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

2011

Department of the Treasury
Internal Revenue Service

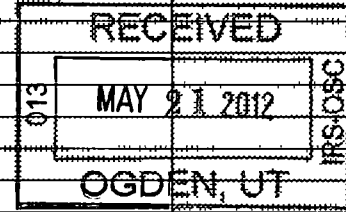
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning

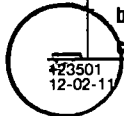
, and ending

Name of foundation ZET Foundation		A Employer identification number 20-5819853
Number and street (or P O box number if mail is not delivered to street address) Carter Ledyard & Milburn LLP, 2 Wall St	Room/suite	B Telephone number 212-732-3200
City or town, state, and ZIP code New York, NY 10005		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 87516.62	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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	24151.00		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3.00	3.00		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21398.12			Statement 1
	b Gross sales price for all assets on line 6a	66263.40			
	7 Capital gain net income (from Part IV, line 2)		42122.80		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	773.10	0.00		Statement 3	
12 Total. Add lines 1 through 11	46325.22	42125.80			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	850.00	850.00		0.00
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes	576.85	576.85		0.00
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	412.11	412.11		0.00	
24 Total operating and administrative expenses. Add lines 13 through 23	1838.96	1838.96		0.00	
25 Contributions, gifts, grants paid	6725.00			6725.00	
26 Total expenses and disbursements. Add lines 24 and 25	8563.96	1838.96		6725.00	
27 Subtract line 26 from line 12	37761.26				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		40286.84			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		6132.83	4368.87	4368.87
	2	Savings and temporary cash investments		1577.38	21107.75	21107.75
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations				
	b	Investments - corporate stock Stmt 9		63093.98	82038.83	62040.00
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		70804.19	107515.45	87516.62	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.00	0.00		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		63093.98	63093.98		
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.00	0.00		
29	Retained earnings, accumulated income, endowment, or other funds		7710.21	44421.47		
30	Total net assets or fund balances		70804.19	107515.45		
31	Total liabilities and net assets/fund balances		70804.19	107515.45		

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	70804.19
2	Enter amount from Part I, line 27a	2	37761.26
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	1050.00
4	Add lines 1, 2, and 3	4	109615.45
5	Decreases not included in line 2 (itemize) ▶ See Statement 8	5	2100.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	107515.45

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a				
b	See Attached Statements			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	66263.40	24140.60	42122.80	
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				
b				
c				
d				
e			42122.80	
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	42122.80
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	12700.00	67348.95	.188570
2009	3849.00	41530.68	.092678
2008	14436.96	37000.63	.390181
2007	16390.00	44240.70	.370473
2006	9850.00	13814.38	.713025

2	Total of line 1, column (d)	2	1.754927
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	.350985
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3142.37
5	Multiply line 4 by line 3	5	1102.92
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	402.87
7	Add lines 5 and 6	7	1505.79
8	Enter qualifying distributions from Part XII, line 4	8	6725.00

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	402.87
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.00
3	Add lines 1 and 2	3	402.87
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	402.87
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	0.00
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	402.87
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10	X	

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?
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.

1c Did the foundation file Form 1120-POL for this year?

2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.
(1) On the foundation \$ 0.00 (2) On foundation managers \$ 0.00

3 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.00

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year?
If "Yes," complete Part II, col. (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see instructions) DE, CT

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses Stmt 10

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>H. Shepard Boone</u> Telephone no. ▶ <u>212-269-7863</u> Located at ▶ <u>Ingalls & Snyder LLC, 61 Broadway, New York, NY</u> ZIP+4 ▶ <u>10006</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶		16	Yes No X X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		
		N/A	
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?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
		N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.)		
		N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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.

(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
H. Shepard Boone 12 Verona Drive Riverside, CT 06878	Director, Pres. & Treasurer	0.00	0.00	0.00
Jennifer Zachar Boone 12 Verona Drive Riverside, CT 06878	Director, Vice Pres. & Secy	0.00	0.00	0.00

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments See instructions	
Total. Add lines 1 through 3 ▶	0.00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2868.96
b	Average of monthly cash balances	1b	321.26
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3190.22
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	3190.22
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	47.85
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3142.37
6	Minimum investment return. Enter 5% of line 5	6	157.12

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

1	Minimum investment return from Part X, line 6	1	157.12
2a	Tax on investment income for 2011 from Part VI, line 5	2a	402.87
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	402.87
3	Distributable amount before adjustments Subtract line 2c from line 1	3	0.00
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	0.00
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	0.00

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	6725.00
b	Program-related investments - total from Part IX-B	1b	0.00
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	6725.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	402.87
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6322.13

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				0.00
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.00	
b Total for prior years		0.00		
3 Excess distributions carryover, if any, to 2011				
a From 2006	9420.51			
b From 2007	14671.44			
c From 2008	12869.71			
d From 2009	1999.98			
e From 2010	9961.76			
f Total of lines 3a through e	48923.40			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 6725.00				
a Applied to 2010, but not more than line 2a			0.00	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2011 distributable amount				0.00
e Remaining amount distributed out of corpus	6725.00			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	55648.40			
b Prior years' undistributed income Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.00		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr.			0.00	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.00
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	9420.51			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	46227.89			
10 Analysis of line 9.				
a Excess from 2007	14671.44			
b Excess from 2008	12869.71			
c Excess from 2009	1999.98			
d Excess from 2010	9961.76			
e Excess from 2011	6725.00			

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

N/A

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

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

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

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

1 Information Regarding Foundation Managers:

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

H. Shepard Boone

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	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 Rider		General Purpose		6725.00
Total			▶ 3a	6725.00
b Approved for future payment				
None				
Total			▶ 3b	0.00

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011**Name of the organization**

ZET Foundation

Employer identification number

20-5819853

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

Employer identification number

ZET Foundation

20-5819853

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	H. Shepard Boone 12 Verona Drive Riverside, CT 06878	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization ZET Foundation	Employer identification number 20-5819853
---	---

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	10000 shs Silverleaf Resorts Inc. _____ _____ _____	\$ 24151.00	04/01/11
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization ZET Foundation	Employer identification number 20-5819853
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

ZET Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a 5000 shs Regal Petroleum PLC	P	10/25/10	01/13/11
b 2000 shs Silverleaf Resorts Inc.	P	11/12/09	02/04/11
c 5000 shs Regal Petroleum PLC	P	10/25/10	02/08/11
d 2341 shs Regal Petroleum PLC	P	10/25/10	02/14/11
e 492 shs Regal Petroleum PLC	P	10/25/10	02/15/11
f 123 shs Regal Petroleum PLC	P	10/25/10	02/16/11
g 258 shs Regal Petroleum PLC	P	10/25/10	02/17/11
h 1786 shs Regal Petroleum PLC	P	10/25/10	02/18/11
i 1971 shs Medipattern Corp.	P	06/11/09	02/18/11
j 662 shs Silverleaf Resorts Inc.	P	11/12/09	03/14/11
k 5157 shs Silverleaf Resorts Inc.	P	12/01/09	04/21/11
l 7181 shs Silverleaf Resorts Inc.	P	12/01/09	04/25/11
m 1627 shs Eastern Star Gas	P	02/07/07	07/21/11
n 650 shs Eastern Star Gas	P	02/07/07	07/28/11
o 651 shs Eastern Star Gas	P	02/07/07	08/01/11

(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 2064.84		1370.00	694.84
b 4864.91		1831.86	3033.05
c 2977.54		1370.00	1607.54
d 1354.90		578.73	776.17
e 291.89		121.63	170.26
f 71.40		30.41	40.99
g 148.66		63.78	84.88
h 1065.83		441.53	624.30
i 979.92		365.28	614.64
j 1622.97		606.35	1016.62
k 12520.84		3833.19	8687.65
l 17439.07		4309.50	13129.57
m 1542.69		384.79	1157.90
n 619.24		153.73	465.51
o 628.00		153.96	474.04

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			694.84
b			3033.05
c			1607.54
d			776.17
e			170.26
f			40.99
g			84.88
h			624.30
i			614.64
j			1016.62
k			8687.65
l			13129.57
m			1157.90
n			465.51
o			474.04

2 Capital gain net income or (net capital loss) (If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7)	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3

ZET Foundation

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
1a 791 shs Eastern Star Gas	P	02/07/07	08/17/11
b 1281 shs Eastern Star Gas	P	02/07/07	09/01/11
c 10000 Sierra Ruttle Ltd.	P	01/26/09	10/10/11
d 10000 Sierra Ruttle Ltd.	P	07/22/09	10/20/11
e 10000 Sierra Ruttle Ltd.	P	05/13/11	10/20/11
f 5000 shs Electronic Gane Cards Inc.	P	12/28/06	11/08/11
g 500 shs Vical Inc.	P	09/24/10	12/20/11
h			
i			
j			
k			
l			
m			
n			
o			

(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 657.31		187.07	470.24
b 1083.53		302.96	780.57
c 4676.52		3273.80	1402.72
d 4699.07		688.00	4011.07
e 4699.07		2049.19	2649.88
f 0.24		849.84	<849.60>
g 2254.96		1175.00	1079.96
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
a			470.24
b			780.57
c			1402.72
d			4011.07
e			2649.88
f			<849.60>
g			1079.96
h			
i			
j			
k			
l			
m			
n			
o			

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	42122.80
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
5000 shs Regal Petroleum PLC	Purchased	10/25/10	01/13/11	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2064.84	1325.36	0.00	0.00	739.48

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
2000 shs Silverleaf Resorts Inc.	Purchased	11/12/09	02/04/11	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4864.91	3830.75	0.00	0.00	1034.16

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
5000 shs Regal Petroleum PLC	Purchased	10/25/10	02/08/11	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2977.54	1325.36	0.00	0.00	1652.18

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
2341 shs Regal Petroleum PLC	1354.90	620.53	0.00	0.00	0.00	734.37

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
492 shs Regal Petroleum PLC	291.89	130.42	0.00	0.00	0.00	161.47

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
123 shs Regal Petroleum PLC	71.40	32.60	0.00	0.00	0.00	38.80

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
258 shs Regal Petroleum PLC	148.66	68.39	0.00	0.00	0.00	80.27

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
1786 shs Regal Petroleum PLC	Purchased	10/25/10	02/18/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
1065.83	473.42	0.00	0.00
(f) Gain or Loss			
592.41			

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
1971 shs Medipattern Corp.	Purchased	06/11/09	02/18/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
979.92	236.47	0.00	0.00
(f) Gain or Loss			
743.45			

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
662 shs Silverleaf Resorts Inc.	Purchased	11/12/09	03/14/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
1622.97	1267.98	0.00	0.00
(f) Gain or Loss			
354.99			

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
5157 shs Silverleaf Resorts Inc.	Purchased	12/01/09	04/21/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
12520.84	9877.60	0.00	0.00
(f) Gain or Loss			
2643.24			

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
7181 shs Silverleaf Resorts Inc.	17439.07	13754.32	0.00	0.00	3684.75	Purchased 12/01/09 04/25/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
1627 shs Eastern Star Gas	1542.69	1269.06	0.00	0.00	273.63	Purchased 02/07/07 07/21/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
650 shs Eastern Star Gas	619.24	507.00	0.00	0.00	112.24	Purchased 02/07/07 07/28/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
(a) Description of Property				Manner Acquired	Date Acquired	Date Sold
651 shs Eastern Star Gas	628.00	507.78	0.00	0.00	120.22	Purchased 02/07/07 08/01/11

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
791 shs Eastern Star Gas	657.31	616.98	0.00	0.00	40.33

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1281 shs Eastern Star Gas	1083.53	999.18	0.00	0.00	84.35

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10000 Sierra Ruttle Ltd.	4676.52	1980.90	0.00	0.00	2695.62

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10000 Sierra Ruttle Ltd.	4699.07	1980.90	0.00	0.00	2718.17

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
10000 Sierra Ruttle Ltd.	Purchased	05/13/11	10/20/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
4699.07	2049.19	0.00	0.00
(f) Gain or Loss	2649.88		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
5000 shs Electronic Gane Cards Inc.	Purchased	12/28/06	11/08/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
0.24	849.84	0.00	0.00
(f) Gain or Loss	<849.60>		

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
500 shs Vical Inc.	Purchased	09/24/10	12/20/11
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.
2254.96	1161.25	0.00	0.00
(f) Gain or Loss	1093.71		

Capital Gains Dividends from Part IV	0.00
Total to Form 990-PF, Part I, line 6a	21398.12

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Ingalls & Snyder LLC	3.00	0.00	3.00
Total to Fm 990-PF, Part I, ln 4	3.00	0.00	3.00

Form 990-PF	Other Income		Statement	3
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Polo Resources Ltd. (Return of Capital)	773.10	0.00		
Total to Form 990-PF, Part I, line 11	773.10	0.00		

Form 990-PF	Legal Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Legal fees (Tax Preparation)	850.00	850.00		0.00	
To Fm 990-PF, Pg 1, ln 16a	850.00	850.00		0.00	

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Excise Tax	576.85	576.85		0.00	
To Form 990-PF, Pg 1, ln 18	576.85	576.85		0.00	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Service Fees	168.00	168.00		0.00	
Statutory Fee (Delaware)	221.16	221.16		0.00	
Checkbook Reorder	22.95	22.95		0.00	
To Form 990-PF, Pg 1, ln 23	412.11	412.11		0.00	

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	7
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Description	Amount
Checks written in 2011 but clearing in 2012	1050.00
Total to Form 990-PF, Part III, line 3	1050.00

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	8
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Description	Amount
Checks written in 2010 but clearing in 2011	2100.00
Total to Form 990-PF, Part III, line 5	2100.00

Form 990-PF	Corporate Stock	Statement	9
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Description	Book Value	Fair Market Value
See attached	82038.83	62040.00
Total to Form 990-PF, Part II, line 10b	82038.83	62040.00

Form 990-PF

List of Substantial Contributors
Part VII-A, Line 10

Statement 10

Name of Contributor

Address

H. Shepard & Jennifer Boone

12 Verona Drive
Riverside , CT 06878

ZET 2011 Charitable Contributions

<u>Date</u>	<u>Check #</u>	<u>Party</u>	<u>Amount</u>
2/9/2011	192 ✓	Community Answers	\$ 100.00
2/11/2011	193 ✓	The Elephant Sanctuary	\$ 100.00
4/6/2011	194 ✓	Greenwich Firefighters	\$ 100.00
4/12/2011	195 ✓	Riverside School PTA	\$ 1,000.00
5/2/2011	196 ✓	Colgate University	\$ 2,000.00
10/25/2011	199 ✓	Movember	\$ 250.00
10/25/2011	200 ✓	William A Mitchell Foundation	\$ 200.00
10/27/2011	201 ✓	Riverside School PTA	\$ 250.00
12/13/2011	202 ✓	Eastern Middle School	\$ 75.00
12/15/2011	203	Beyond the 11th	\$ 350.00
12/15/2011	204 ✓	Smile Train	\$ 350.00
12/15/2011	205	CT Food Bank	\$ 350.00
12/15/2011	206 ✓	Dana Farber Cancer Institute	\$ 350.00
12/15/2011	207	The Children's Fund for GSD Research	\$ 350.00
12/15/2011	208 ✓	St. Jude's Children's Research Hospital	\$ 350.00
12/15/2011	209 -	AmeriCares	\$ 350.00
12/15/2011	210 ✓	Hill House	\$ 100.00
12/15/2011	211 ✓	Sound Beach Volunteer Fire Department	\$ 100.00
			<u>\$ 6,725.00</u>

SCHEDULE OF CAPITAL GAINS AND LOSSES

01/01/2011 - 12/31/2011

SHARES OR FACE VALUE	SECURITY NAME	PURCHASE /SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS	LONG SHRT
5,000	REGAL PETROLEUM PLC	10/25/10 01/13/11	1,370.00	2,064.84	694.84	S
2,000	SILVERLEAF RESORTS INC	11/12/09 02/04/11	1,831.86	4,864.91	3,033.05	L
5,000	REGAL PETROLEUM PLC	10/25/10 02/08/11	1,370.00	2,977.54	1,607.54	S
2,341	REGAL PETROLEUM PLC	11/05/10 02/14/11	578.73	1,354.90	776.17	S
492	REGAL PETROLEUM PLC	11/05/10 02/15/11	121.63	291.89	170.26	S
123	REGAL PETROLEUM PLC	11/05/10 02/16/11	30.41	71.40	40.99	S
258	REGAL PETROLEUM PLC	11/05/10 02/17/11	63.78	148.66	84.88	S
1,786	REGAL PETROLEUM PLC	11/05/10 02/18/11	441.53	1,065.83	624.30	S
10,000			2,606.08	5,910.22	3,304.14	
1,971	THE MEDIPATTERN CORP	06/11/09 02/18/11	365.28	979.92	614.64	L
662	SILVERLEAF RESORTS INC	11/12/09 03/14/11	606.35	1,622.97	1,016.62	L
2,338	SILVERLEAF RESORTS INC	11/12/09 04/21/11	2,141.44	5,676.50	3,535.06	L
2,819	SILVERLEAF RESORTS INC	12/01/09 04/21/11	1,691.75	6,844.34	5,152.59	L
7,181	SILVERLEAF RESORTS INC	12/01/09 04/25/11	4,309.50	17,439.07	13,129.57	L
13,000			8,749.04	31,582.88	22,833.84	
1,627	EASTERN STAR GAS	02/07/07 07/21/11	384.79	1,542.69	1,157.90	L
650	EASTERN STAR GAS	02/07/07 07/28/11	153.73	619.24	465.51	L
651	EASTERN STAR GAS	02/07/07 08/01/11	153.96	628.00	474.04	L
791	EASTERN STAR GAS	02/07/07 08/17/11	187.07	657.31	470.24	L
1,281	EASTERN STAR GAS	02/07/07 09/01/11	302.96	1,083.53	780.57	L
5,000			1,182.51	4,530.77	3,348.26	
1	CASH IN LIEU ADJUSTMENT	10/07/11 10/07/11	773.10	773.10	0.00	S
2,000	SIERRA RUTILE LTD	07/12/07 10/10/11	2,886.40	935.30	1,951.10	L
8,000	SIERRA RUTILE LTD	01/26/09 10/10/11	387.40	3,741.22	3,353.82	L

SCHEDULE OF CAPITAL GAINS AND LOSSES

01/01/2011 - 12/31/2011

SHARES OR FACE VALUE	SECURITY NAME	PURCHASE /SALE DATE	TOTAL COST	PROCEEDS	REALIZED GAIN/LOSS	LONG SHRT
10,000	SIERRA RUTILE LTD	07/22/09 10/20/11	688.00	4,699.07	4,011.07	L
10,000	SIERRA RUTILE LTD	05/13/11 10/20/11	2,049.19	4,699.07	2,649.88	S
30,000			6,010.99	14,074.66	8,063.67	
5,000	ELECTRONIC GAME CARDS INC	12/28/06 11/08/11	849.83	0.24	849.59	L
500	VICAL INC	09/24/10 12/20/11	1,175.00	2,254.96	1,079.96	L
TOTAL SHORT TERM.			6,798.37	13,447.23	6,648.86	
TOTAL LONG TERM			18,115.32	53,589.27	35,473.95	
TOTAL			24,913.69	67,036.50	42,122.81	

THIS SCHEDULE OF CAPITAL GAINS/LOSSES HAS BEEN PREPARED BY
US FOR YOUR CONVENIENCE. PLEASE CONSULT YOUR TAX ACCOUNTANT
REGARDING THESE DETAILS. MARKET PRICES ARE OBTAINED FROM
VARIOUS QUOTATION SOURCES WE BELIEVE TO BE RELIABLE, BUT WE
CANNOT GUARANTEE THEIR ACCURACY.

ZET Foundation

Form 990-PF, Part II Balance Sheets

<u>Investments Corporate Stocks</u>	<u>Book Value</u>	<u>Market Value</u>
1563 shs Afren PLC	\$ 2,413.41	\$ 2,080.00
40000 shs Akela Pharma Inc	5,744.60	5,480.00
40000 shs Aptilon Corp.	4,736.07	2,320.00
15000 shs Aurelian Oil & Gas PLC	4,015.50	3,900.00
1000 shs Avair Pharmaceuticals Inc.	7,525.00	4,100.00
10000 shs Bioexx Specialty Proteins	5,681.50	1,570.00
4000 Cluff Gold PLC	1,233.20	4,224.00
20000 shs Cortex Business Solutions Inc.	5,745.88	4,520.00
10000 shs Guestlogix Inc.	7,659.45	4,410.00
10000 shs Isotechnika Pharma Inc.	3,875.20	1,180.00
9000 shs Kulczyk oil Ventures Inc.	5,127.26	2,970.00
8000 shs Lidco Group	1,321.44	1,984.00
2000 shs Mercator Minerals Lts.	3,192.40	2,962.00
10000 shs Phosphagenics Ltd.	2,385.00	2,040.00
25000 shs Polo Resources Ltd.	1,811.50	1,125.00
28029 shs The Medipattern Corp	3,362.79	4,681.00
8000 shs Rodina Oil Company	2,012.92	744.00
1500 shs Vical Inc.	3,483.75	6,615.00
70000 shs Yangaroo Inc	5,098.51	2,030.00
45000 shs Zoommed Inc.	5,613.45	3,105.00
	<u>5,613.45</u>	<u>3,105.00</u>
Totals	<u><u>\$ 82,038.83</u></u>	<u><u>\$ 62,040.00</u></u>