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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

PO BOX 206

A Employer identification number

22-2478755

City or town, state, and ZIP code

NORWALK, CT 06852-0206

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

Section 501(c)(3) exempt private foundation

 Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method

Cash

Accrual

(from Part II, col. (c), line 16)

(Part I, column (d) must be on cash basis)

► \$ 16935290

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				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		9257.	9257.		STATEMENT 1
4 Dividends and interest from securities		555030.	555030.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3299209.			
b Gross sales price for all assets on line 6a		3998965.			
7 Capital gain net income (from Part IV, line 2)			3299209.		
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		105.	105.		STATEMENT 3
12 Total. Add lines 1 through 11		3863601.	3863601.		
13 Compensation of officers, directors, trustees, etc		50000.	0.		50000.
14 Other employee salaries and wages		60000.	0.		60000.
15 Pension plans, employee benefits					
16a Legal fees	STMT 4	1197.	0.		1197.
b Accounting fees	STMT 5	9708.	0.		9708.
c Other professional fees					
17 Interest					
18 Taxes	STMT 6	33491.	29074.		4417.
19 Depreciation and depletion		3489.	382.		
20 Occupancy		13200.	0.		13200.
21 Travel, conferences, and meetings		12591.	0.		12591.
22 Printing and publications					
23 Other expenses	STMT 7	70812.	0.		70812.
24 Total operating and administrative expenses. Add lines 13 through 23		254488.	29456.		221925.
25 Contributions, gifts, grants paid		1048315.			1048315.
26 Total expenses and disbursements. Add lines 24 and 25		1302803.	29456.		1270240.
27 Subtract line 26 from line 12		2560798.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			3834145.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.**

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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	951802.	2399167.	2399167.
	2 Savings and temporary cash investments			
	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 ►	7899.		
	Less allowance for doubtful accounts ►	0.	7899.	7899.
	8 Inventories for sale or use	10000.		
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	STMT 8	162269.	101282.
	b Investments - corporate stock	STMT 9	5260383.	6231254.
	c Investments - corporate bonds	STMT 10	1439026.	1591689.
	11 Investments - land, buildings, and equipment basis ►			
Liabilities	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ►	6525.		
	Less accumulated depreciation	STMT 11 ► 5023.	2056.	1502.
	15 Other assets (describe ►	STATEMENT 12)	0.	53429.
				53429.
	16 Total assets (to be completed by all filers)	7825536.	10386222.	16935290.
	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 ►	STATEMENT 13)	112.	0.
	23 Total liabilities (add lines 17 through 22)	112.	0.	
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	7586315.	7586315.	
	29 Retained earnings, accumulated income, endowment, or other funds	239109.	2799907.	
	30 Total net assets or fund balances	7825424.	10386222.	
	31 Total liabilities and net assets/fund balances	7825536.	10386222.	

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	7825424.
2 Enter amount from Part I, line 27a	2	2560798.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	10386222.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10386222.

123511
12-02-11

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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	SEE ATTACHED STATEMENTS				
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	3998965.	699756.	3299209.		
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			
a					
b					
c					
d					
e					3299209.
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	3299209.	
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	1175697.	15209989.	.077298
2009	1213307.	14002439.	.086650
2008	1402742.	17271868.	.081215
2007	1169008.	20065634.	.058259
2006	1027229.	18204418.	.056427

2 Total of line 1, column (d)

2 .359849

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 .071970

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 16432539.

5 Multiply line 4 by line 3

5 1182650.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 38341.

7 Add lines 5 and 6

7 1220991.

8 Enter qualifying distributions from Part XII, line 4

8 1270240.

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

**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

<p>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)</p> <p>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</p> <p>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p> <p>3 Add lines 1 and 2</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)</p> <p>5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-</p> <p>6 Credits/Payments</p> <p>a 2011 estimated tax payments and 2010 overpayment credited to 2011</p> <p>b Exempt foreign organizations - tax withheld at source</p> <p>c Tax paid with application for extension of time to file (Form 8868)</p> <p>d Backup withholding erroneously withheld</p> <p>7 Total credits and payments Add lines 6a through 6d</p> <p>8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> If Form 2220 is attached</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid</p> <p>11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">1</td> <td style="width: 90%;">38341.</td> </tr> <tr> <td>2</td> <td>0.</td> </tr> <tr> <td>3</td> <td>38341.</td> </tr> <tr> <td>4</td> <td>0.</td> </tr> <tr> <td>5</td> <td>38341.</td> </tr> <tr> <td>6a</td> <td>6630.</td> </tr> <tr> <td>6b</td> <td></td> </tr> <tr> <td>6c</td> <td></td> </tr> <tr> <td>6d</td> <td></td> </tr> <tr> <td>7</td> <td>6630.</td> </tr> <tr> <td>8</td> <td>419.</td> </tr> <tr> <td>9</td> <td>32130.</td> </tr> <tr> <td>10</td> <td></td> </tr> <tr> <td>11</td> <td></td> </tr> </table> <p style="margin-left: 20px;">Refunded ►</p>	1	38341.	2	0.	3	38341.	4	0.	5	38341.	6a	6630.	6b		6c		6d		7	6630.	8	419.	9	32130.	10		11	
1	38341.																												
2	0.																												
3	38341.																												
4	0.																												
5	38341.																												
6a	6630.																												
6b																													
6c																													
6d																													
7	6630.																												
8	419.																												
9	32130.																												
10																													
11																													

Part VII-A Statements Regarding Activities

<p>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?</p> <p>b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i></p> <p>c Did the foundation file Form 1120-POL for this year?</p> <p>d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.</p> <p>e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.</p> <p>2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i></p> <p>3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i></p> <p>4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?</p> <p>b If "Yes," has it filed a tax return on Form 990-T for this year?</p> <p>5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i></p> <p>6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either</p> <ul style="list-style-type: none"> • 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? <p>7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i></p> <p>8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► DE, CT</p> <p>b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i></p> <p>9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i></p> <p>10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i></p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">Yes</td> <td style="width: 90%;">No</td> </tr> <tr> <td>1a</td> <td>X</td> </tr> <tr> <td>1b</td> <td>X</td> </tr> <tr> <td>1c</td> <td>X</td> </tr> <tr> <td>2</td> <td>X</td> </tr> <tr> <td>3</td> <td>X</td> </tr> <tr> <td>4a</td> <td>X</td> </tr> <tr> <td>4b</td> <td></td> </tr> <tr> <td>5</td> <td>X</td> </tr> <tr> <td>6</td> <td>X</td> </tr> <tr> <td>7</td> <td>X</td> </tr> <tr> <td>8b</td> <td>X</td> </tr> <tr> <td>9</td> <td>X</td> </tr> <tr> <td>10</td> <td>X</td> </tr> </table> <p style="margin-left: 20px;">N/A</p>	Yes	No	1a	X	1b	X	1c	X	2	X	3	X	4a	X	4b		5	X	6	X	7	X	8b	X	9	X	10	X
Yes	No																												
1a	X																												
1b	X																												
1c	X																												
2	X																												
3	X																												
4a	X																												
4b																													
5	X																												
6	X																												
7	X																												
8b	X																												
9	X																												
10	X																												

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	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? Website address ► N/A	13	X
14	The books are in care of ► THE FOUNDATION Located at ► PO BOX 206, NORWALK, CT	Telephone no ► 203-246-2793	ZIP+4 ► 06852-0206
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 X No

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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(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?	1b	
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))	1c X	
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	
b	If "Yes," list the years ►	2b	
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 ►	3b	
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?	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	

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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)?

N/A

►

5b

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?

N/A

Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

7b

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
RODNEY S. EIELSON 4770 SO LAKE DR BOYNTON BEACH, FL 33476	PRESIDENT 5.00	50000.	0.	0.
AMY BLOOM 11 ALDEN AVENUE NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	30000.	0.	0.
LORI G. BRAYTON 9 FIRST STREET NORWALK, CT 06855	SEC TREAS & DIRECTOR 25.00	30000.	0.	0.

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

Form 990-PF (2011)

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.

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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		
Total. Add lines 1 through 3	►	0.

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123561
12-02-11

**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.**

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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	15013254.
b Average of monthly cash balances	1b	1669527.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	16682781.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	16682781.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	250242.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16432539.
6 Minimum investment return. Enter 5% of line 5	6	821627.

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	821627.
2a Tax on investment income for 2011 from Part VI, line 5	2a	38341.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		38341.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		783286.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		783286.
6 Deduction from distributable amount (see instructions)	6		0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		783286.

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		1270240.
b Program-related investments - total from Part IX-B	1b		0.
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		1270240.
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		38341.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6		1231899.

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

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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				783286.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009	525045.			
e From 2010	468166.			
f Total of lines 3a through e	993211.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 1270240.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				783286.
e Remaining amount distributed out of corpus	486954.			0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	1480165.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
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.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1480165.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	525045.			
d Excess from 2010	468166.			
e Excess from 2011	486954.			

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
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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)				
<i>a Paid during the year</i>				
SEE SCHEDULE ATTACHED				<u>1048315.</u>
Total			► 3a	1048315.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

123611 12-02-11

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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	
		(a) Business code	(b) Amount	(c) Exclu- sion 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	9257.	
4 Dividends and interest from securities				14	555030.	
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				14	105.	
8 Gain or (loss) from sales of assets other than inventory				18	3299209.	
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)			0.		3863601.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13		3863601.
(See worksheet in line 13 instructions to verify calculations)						

Relationship of Activities to the Accomplishment of Exempt Purposes

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1) Cash**

- ## (2) Other assets

- ## b Other transactions

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization

- (3) Rental of facilities, equipment, or other assets

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees**

- (6) Performance of services or membership or fundraising solicitations

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

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

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
N/A		

**Sign
Here**

and belief, it is true, correct, and complete Declaration

18/10/12

on of which preparer has any know

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name TUCCI AND BRUNO TAX SERVICES	Preparer's signature 	Date 8-10-12	Check <input type="checkbox"/> if self-employed	PTIN P00580572
	Firm's name ► TUCCI AND BRUNO TAX SERVICES			Firm's EIN ► 06-1363057	
	Firm's address ► 168 EAST AVENUE NORWALK, CT 06851			Phone no	203-866-1433

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	ACCO BRANDS-940 SHS	P		01/03/11
b	ZIMMER HOLDINGS-2000 SHS	P		01/03/11
c	AMERICAN EXP NOTES	P		02/10/11
d	CLARCOR-4000 SHS	P		02/10/11
e	NYSE EURO-739 SHS	P		02/16/11
f	CLARCOR-4000 SHS	P		02/17/11
g	SHERWIN WILLIAMS-4000 SHS	P		02/17/11
h	CITIGROUP FDG-5000 SHS	P		03/23/11
i	SHERWIN WILLIAMS-1000 SHS	P		03/22/11
j	SHERWIN WILLIAMS-2000 SHS	P		04/01/11
k	CLARCOR-8874 SHS	P		03/18/11
l	SHERWIN WILLIAMS-2000 SHS	P		04/20/11
m	EXXON MOBILE-3000 SHS	P		05/27/11
n	CITIGROUP SR NOTES-100000 SHS	P		07/26/11
o	CORTS VI IBM-1900	P		08/30/11

(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 8312.		2024.	6288.
b 109570.		14647.	94923.
c 107750.		96869.	10881.
d 176397.		14874.	161523.
e 27197.		50000.	-22803.
f 173197.		14874.	158323.
g 340594.		4907.	335687.
h 50000.		50000.	0.
i 81995.		1227.	80768.
j 171397.		2453.	168944.
k 381693.		32998.	348695.
l 171997.		2453.	169544.
m 247168.		9286.	237882.
n 101976.		99844.	2132.
o 48877.		47500.	1377.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (l) over col (j), if any	
a			6288.
b			94923.
c			10881.
d			161523.
e			-22803.
f			158323.
g			335687.
h			0.
i			80768.
j			168944.
k			348695.
l			169544.
m			237882.
n			2132.
o			1377.

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 }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 }

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 CORTS VI IBM-100	P		08/30/11
b SHERWIN WILLIAMS-2000 SHS	P		10/11/11
c SHERWIN WILLIAMS-3000 SHS	P		11/30/11
d IBM - 1000 SHS	P		12/05/11
e SHERWIN WILLIAMS-1000 SHS	P		12/05/11
f SHERWIN WILLIAMS-1000 SHS	P		12/06/11
g SHERWIN WILLIAMS-200 SHS	P		12/06/11
h SHERWIN WILLIAMS-800 SHS	P		12/06/11
i CHEVRON-2000 SHS	P		12/27/11
j NATL CITY CAP-CALLED 4000	P		11/15/11
k IBM - 1000 SHS	P		11/14/11
l IBM - 1000 SHS	P		11/14/11
m SHERWIN WILLIAMS-200 SHS	P		11/16/11
n SHERWIN WILLIAMS-1800 SHS	P		11/16/11
o BASIS - BOOKED ORDINARY INCOME	P		12/31/11

(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 2582.		2500.	82.
b 160597.		2453.	158144.
c 258055.		3680.	254375.
d 192856.		18244.	174612.
e 85998.		1227.	84771.
f 86572.		1227.	85345.
g 17128.		245.	16883.
h 68527.		981.	67546.
i 216329.		23425.	192904.
j 100000.		100000.	0.
k 188846.		18244.	170602.
l 189008.		18244.	170764.
m 16978.		245.	16733.
n 152841.		2208.	150633.
o 1650.			1650.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			82.
b			158144.
c			254375.
d			174612.
e			84771.
f			85345.
g			16883.
h			67546.
i			192904.
j			0.
k			170602.
l			170764.
m			16733.
n			150633.
o			1650.

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 }

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

2

3

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 BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
b BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
c BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
d BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
e BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
f US BANK NATL ASSOC BANK HOME MTG RETURN OF PRINC	P		12/31/11
g BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
h MIDFIRST BANK	P		12/31/11
i MIDFIRST BANK	P		12/31/11
j BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
k BANK OF AMERICA GNMA RETURN OF PRINC	P		12/31/11
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 529.		529.	0.
b 18929.		18928.	1.
c 98.		98.	0.
d 19.		19.	0.
e 1850.		1850.	0.
f 243.		243.	0.
g 31629.		31629.	0.
h 41.		41.	0.
i 301.		301.	0.
j 1260.		1260.	0.
k 7979.		7979.	0.
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			1.
c			0.
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
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	3299209.
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

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC
Transactions by Account
As of December 31, 2011

Type	Date	Num	Name	Memo	Amount	Balance
GRANTS						
Check	1/12/2011	5446	GOODSPEED OPERA HOUSE		3,000.00	3,000.00
Check	1/12/2011	5447	AIDS PROJECT NEW HAVEN INC		25,000.00	28,000.00
Check	1/25/2011	5448	HARTFORD SYMPHONY ORCHESTRA INC		1,000.00	29,000.00
Check	2/1/2011	5450	LONG WHARF THEATRE		1,500.00	30,500.00
Check	2/4/2011	5451	STEM CELL RESEARCH		40,000.00	70,500.00
Check	2/4/2011	5452	THE SOUP KITCHEN		2,500.00	73,000.00
Check	2/4/2011	5462	SMART KIDS WITH LEARNING DISABILITIES		1,500.00	74,500.00
Check	2/7/2011	5453	SAN DIEGO RESCUE MISSION		3,000.00	77,500.00
Check	2/7/2011	5454	CANCER CARE OF CT		3,000.00	80,500.00
Check	2/7/2011	5455	THE HUMAN SERVICES COUNCIL		3,000.00	83,500.00
Check	2/8/2011	5456	CAPITAL CLASSIC THEATRE INC		1,000.00	84,500.00
Check	2/8/2011	5457	CAROLINE HOUSE INC		1,500.00	86,000.00
Check	2/8/2011	5458	ST VINCENT DEPAUL		5,000.00	91,000.00
Check	2/8/2011	5459	BOYS & GIRLS CLUBS OF PALM BEACH		2,500.00	93,500.00
Check	2/8/2011	5463	VISITING NURSE & HOSPICE		1,500.00	95,000.00
Check	2/8/2011	5464	NORWALK MARCHING BEARS INC		3,000.00	98,000.00
Check	2/23/2011	5461	SACRED HEART CATHOLIC SCHOOL		12,000.00	110,000.00
Check	2/28/2011	5465	HABITAT FOR HUMANITY OF S. PALM		10,000.00	120,000.00
Check	3/15/2011	5467	MISHKAM ISREAL DAY CARE		1,000.00	121,000.00
Check	3/15/2011	5468	LAWYERS FOR CHILDREN AMERICA INC		1,000.00	122,000.00
Check	3/15/2011	5469	HARC INC		2,500.00	124,500.00
Check	3/18/2011	5478	SPECIAL OLYMPICS		1,500.00	126,000.00
Check	3/18/2011	5479	CHILD GUIDANCE CENTER		1,000.00	127,000.00
Check	3/20/2011	5470	HARTFORD'S CAMP COURANT		1,000.00	128,000.00
Check	3/20/2011	5480	WOMEN'S MENTORING NETWORK		2,000.00	130,000.00
Check	3/20/2011	5481	THE BRIDGE FAMILY CENTER INC		1,000.00	131,000.00
Check	3/27/2011	5471	HIGH HOPES THERAPEUTIC		1,000.00	132,000.00
Check	3/27/2011	5472	SALVATION ARMY OF NORWALK		2,000.00	134,000.00
Check	3/27/2011	5473	CT AUDUBON SOCIETY		1,000.00	135,000.00
Check	3/27/2011	5474	ELDERHOUSE INC		5,000.00	140,000.00
Check	3/27/2011	5475	THE ARC OF GREATER ENFIELD INC		1,500.00	141,500.00
Check	3/27/2011	5482	HARTFORD STAGE COMPANY		2,000.00	143,500.00
Check	4/1/2011	5477	NEW ENGLAND CHAMBER CHOIR		1,000.00	144,500.00
Check	4/1/2011	5486	NORWALK SEAPORT ASSOCIATION		5,000.00	149,500.00
Check	4/1/2011	5487	FARMINGWORKERS CHILDREN		1,000.00	150,500.00
Check	4/17/2011	5483	211 PALM BEACH		1,000.00	151,500.00
Check	4/17/2011	5484	KIDS IN CRISIS INC		3,000.00	154,500.00
Check	4/20/2011	5485	KEVIN M. EIDT MEMORIAL SCHOLARSHIP		1,000.00	155,500.00
Check	4/23/2011	5519	COURAGE TO SPEAK FOUNDATION INC		2,000.00	157,500.00
Check	4/24/2011	5488	ADVENT LUTHERAN CHURCH		25,000.00	182,500.00
Check	4/24/2011	5489	MALTA HOUSE INC		5,000.00	187,500.00
Check	5/1/2011	5490	SAINT MARY'S HOSPITAL		1,000.00	188,500.00
Check	5/1/2011	5491	CARDINAL SHEHAN CENTER		2,000.00	190,500.00
Check	5/1/2011	5549	REGOINAL HOSPICE OF WESTERN CT		2,000.00	192,500.00
Check	5/12/2011	5492	PALM BEACH HABITATION CENTER		1,500.00	194,000.00
Check	5/12/2011	5550	EAST CATHOLIC HIGH SCHOOL		1,000.00	195,000.00
Check	5/19/2011	5493	AMERICAN CANCER SOCIETY		50,000.00	245,000.00
Check	5/22/2011	5494	FAMILY CENTERS INC		2,000.00	247,000.00
Check	5/22/2011	5495	SOUTHERN SCHOLARSHIP FOUNDATION INC		1,000.00	248,000.00
Check	5/22/2011	5496	YOUNG MARINERS FOUNDATION INC		1,000.00	249,000.00
Check	5/22/2011	5497	BRIDGEPORT NEIGHBORHOOD TRUST		2,000.00	251,000.00
Check	5/22/2011	5498	CONNECTICUT 4 - H DEVELOPMENT FUND INC		500.00	251,500.00
Check	5/22/2011	5499	CT BALLET INC		1,000.00	252,500.00
Check	5/22/2011	5500	NORWALK HOUSING FOUNDATION		7,000.00	259,500.00
Check	5/22/2011	5551	FAIRFIELD UNIVERSITY		7,000.00	266,500.00
Check	5/26/2011	5505	YWCA OF SAN DIEGO		3,000.00	269,500.00
Check	6/4/2011	5501	CENTER FOR CONTEMPORARY PRINTMAKING		3,000.00	272,500.00
Check	6/4/2011	5502	DOMESTIC VIOLENCE CRISIS		3,000.00	275,500.00
Check	6/4/2011	5503	JUNIOR ACHIEVEMENTS OF SW CT		2,000.00	277,500.00
Check	6/4/2011	5506	SHORELINE ARTS ALLIANCE		1,000.00	278,500.00
Check	6/4/2011	2221	CLOVER HILL SCHOOL		315.00	278,815.00
Check	6/7/2011	5504	SENIOR COMMUNITY CENTER		1,500.00	280,315.00
Check	6/10/2011	5507	SACRED HEART UNIVERSITY		7,000.00	287,315.00
Check	6/12/2011	5508	YERWOOD CENTER		1,500.00	288,815.00
Check	6/18/2011	5530	ST PHILIP CHURCH		25,000.00	313,815.00
Check	6/19/2011	5509	LYME ACADEMY COLLEGE		1,500.00	315,315.00
Check	6/19/2011	5510	GEORGE WASHINGTON CARVER CENTER		5,000.00	320,315.00
Check	6/19/2011	5553	PREPVENT BLINDNESS TRI-STATE		1,000.00	321,315.00
Check	6/20/2011	5529	THE KENNEDY CENTER INC		1,000.00	322,315.00
Check	7/7/2011	5531	MARINERS HOSPITAL		2,000.00	324,315.00
Check	7/7/2011	5547	CT INSTITUTE FOR THE BLIND		1,500.00	325,815.00

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC
Transactions by Account
As of December 31, 2011

Type	Date	Num	Name	Memo	Amount	Balance
Check	7/9/2011	5532	ST LUKES LIFE WORKER		3,000.00	328,815.00
Check	7/9/2011	5533	HORIZONS STUDENT ENRICHMENT @ NEW CANAAN		2,000.00	330,815.00
Check	7/9/2011	5534	ST VINCENT DEPAUL		1,000.00	331,815.00
Check	7/9/2011	5554	NIANTIC COMMUNITY CHURCH		1,000.00	332,815.00
Check	7/11/2011	5511	CLOVER HILL SCHOOL		30,000.00	362,815.00
Check	7/11/2011	5513	SO OTHERS MAY EAT INCOPORATED		3,000.00	365,815.00
Check	7/11/2011	5514	STEPPING STONES MUSEUM		7,000.00	372,815.00
Check	7/11/2011	5516	MARY STAR OF THE SEA CATHOLIC CHURCH		5,000.00	377,815.00
Check	7/11/2011	5535	VILLA MARIA SCHOOL		1,000.00	378,815.00
Check	7/17/2011	5543	CHRISTIAN FELLOWSHIP CENTER		1,000.00	379,815.00
Check	7/22/2011	5512	NEIGHBORHOOD STUDIOS OF FAIRFIELD COUNTY		2,000.00	381,815.00
Check	7/23/2011	5552	JEWISH FAMILY SERVICES		1,000.00	382,815.00
Check	7/27/2011	5544	ST MARYS MAGDALEN SCHOOL		2,000.00	384,815.00
Check	7/27/2011	5545	BETHEL PUBLIC LIBRARY		2,500.00	387,315.00
Check	8/1/2011	5546	3 KIDS CAMP		2,000.00	389,315.00
Check	8/11/2011	5555	NEW HAVEN HOME RECOVERY		1,000.00	390,315.00
Check	8/11/2011	5605	MERCY HOUSING & SHELTER		2,500.00	392,815.00
Check	8/19/2011	5517	CENTER FOR WOMEN & FAMILIES		3,000.00	395,815.00
Check	8/20/2011	5523	CHILDREN'S HOME SOCIETY OF FLORIDA		1,000.00	396,815.00
Check	8/23/2011	5557	HARTFORD AREA HABITAT FOR HUMANITY		1,500.00	398,315.00
Check	8/31/2011	5518	EARTHPLACE, THE NATURE DISCOVERY CTR INC		3,000.00	401,315.00
Check	9/1/2011	5515	CONNECTICUT BEARDSLEY ZOO		15,000.00	416,315.00
Check	9/1/2011	5524	WOMEN'S RESOURCE CENTER		3,000.00	419,315.00
Check	9/1/2011	5525	SALVATION ARMY A CALIFORNIA CORP		2,500.00	421,815.00
Check	9/1/2011	5526	COMMUNITY COACHING CENTER INC		2,500.00	424,315.00
Check	9/1/2011	5527	MAMA'S KITCHEN		3,000.00	427,315.00
Check	9/1/2011	5559	HOMES WITH HOPE		2,500.00	429,815.00
Check	9/10/2011	5512	THE COVENANT SHELTER OF NEW LONDON INC		5,000.00	434,815.00
Check	9/11/2011	5558	ABILITY BEYOND DISABILITY		2,000.00	436,815.00
Check	9/23/2011	5560	FLORENCE FULLER CHILD DEVELOPMENT		1,000.00	437,815.00
Check	9/23/2011	5561	HENRY MORRISON FLAGLER MUSEUM		1,000.00	438,815.00
Check	9/23/2011	5562	GIANT STEPS AMER INST NEURO INTEGRATED		3,000.00	441,815.00
Check	10/5/2011	5576	NORTH COUNTY LIFELINE INC		1,500.00	443,315.00
Check	10/7/2011	5520	CARIDAD CENTER		10,000.00	453,315.00
Check	10/8/2011	5563	BURROUGHS COMMUNITY		1,000.00	454,315.00
Check	10/10/2011	5564	THE LVA SCHOOL		1,000.00	455,315.00
Check	10/11/2011	5575	REBUILD GLOBAL		1,500.00	456,815.00
Check	10/12/2011	5537	ACHS BAND		10,000.00	466,815.00
Check	10/21/2011	5521	SCHEPENS EYE RESEARCH		5,000.00	471,815.00
Check	10/21/2011	5522	SCHEPENS EYE RESEARCH		15,000.00	486,815.00
Check	10/21/2011	5536	BOCA RATON HISTORIAL SOCIETY		20,000.00	506,815.00
Check	10/28/2011	5542	TRINITY EVANGELICAL FREE CHURCH		25,000.00	531,815.00
Check	10/29/2011	5565	CT RADIO INFORMATION SYSTEM		1,500.00	533,315.00
Check	10/29/2011	5568	TRINITY CHRISTIAN ACADEMY		7,000.00	540,315.00
Check	10/31/2011	5566	STAR INC LIGHTING THE WAY		3,000.00	543,315.00
Check	11/3/2011	5567	NORWALK SYMPHONY SOCIETY INC		5,000.00	548,315.00
Check	11/3/2011	5574	MARITIME MUSEUM OF SAN DIEGO		10,000.00	558,315.00
Check	11/10/2011	5570	YMCA OF GREENWICH		2,500.00	560,815.00
Check	11/11/2011	5540	WOMEN'S CIRCLE		25,000.00	585,815.00
Check	11/24/2011	5571	AMERICARES FREE CLINICS INC		25,000.00	610,815.00
Check	11/24/2011	5572	ZOOLOGICAL SOCIETY OF SAN DIEGO		15,000.00	625,815.00
Check	11/26/2011	5569	WALDORF SCHOOL OF SAN DIEGO		25,000.00	650,815.00
Check	11/28/2011	5539	ACHIEVEMENT CTRS FOR CHILDREN & FAMILIES		10,000.00	660,815.00
Check	11/29/2011	5573	THE MARITIME AQUARIUM		25,000.00	685,815.00
Check	12/1/2011	5579	WESTPORT COUNTRY PLAYHOUSE		5,000.00	690,815.00
Check	12/1/2011	5578	NEW CANAAN NATURE CENTER ASSOCIATION INC		5,000.00	695,815.00
Check	12/1/2011	5580	HOUSATONIC COMMUNITY COLLEDGE FOUNDATION		1,000.00	696,815.00
Check	12/1/2011	5581	BROAD RIVER HOMES		2,500.00	699,315.00
Check	12/1/2011	5587	HANDS ON HARTFORD		2,000.00	701,315.00
Check	12/4/2011	5583	PROJECT RETURN INC		3,000.00	704,315.00
Check	12/4/2011	5584	SARAH FOUNDATION		3,500.00	707,815.00
Check	12/5/2011	5548	WHISPERING MEADOWS EQUINE RESCUE INC		5,000.00	712,815.00
Check	12/6/2011	5582	NORWALK EDUCATION FOUNDATION		8,000.00	720,815.00
Check	12/9/2011	5538	CYSTIC FIBROSIS FOUNDATION		15,000.00	735,815.00
Check	12/9/2011	5590	BETHESDA HOSPITAL		100,000.00	835,815.00
Check	12/12/2011	5585	FAMILY & CHILDREN AGENCY		10,000.00	845,815.00
Check	12/12/2011	5586	EBONY HOUSEWOMEN		1,000.00	846,815.00
Check	12/17/2011	5588	NORWALK SENIOR CENTER		7,000.00	853,815.00
Check	12/23/2011	5528	ST JEROME CHURCH		12,000.00	865,815.00
Check	12/24/2011	5591	NORWALK COMMUNITY COLLEGE		30,000.00	895,815.00
Check	12/28/2011	5592	MUSIC THEATRE OF CT		1,500.00	897,315.00
Check	12/28/2011	5593	BIG BOTHERS & BIG SISTERS	VOID.	0.00	897,315.00

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Accrual Basis

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION INC

Transactions by Account

As of December 31, 2011

Type	Date	Num	Name	Memo	Amount	Balance
Check	12/28/2011	5595	NORWALK HOSPITAL FUND		50,000.00	947,315.00
Check	12/29/2011	5594	NORWALK EMERGENCY SHELTER		35,000.00	982,315.00
Check	12/29/2011	5596	CHRIST EPISCOPAL CHURCH		25,000.00	1,007,315.00
Check	12/29/2011	5597	WORKPLACE INC	VOID.	0.00	1,007,315.00
Check	12/29/2011	5598	NEW NEIGHBORHOODS INC	VOID	0.00	1,007,315.00
Check	12/31/2011	5541	HOUSATONIC VALLEY WALDORF SCHOOL		20,000.00	1,027,315.00
Check	12/31/2011	5577	BETHANY COVENANT CHURCH		20,000.00	1,047,315.00
Check	12/31/2011	5589	ODDFELLOWS PLAYHOUSE		1,000.00	1,048,315.00
Total GRANTS					1,048,315.00	1,048,315.00
TOTAL					1,048,315.00	1,048,315.00

LINE 10a

U.S. GOVERNMENT OBLIGATIONS

INVESTMENTS

	BEGINNING OF YEAR BOOK VALUE	BOOK VALUE	FAIR MARKET VALUE
	162,269	101,282	102,801

LINE 10b

CORPORATE STOCKS:

	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
		2,024	

940 ACCO BRANDS CORP	2,024		
4000 AGIC EQUITY & CONVERTIBLE INC FD	100,000	100,000	62,400
2000 ALLIANZ SE 8.375% PFD	50,000	50,000	51,062
5000 AMERICAN ELECTRIC POWER	195,889	195,889	206,550
4000 AT&T, INC	99,319		
12000 AT&T, INC	-	321,921	362,880
20000 BRISTOL MYERS SQUIBB CO	289,078	289,078	704,800
16795 CALAMOS GLOBAL DYNAMIC INCOME FUND	244,156	244,156	122,604
5000 CENTERPOINT ENERGY INC	60,746	60,746	100,450
12000 CHEVRON TEXACO CORP	84,065		
10000 CHEVRON TEXACO CORP		60,640	1,064,000
4000 CITIGROUP CAPITAL XIX	100,000	100,000	97,400
4000 CITIGROUP CAPITAL XVI	100,000	100,000	85,920
2000 CITIGROUP CAPITAL XX	50,000	50,000	50,160
5000 CITIGROUP FDG INC	50,000		
16874 CLARCOR INC	62,746		
8000 CORTS VI IBM	200,000		
6000 CORTS VI IBM		150,000	160,020
4000 CORTS GS CAPITAL I	96,400	96,400	85,720
5000 COCA-COLA CO	254,437		
6000 COCA-COLA CO		317,967	419,820
2000 DEUTSCHE BANK CAP FUND IX	50,000	50,000	37,500
28000 EXXON MOBILE	86,673		
25000 EXXON MOBILE		77,387	2,119,000
4000 FORTUNE BRANDS INC	31,595		
55000 GENERAL ELECTRIC	113,469	113,469	985,050
4000 HSBC HOLDING PLC	100,000	100,000	104,240
12000 INTEL CORP	-	243,028	291,000
16650 CLARION GLOBAL REAL ESTATE INC FD	249,750	249,750	113,886
12500 ING GLOBAL EQUITY DIVIDEND & PREM OPPTY FD	217,960	217,960	108,000
15000 INT'L BUSINESS MACHINES CORP	196,031		
12000 INT'L BUSINESS MACHINES CORP		141,300	2,206,560
10000 MERCK & CO., INC	140,274	140,274	377,000
10000 MICROSOFT CORP	262,082		
18000 MICROSOFT CORP		478,843	467,280
4000 JPMORGAN CHASE CAP XXIV	100,000	100,000	101,680
4000 MORGAN STANLEY CAP TRUST	100,000	100,000	87,040
2000 MORGAN STANLEY CAP TRUST VI	50,000	50,000	43,420
5000 PENN WEST PETROLEUM LTD		101,887	99,000
4000 NATIONAL CITY CAP TRUST II	100,000		
16650 NUVEEN PFD & CONV INCOME FD	249,339	249,339	133,367
16650 NUVEEN QUALITY PFD INCOME FD	246,865	246,865	126,041
739 NYSE EURONEXT	50,000		
1000 PHILIP MORRIS INTERNATIONAL	49,627	49,627	78,480
6000 PROCTOR & GAMBLE CO	236,426		
11500 PROCTOR & GAMBLE CO		579,652	767,165
2000 PRUDENTIAL FINANCIAL INC 9% PFD	50,000	50,000	54,520
4000 QUALCOM INC	156,136	156,136	218,800
2000 ROYCE VALUE TRUST, INC PFD	49,769	49,769	51,280
7000 SEADRILL LIMITED		251,598	232,260
19000 SHERWIN-WILLIAMS CO	23,307		
8333 UIL HOLDINGS CORP	197,573	197,573	294,738
5000 WESTERN ASSET EMERG MKT DEBT	100,000	100,000	94,500
2000 ZIMMER HOLDINGS INC	14,647		

TOTAL CORPORATE STOCKS

5,260,383

6,231,254

12,765,593

CORPORATE BONDS:

	\$	AMERICAN EXPRESS CREDIT 5.875% 5/02/13	END OF YEAR		
			BEGINNING OF YEAR	BOOK VALUE	FAIR MARKET VALUE
			96,869		
	50,000	SAEJAHN BANK CD		50,749	52,387
	100,000	CITIGROUP SR NOTES 2/27/12	99,844		
	50,000	CITIGROUP SR NOTES 9/15/14	48,397	48,397	49,486
	100,000	COUNTRYWIDE ALTERNATIVE LOAN TR 5.70% 2/25/35	100,000	100,000	87,279
	275,000	GENERAL ELECTRIC CAPITAL CORP 4.875% 1/15/13	275,000	275,000	282,321
	100,000	GOLDMAN SACHS GROUP INC 5.63% 1/15/17	103,935	103,935	98,059
	250,000	ILLINOIS STATE BUILD AMER BDS 6.2%	261,045	261,045	270,895
	100,000	JEA FL ELECT SYS BUILD AMER BDS 5.582% 10/21/10	104,264	104,264	113,355
	250,000	LODI CA ELECTRIC SYSTEM	249,672	249,672	253,545
	100,000	MORGAN STANLEY MED TERM NOTE 5% 8/31/25	100,000	100,000	91,568
	100,000	MICROSOFT CORP 2 1/2% 2/08/16		100,031	106,176
	100,000	NOKIA CORP 5/15/19		99,445	100,913
	50,000	NASDAQ OMX 5 55% 01/15/20		51,313	51,225
	50,000	GAP 5.95% 4/12/21		47,838	47,690
TOTAL CORPORATE BONDS			1,439,026	1,591,689	1,604,899
TOTAL INVESTMENTS			6,861,678	7,924,225	14,473,293

THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.

PO BOX 206, NORWALK, CT 06852-0206

TELEPHONE 203-762-3984

GUIDELINES FOR APPLICANTS

The Daphne Seybolt Culpeper Memorial Foundation Inc, is a not-for-profit private foundation incorporated in 1983 under the laws of the state of Delaware. It makes grants to assist qualified not-for-profit organizations headquartered in Fairfield County, Connecticut, Palm Beach County, Florida, or San Diego County, California for programs to be carried out in these counties. This location limitation does not apply to organizations previously funded by the foundation.

THE FOUNDATION DOES NOT:

1. Make loans.
2. Make grants to individuals.
3. Provide support for endowments, conferences, forums, seminars, gratuities, honorariums, travel, meals and lodging.
4. Administer programs it supports;
5. Make payment of more than one grant to the same organization within a twelve month period.
6. Provide further support to an organization which has not acknowledged receipt of a previous grant from the foundation.

The foundation does not have a grant application form. An applicant seeking grant assistance should write a letter describing the proposed program. The letter should be accompanied with:

1. Copy of the requesting organization's Section 501(c)(3) nonprofit status exemption letter from the Internal Revenue Service.
2. Provide a statement outlining what percentage of your organization's income goes directly toward your organization's mission, and what percentage is used for administrative costs.
3. Provide a copy of the organization's audited annual financial statements
4. A budget for the program and the proposed starting and completion dates.
5. A list of names, residences, and business address of the organization's governing board and whether the board members are volunteer or compensated.

When an application for a grant is complete, it will be considered by our foundation and the applicant will be advised as to the disposition of its proposal.

Interviews with applicant or site visits will be arranged if the foundation deems it necessary or desirable, but only after an application for financial aid has been received.

Unfortunately, many worthy requests for support are denied either because of our foundation's limited resources, the number of requests received, or because the proposal does not fall within our program guidelines.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	9257.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	9257.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS & INTEREST FROM SECURITIES	555030.	0.	555030.
TOTAL TO FM 990-PF, PART I, LN 4	555030.	0.	555030.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	105.	105.	
TOTAL TO FORM 990-PF, PART I, LINE 11	105.	105.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1197.	0.		1197.
TO FM 990-PF, PG 1, LN 16A	1197.	0.		1197.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9708.	0.		9708.
TO FORM 990-PF, PG 1, LN 16B	9708.	0.		9708.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4392.	0.		4392.
FILING FEES	25.	0.		25.
FEDERAL INCOME TAXES - PRIOR YEAR	22444.	22444.		0.
FEDERAL INCOME TAXES - CURRENT YEAR	6630.	6630.		0.
TO FORM 990-PF, PG 1, LN 18	33491.	29074.		4417.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OUTSIDE SERVICES/MANAGEMENT FEES	55000.	0.		55000.
TELEPHONE/COMMUNICATION	600.	0.		600.
OFFICE EXPENSES	4490.	0.		4490.
INVESTMENT MANAGEMENT FEES	10722.	0.		10722.
TO FORM 990-PF, PG 1, LN 23	70812.	0.		70812.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		101282.	102801.
TOTAL U.S. GOVERNMENT OBLIGATIONS			101282.	102801.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			101282.	102801.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK (SEE ATTACHED)	6231254.	12765593.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6231254.	12765593.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SEE ATTACHED)	1591689.	1604899.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1591689.	1604899.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	1910.	1584.	326.
COMPUTER & EQUIPMENT	1680.	504.	1176.
COMPUTER & EQUIPMENT	2935.	2935.	0.
TOTAL TO FM 990-PF, PART II, LN 14	6525.	5023.	1502.

FORM 990-PF

OTHER ASSETS

STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REFUNDS	0.	310.	310.
OTHER ASSETS	0.	53119.	53119.
TO FORM 990-PF, PART II, LINE 15	0.	53429.	53429.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	112.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	112.	0.

Tax Return Carryovers to 2012

NAME THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC ID Number 22-2478755

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.

► See separate instructions.

► Attach to your tax return.

Business or activity to which this form relates

Identifying number

FORM 990-PF PAGE 1

22-2478755

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	2000000.
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	

7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2012. Add lines 9 and 10, less line 12 ► 13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	2935.
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	336.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	218.
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ► <input type="checkbox"/>		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	3489.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

116251
11-21-11 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2011)

**THE DAPHNE SEYBOLT CULPEPER MEMORIAL
FOUNDATION, INC.**

22-2478755 Page 2

Form 4562 (2011)

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a	Do you have evidence to support the business/investment use claimed?					<input type="checkbox"/> Yes	<input type="checkbox"/> No	24b	If "Yes," is the evidence written?			<input type="checkbox"/> Yes	<input type="checkbox"/> No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost					

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

	%							
	%							
	%							

27 Property used 50% or less in a qualified business use:

	%				S/L			
	%				S/L			
	%				S/L			

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles) 31 Total commuting miles driven during the year 32 Total other personal (noncommuting) miles driven 33 Total miles driven during the year. Add lines 30 through 32 34 Was the vehicle available for personal use during off-duty hours? 35 Was the vehicle used primarily by a more than 5% owner or related person? 36 Is another vehicle available for personal use?	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle				
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

- 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?
 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners
 39 Do you treat all use of vehicles by employees as personal use?
 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?
 41 Do you meet the requirements concerning qualified automobile demonstration use?

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2011 tax year:

43 Amortization of costs that began before your 2011 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

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.

Type or print File by the due date for filing your return. See Instructions.	Name of exempt organization or other filer, see instructions. THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 22-2478755
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 206	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORWALK, CT 06852-0206	

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 FOUNDATION

- The books are in the care of ► **PO BOX 206 – NORWALK, CT 06852-0206**

Telephone No. ► **203-246-2793** FAX No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2012 to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2011** or

► tax year beginning , and ending

7011 1570 0001 5555 5475

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	\$ 6400.
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	\$ 6630.
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	\$ 0.

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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)

123841
01-04-12

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box
 - Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
 - If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE DAPHNE SEYBOLT CULPEPER MEMORIAL FOUNDATION, INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 22-2478755
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 206	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NORWALK, CT 06852-0206	

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

014

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

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

THE FOUNDATION

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return

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

State in detail why you need the ext

ADDITIONAL TIME IS NEE

COMPLETE AND ACCURATE RETURN.

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	\$	6400.
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	\$ 6630.
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 ► E.A.

Date ► 5/9/12

Form 8868 (Rev. 1-2012)

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01-06-12

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