989

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ORGANIZATION COST, NET	5,088	4,604	4,604

TY 2011 Other Professional Fees Schedule**Name:** ANNABELLE FOUNDATION**EIN:** 20-5184989

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PLANTE MORAN TRUSTEE FEES	52,243	52,243		
PROFESSIONAL ADVISORS	3,250	1,625		1,625
LEGAL FEES	9,304	4,652		4,652

TY 2011 Taxes Schedule

Name: ANNABELLE FOUNDATION

EIN: 20-5184989

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,022	1,022		
FEDERAL EXCISE TAX	14,640			