ORIGINAL

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 , 2011, and ending , 20

Name of foundation THE PHOENIX CHARITABLE FOUNDATION	A Employer identification number 20-6954843
Number and street (or P O box number if mail is not delivered to street address) 100 NE LOOP 410 — Room/suite 1300	B Telephone number (see instructions) (210) 404-2828
City or town state and ZIP code SAN ANTONIO, TX 78216	C If exemption application is pending check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1 Foreign organizations check here ▶ ☐ 2 Foreign organizations meeting the 85% test check here and attach computation ▶ ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A) check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II col (c) line 16)* ▶ $ 47,605 — J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I column (d) must be on cash basis)*	F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b) (c) and (d) may not necessarily equal the amounts in column (a) (see 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)	500,000.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	131.	131	131	ATCH 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV line 2)				
	8 Net short term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	500,131	131	131	
Operating and Administrative Expenses	13 Compensation of officers directors trustees etc	0			
	14 Other employee salaries and wages				
	15 Pension plans employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	1,000		1,000	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	3	3	3	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel conferences and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,003	3	1,003	
	25 Contributions gifts grants paid	624,000			624,000
	26 **Total expenses and disbursements** Add lines 24 and 25	625,003	3	1,003	624,000
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-124,872			
	b **Net investment income** (if negative enter 0)		128		
	c **Adjusted net income** (if negative, enter 0)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash non interest bearing			
	2	Savings and temporary cash investments	173,977	49,105	49,105
	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 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			
	10 a	Investments U S and state government obligations (attach schedule)			
	b	Investments corporate stock (attach schedule)			
	c	Investments corporate bonds (attach schedule)			
	11	Investments land buildings and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments mortgage loans			
	13	Investments other (attach schedule)			
	14	Land buildings and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers see the instructions Also see page 1 item I)	173,977	49,105	49,105
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	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			
	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	173,977	49,105	
	30	**Total net assets or fund balances** (see instructions)	173,977	49,105	
	31	**Total liabilities and net assets/fund balances** (see instructions)	173,977	49,105	

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	173,977
2	Enter amount from Part I line 27a	2	-124,872
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1 2 and 3	4	49,105
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) Part II column (b) line 30	6	49,105

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g real estate 2 story brick warehouse or common stock 200 shs MLC Co)	(b) How acquired P Purchase D Donation	(c) Date acquired (mo day yr)	(d) Date sold (mo day yr)
1a				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) 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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain also enter in Part I line 7 / If (loss) enter 0 in Part I line 7 } 2

3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain also enter in Part I line 8 column (c) (see instructions) If (loss) enter -0 in Part I line 8 } 3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	597,193	132,896	4 493687
2009	73,872	62,276	1 186203
2008	621 552	227 201	2 735692
2007	168,200	363,865	0 462259
2006	348,170	146,606	2 374869

2	Total of line 1 column (d)	2	11 252710
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	2 250542
4	Enter the net value of noncharitable use assets for 2011 from Part X line 5	4	109,868
5	Multiply line 4 by line 3	5	247 263
6	Enter 1% of net investment income (1% of Part I line 27b)	6	1
7	Add lines 5 and 6	7	247,264
8	Enter qualifying distributions from Part XII line 4	8	624,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2) check here ▶ [ ] and enter N/A on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V check here ▶ [X] and enter 1% of Part I line 27b	1	1
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	2	
3	Add lines 1 and 2	3	1
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)	4	0
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less enter 0	5	1
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
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	1
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** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year did the foundation attempt to influence any national state or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is 'Yes to 1a or 1b attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120 POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ________ (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? *If Yes attach a detailed description of the activities*	2		X
3	Has the foundation made any changes not previously reported to the IRS in its governing instrument articles of incorporation or bylaws or other similar instruments? *If Yes attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1 000 or more during the year?	4a		X
b	If Yes has it filed a tax return on **Form 990 T** for this year?	4b	N/A	
5	Was there a liquidation termination dissolution or substantial contraction during the year? *If Yes attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5 000 in assets at any time during the year? *If 'Yes complete Part II col (c) and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX,			
b	If the answer is Yes to line 7 has the foundation furnished a copy of Form 990 PF to the Attorney General (or designate) of each state as required by *General Instruction G? If No attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year did the foundation directly or indirectly own a controlled entity within the meaning of section 512(b)(13)? If Yes attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If Yes attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STAN PARIS Telephone no ▶ (210)404-2828

Located at ▶100 NE LOOP 410, SUITE 1300 SAN ANTONIO, TX ZIP + 4 ▶ 78216

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

and enter the amount of tax exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011 did the foundation have an interest in or a signature or other authority over a bank securities or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90 22 1 If Yes enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the Yes column unless an exception applies			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from lend money to or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods services or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to or pay or reimburse the expenses of a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check No if the foundation agreed to make a grant to or to employ the official for a period after termination of government service if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is Yes to 1a(1) (6) did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d) 3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a other than excepted acts that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011 did the foundation have any undistributed income (lines 6d and 6e Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If Yes list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the years undistributed income? (If applying section 4942(a)(2) to **all** years listed answer No and attach statement see instructions)	2b	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? ☐ Yes ☒ No			
b	If Yes did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26 1969 **(2)** the lapse of the 5 year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest or **(3)** the lapse of the 10 15 or 20 year first phase holding period? *(Use Schedule C Form 4720 to determine if the foundation had excess business holdings in 2011)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

(4) Provide a grant to an organization other than a charitable etc organization described in section 509(a)(1) (2) or (3) or section 4940(d)(2)? (see instructions) [ ] Yes [X] 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 [X] No

b If any answer is Yes to 5a(1) (5) did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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 [X] No

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

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 [X] No

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

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

1 List all officers directors trustees, foundation managers and their compensation (see instructions)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account other allowances
ATTACHMENT 4		0	0	0

2 Compensation of five highest paid employees (other than those included on line 1 see instructions) If none enter NONE

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation s four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served conferences convened research papers produced etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program related investments See instructions 3 NONE	
Total Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable etc purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	111,541
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a b and c)	1d	111,541
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	111,541
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount see instructions)	4	1,673
5	**Net value of noncharitable use assets** Subtract line 4 from line 3 Enter here and on Part V line 4	5	109,868
6	**Minimum investment return** Enter 5% of line 5	6	5,493

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

1	Minimum investment return from Part X line 6			1	5,493
2a	Tax on investment income for 2011 from Part VI line 5	2a	1		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,492
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	5,492
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII line 1			7	5,492

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	624,000
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	624,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I line 27b (see instructions)	5	1
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	623,999

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI line 7				5,492
2	Undistributed income if any as of the end of 2011				
a	Enter amount for 2010 only				
b	Total for prior years 20 09 20 08 20 07				
3	Excess distributions carryover if any to 2011				
a	From 2006 343,691				
b	From 2007 150,369				
c	From 2008 610,236				
d	From 2009 70,758				
e	From 2010 590,554				
f	Total of lines 3a through e	1,765,608			
4	Qualifying distributions for 2011 from Part XII line 4 ▶ $ 624,000				
a	Applied to 2010 but not more than line 2a				
b	Applied to undistributed income of prior years (Election required see instructions)				
c	Treated as distributions out of corpus (Election required see instructions)				
d	Applied to 2011 distributable amount				5,492
e	Remaining amount distributed out of corpus	618,508			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d) the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below**				
a	Corpus Add lines 3f 4c and 4e Subtract line 5	2,384,116			
b	Prior years undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years undistributed income for which a notice of deficiency has been issued or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount see instructions				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount see instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	343,691			
9	**Excess distributions carryover to 2012** Subtract lines 7 and 8 from line 6a	2,040,425			
10	Analysis of line 9				
a	Excess from 2007 150 369				
b	Excess from 2008 610,236				
c	Excess from 2009 70,758				
d	Excess from 2010 590,554				
e	Excess from 2011 618,508				

Part XIV Private Operating Foundations (see instructions and Part VII-A question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers

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

REX AMINI

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 5				
Total			▶ **3a**	624,000
b *Approved for future payment*				
Total			▶ **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income (See 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			14	131	
4 Dividends and interest from securities					
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					
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)				131	

13 Total Add line 12 columns (b) (d) and (e) 13 131

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI A contributed importantly to the accomplishment of the foundation s exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

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

d If the answer to any of the above is 'Yes complete the following schedule Column (b) should always show the fair market value of the goods other assets or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement show in column (d) the value of the goods other assets or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers transactions and sharing arrangements
	N/A		N/A

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

b If Yes, complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury I declare that I have examined this return including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ [signature] | Trustee ▶ 11/14/12

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer s name	Preparer s signature	Date	Check ☐ if self employed	PTIN
Joseph S McLauchlan	[signature]	11/14/2012		P01219334
Firm s name ▶ KPMG LLP			Firm s EIN ▶ 13-5565207	
Firm s address ▶ 300 CONVENT STREET, SUITE 1200 SAN ANTONIO, TX 78205			Phone no 210-227-9272	

Form 990 PF (2011)

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
THE PHOENIX CHARITABLE FOUNDATION

Employer identification number
20-6954843

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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**
Note Only a section 501(c)(7) (8) or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990 EZ that met the 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)

Name of organization THE PHOENIX CHARITABLE FOUNDATION

Employer identification number 20-6954843

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	REX & DEBORAH AMINI 108 BISON ROAD SAN ANTONIO, TX 78232	$ 500,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST INCOME		131	131	131
	TOTAL	131	131	131

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	1,000		1,000	
TOTALS	1,000		1,000	

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEDERAL TAXES	3	3	3
TOTALS	3	3	3

FORM 990PF PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 4

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
REX AMINI 108 BISON ROAD SAN ANTONIO, TX 78232	TRUSTEE NONE	0	0	0
DEBORAH AMINI 108 BISON ROAD SAN ANTONIO, TX 78232	TRUSTEE NONE	0	0	0
	GRAND TOTALS			

FORM 990PF, PART XV GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAMMINISTRIES 5254 BLANCO ROAD SAN ANTONIO TX 78216			151 500
YOUNG LIFE P O BOX 520 COLORADO SPRINGS CO 80901			55 000
THE CHARITY BALL ASSOCIATION P O BOX 6708 SAN ANTONIO TX 78209			2 700
HAVEN FOR HOPE 1 HAVEN FOR HOPE WAY SAN ANTONIO TX 78207			1 000
DOULOUS DISCOVERY MINISTRIES PO BOX 3080 BURNSVILLE MN 55337			1 000
SOUTHWEST FOUNDATION FOR BIOMED RESEARCH 7620 NW LOOP 410 SAN ANTONIO TX 78227			10 000

FORM 990PF, PART XV GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN ANTONIO NON PROFIT COUNCIL 1150 N LOOP 1604 W SUITE 108 511 SAN ANTONIO TX 78248			3 000
TEXAS BIOMED RESEARCH INSTITUTE 7620 NW LOOP 410 SAN ANTONIO TX 78227			260 100
EDIFY 10590 WEST OCEAN AIR DR #300 SAN DIEGO CA 92130			100 000
HUMANE SOCIETY OF SAN ANTONIO 4804 FREDERICKSBURG RD SAN ANTONIO TX 78229			2 000
SUMMIT CHRISTIAN ACADEMY 24165 IH 10 WEST SUITE 217 462 SAN ANTONIO TX 78257			100
PREGNANCY CARE CENTER 7210 LOUIS PASTEUR SUITE SAN ANTONIO TX 78229			1 000

FORM 990PF, PART XV GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5 (CONT D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NOBELITY PROJECT 2600 CUERNAVACA DRIVE AUSTIN TX 78733			250
NATIONAL OVARIAN CANER COALITION 2501 OAK LAWN AVENUE SUITE 435 DALLAS TX 75219			100
KIPP ASPIRE 731 FREDERICKSBURG RD SAN ANTONIO TX 78201			10 000
BLUEPRINT MINISTRIES PO BOX 782128 SAN ANTONIO TX 78278			1 000
INTERMOUNTAIN 500 S LAMBORN ST HELENA MT 59601			25 000
SAN ANTONIO STOCK SHOW P O BOX 200230 SAN ANTONIO TX 78220			250
		TOTAL CONTRIBUTIONS PAID	624,000.

Form **8868**
(Rev January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545 1709

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

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

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

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

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

A corporation required to file Form 990 T and requesting an automatic 6 month extension check this box and complete Part I only ▶ [ ]

All other corporations (including 1120 C filers) partnerships REMICs and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer see instructions
THE PHOENIX CHARITABLE FOUNDATION

Employer identification number (EIN) or
[X] 20-6954843

Number street and room or suite no If a P O box see instructions
100 NE LOOP 410, SUITE 1300

Social security number (SSN)
[ ]

City town or post office state and ZIP code For a foreign address see instructions
SAN ANTONIO, TX 78216

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990 T (corporation)	07
Form 990 BL	02	Form 1041 A	08
Form 990 EZ	01	Form 4720	09
Form 990 PF	04	Form 5227	10
Form 990 T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990 T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ STAN PARIS

Telephone No ▶ 210 404-2828 FAX No ▶ 210 404-1301

- If the organization does not have an office or place of business in the United States check this box ▶ [ ]
- If this is for a Group Return enter the organization s four digit Group Exemption Number (GEN) ______ If this is for the whole group check this box ▶ [ ] If it is for part of the group check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3 month (6 months for a corporation required to file Form 990 T) extension of time until 08/15 20 12 to file the exempt organization return for the organization named above The extension is for the organization s return for
▶ [X] calendar year 20 11 or
▶ [ ] tax year beginning ______ 20 ___ and ending ______ 20 ___

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

3a	If this application is for Form 990 BL 990 PF 990 T 4720 or 6069 enter the tentative tax less any nonrefundable credits See instructions	3a	$
b	If this application is for Form 990 PF 990 T 4720 or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$
c	**Balance due** Subtract line 3b from line 3a Include your payment with this form if required by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$

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

- If you are filing for an **Additional (Not Automatic) 3 Month Extension, complete only Part II** and check this box ▶ [X]

Note Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3 Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time Only file the original (no copies needed)

Enter filer s identifying number see instructions

Type or print	Name of exempt organization or other filer see instructions THE PHOENIX CHARITABLE FOUNDATION	Employer identification number (EIN) or [X] 20-6954843
File by the due date for filing your return See instructions	Number street and room or suite no If a P O box see instructions 100 NE LOOP 410, SUITE 1300	Social security number (SSN) [ ]
	City town or post office state and ZIP code For a foreign address see instructions SAN ANTONIO, TX 78216	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990 BL	02	Form 1041 A	08
Form 990 EZ	01	Form 4720	09
Form 990 PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3 month extension on a previously filed Form 8868

- The books are in the care of ▶ STAN PARIS
  Telephone No ▶ 210 404-2828 FAX No ▶ 210 404-1301
- If the organization does not have an office or place of business in the United States check this box ▶ [ ]
- If this is for a Group Return enter the organization s four digit Group Exemption Number (GEN) ______ If this is for the whole group check this box ▶ [ ] If it is for part of the group check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3 month extension of time until 11/15 20 12

5 For calendar year 2011 or other tax year beginning ______ 20___ and ending ______ 20___

6 If the tax year entered in line 5 is for less than 12 months check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a	If this application is for Form 990-BL 990 PF 990 T 4720 or 6069 enter the tentative tax less any nonrefundable credits See instructions	8a	$ 0
b	If this application is for Form 990-PF 990 T 4720 or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0
c	**Balance Due** Subtract line 8b from line 8a Include your payment with this form if required by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification must be completed for Part II only

Under penalties of perjury I declare that I have examined this form including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete and that I am authorized to prepare this form

Signature ▶ Title ▶ CPA Date ▶ 08/07/2012

• If you are filing for an **Additional (Not Automatic) 3 Month Extension, complete only Part II** and check this box ▶ [X]

Note Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3 Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time** Only file the original (no copies needed)

Enter filer s identifying number see instructions

Type or print	Name of exempt organization or other filer see instructions THE PHOENIX CHARITABLE FOUNDATION	Employer identification number (EIN) or [X] 20-6954843
File by the due date for filing your return See instructions	Number street and room or suite no If a P O box see instructions 100 NE LOOP 410 SUITE 1300	Social security number (SSN) [ ]
	City town or post office state and ZIP code For a foreign address see instructions SAN ANTONIO TX 78216	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990 BL	02	Form 1041 A	08
Form 990 EZ	01	Form 4720	09
Form 990 PF	04	Form 5227	10
Form 990 T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990 T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3 month extension on a previously filed Form 8868

• The books are in the care of ▶ STAN PARIS

Telephone No ▶ 210 404-2828 FAX No ▶ 210 404-1301

• If the organization does not have an office or place of business in the United States check this box ▶ [ ]

• If this is for a Group Return enter the organization s four digit Group Exemption Number (GEN) ______ If this is for the whole group check this box ▶ [ ] If it is for part of the group check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3 month extension of time until 11/15 20 12

5 For calendar year 2011 or other tax year beginning ______ 20 ___ and ending ______ 20 ___

6 If the tax year entered in line 5 is for less than 12 months check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a	If this application is for Form 990 BL 990 PF 990 T 4720 or 6069 enter the tentative tax less any nonrefundable credits See instructions	8a	$ 0
b	If this application is for Form 990 PF 990 T 4720 or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 0
c	**Balance Due** Subtract line 8b from line 8a Include your payment with this form if required by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification must be completed for Part II only

Under penalties of perjury I declare that I have examined this form including accompanying schedules and statements and to the best of my knowledge and belief it is true correct and complete and that I am authorized to prepare this form

Signature ▶ Title ▶ CPA Date ▶ 08/07/2012