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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation MIDMARK FOUNDATION		A Employer identification number 23-7068805
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 286	Room/suite	B Telephone number (see instructions) 937-526-3662
City or town, state, and ZIP code VERSAILLES OH 45380		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 955,148	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (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)	50,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2	2		
	4 Dividends and interest from securities	31,171	31,171		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,842			
	b Gross sales price for all assets on line 6a 207,797				
	7 Capital gain net income (from Part IV, line 2)		7,842		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & 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	89,015	39,015	0		
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) See Stmt 1	750	750		
	b Accounting fees (attach schedule) Stmt 2	1,730	1,730		
	c Other professional fees (attach schedule) Stmt 3	11,213	11,213		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 4	760	760		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	4,154	4,154		
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 5	2,022	2,022		
	24 Total operating and administrative expenses. Add lines 13 through 23	20,629	20,629	0	0
	25 Contributions, gifts, grants paid	22,417			22,417
26 Total expenses and disbursements. Add lines 24 and 25	43,046	20,629	0	22,417	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	45,969				
b Net investment income (if negative, enter -0-)		18,386			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			28,240	28,221	28,221
	2 Savings and temporary cash investments			35,728	25,530	25,530
	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 (att schedule) ▶					
	Less allowance for doubtful accounts ▶	0				
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule) Stmt 6			55,175		
	b Investments—corporate stock (attach schedule) See Stmt 7			740,743	852,104	901,397
	c Investments—corporate bonds (attach schedule)					
Liabilities	11 Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			859,886	905,855	955,148
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
Net Assets or Fund Balances	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			859,886	905,855	
	30 Total net assets or fund balances (see instructions)			859,886	905,855	
	31 Total liabilities and net assets/fund balances (see instructions)			859,886	905,855	

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	859,886
2 Enter amount from Part I, line 27a	2	45,969
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	905,855
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	905,855

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 Worksheet				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) 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)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	7,842
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	2,198

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	68,467	871,865	0.078529
2009	57,759	784,597	0.073616
2008	88,630	888,804	0.099718
2007	85,891	985,802	0.087128
2006	71,877	636,013	0.113012

2 Total of line 1, column (d)	2	0.452003
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.090401
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	963,630
5 Multiply line 4 by line 3	5	87,113
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	184
7 Add lines 5 and 6	7	87,297
8 Enter qualifying distributions from Part XII, line 4 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.	8	22,417

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	368
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	368
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	368
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	551
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	551
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	183
11	Enter the amount of line 10 to be Credited to 2012 estimated tax 183 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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) None		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ► MITCHELL EITING PO BOX 286 Located at ► VERSAILLES	Telephone no ► 937-526-3662 ZIP+4 ► 45380-0286		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	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 ☒ No

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒ **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 ☒ 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 (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
MITCHELL EITING P.O. BOX 286 VERSAILLES OH 45380-0286	PRESIDENT 5.00	0	0	0
POLLY GROW P.O. BOX 286 VERSAILLES OH 45380-0286	VICE PRES 5.00	0	0	0
JEREMY TONER P.O. BOX 286 VERSAILLES OH 45380-0286	SEC/TREAS 5.00	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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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 ▶**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 N/A	
2	
All other program-related investments. See instructions	
3	

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	950,083
b	Average of monthly cash balances	1b	28,222
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	978,305
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	978,305
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	14,675
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	963,630
6	Minimum investment return. Enter 5% of line 5	6	48,182

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	48,182
2a	Tax on investment income for 2011 from Part VI, line 5	2a	368
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	368
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	47,814
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	47,814
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	47,814

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	22,417
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	22,417
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,417

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				47,814
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				40,788
b From 2007				38,210
c From 2008				44,676
d From 2009				18,911
e From 2010				25,064
f Total of lines 3a through e	167,649			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 22,417				
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				22,417
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	25,397			25,397
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	142,252			
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				0
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)	15,391			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	126,861			
10 Analysis of line 9				
a Excess from 2007				38,210
b Excess from 2008				44,676
c Excess from 2009				18,911
d Excess from 2010				25,064
e Excess from 2011				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part 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))
N/A

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
SEE SCHEDULE #1

b The form in which applications should be submitted and information and materials they should include
SEE SCHEDULE #1

c Any submission deadlines
SEE SCHEDULE #1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE SCHEDULE #1

Part XV · **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE SCHEDULE #2				22,417
Total			▶ 3a	22,417
b Approved for future payment N/A				
Total			▶ 3b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2011

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

Name of the organization

Employer identification number

MIDMARK FOUNDATION

23-7068805

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

MIDMARK FOUNDATION

Employer identification number

23-7068805**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	MIDMARK CORPORATION P.O. BOX 286 VERSAILLES OH 45380	\$ 50,000	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Capital Gains and Losses for Tax on Investment IncomeForm **990-PF****2011**

For calendar year 2011, or tax year beginning

, and ending

Name

Employer Identification Number

MIDMARK FOUNDATION**23-7068805**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) BANCO BRADESCO S A ADR	P	02/18/11	02/18/11
(2) ISHARES BARCLAY 7-10 YR TREAS INDEX	P	02/11/11	06/07/11
(3) ISHARES MSCI EMERGING MKTS INDEX FD	P	07/02/10	02/14/11
(4) HEWLETT PACKARD CO	P	06/29/10	02/24/11
(5) POLO RALPH LAUREN CORP	P	06/29/10	05/26/11
(6) US TREASURY NOTE 4.25%	P	04/03/08	06/07/11
(7) ADOBE SYS DEL	P	05/11/10	06/16/11
(8) AXA - SPONS ADR	P	04/03/08	12/14/11
(9) ANADARKO PETE CORP	P	04/03/08	06/01/11
(10) APPLIED MATERIAL INC	P	02/26/09	12/20/11
(11) BNP PARIBAS SPONSORD ADR	P	04/22/08	10/18/11
(12) CREDIT SUISSE GP SP ADR	P	04/04/08	10/18/11
(13) CARNIVAL CORP PAIRED SHS	P	02/10/09	03/08/11
(14) CATERPILLAR INC	P	04/07/08	06/01/11
(15) CISCO SYSTEMS INC	P	04/17/08	04/27/11

(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)
(1) 23		23	
(2) 7,717		7,348	369
(3) 2,952		2,459	493
(4) 2,776		2,911	-135
(5) 4,073		2,602	1,471
(6) 57,637		54,856	2,781
(7) 4,169		4,620	-451
(8) 2,906		8,569	-5,663
(9) 4,664		3,798	866
(10) 6,700		7,636	-936
(11) 2,477		6,647	-4,170
(12) 3,706		7,860	-4,154
(13) 7,017		3,700	3,317
(14) 6,161		2,951	3,210
(15) 6,836		8,310	-1,474

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))
(1)			
(2)			369
(3)			493
(4)			-135
(5)			1,471
(6)			2,781
(7)			-451
(8)			-5,663
(9)			866
(10)			-936
(11)			-4,170
(12)			-4,154
(13)			3,317
(14)			3,210
(15)			-1,474

Capital Gains and Losses for Tax on Investment Income			2011
Form 990-PF	For calendar year 2011, or tax year beginning _____, and ending _____		
Name MIDMARK FOUNDATION			Employer Identification Number 23-7068805
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1) CUMMINS INC	P	06/02/09	06/15/11
(2) FREEPRT-MCMRAN CPR & GLD	P	04/03/08	06/01/11
(3) FORTUNE BRANDS INC	P	04/07/09	02/01/11
(4) ISHARES MSCI EMERGING MKTS INDEX FD	P	04/03/08	02/14/11
(5) MITSUBISHI UFJ FINL GRP INC	P	04/07/08	12/14/11
(6) NORDSTROM INC	P	06/01/09	02/01/11
(7) OCCIDENTAL PETE CORP CAL	P	04/17/08	06/01/11
(8) POLO RALPH LAUREN CORP	P	06/02/09	05/26/11
(9) PETRLEO BRAS VTG SPD ADR	P	04/17/08	04/13/11
(10) PANASONIC CORP SHS	P	04/21/08	02/02/11
(11) SONY CORP ADR NEW	P	04/21/08	04/12/11
(12) TARGET CORP	P	12/22/08	03/18/11
(13) TRANSOCEAN LTD	P	04/04/08	04/27/11
(14) HEWLETT PACKARD CO	P	03/06/08	02/24/11
(15)			

(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)
(1) 11,701		4,578	7,123
(2) 6,758		6,982	-224
(3) 7,689		4,026	3,663
(4) 15,215		12,073	3,142
(5) 2,295		5,354	-3,059
(6) 7,164		3,864	3,300
(7) 6,737		5,408	1,329
(8) 4,073		2,067	2,006
(9) 7,655		6,780	875
(10) 2,745		4,168	-1,423
(11) 2,952		4,447	-1,495
(12) 6,217		4,141	2,076
(13) 4,219		8,707	-4,488
(14) 2,563		3,070	-507
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			7,123
(2)			-224
(3)			3,663
(4)			3,142
(5)			-3,059
(6)			3,300
(7)			1,329
(8)			2,006
(9)			875
(10)			-1,423
(11)			-1,495
(12)			2,076
(13)			-4,488
(14)			-507
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 750	\$ 750	\$	\$
Total	\$ 750	\$ 750	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 1,730	\$ 1,730	\$	\$
Total	\$ 1,730	\$ 1,730	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MERRILL LYNCH MGMT FEES	\$ 11,213	\$ 11,213	\$	\$
Total	\$ 11,213	\$ 11,213	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
STATE TAX	\$	\$	\$	\$
FOREIGN TAX	760	760		
Total	\$ 760	\$ 760	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
BANK CHARGES	20	20		
MEMBERSHIP FEE	695	695		
INSURANCE	1,307	1,307		
Total	<u>2,022</u>	<u>2,022</u>	<u>0</u>	<u>0</u>

Federal Statements

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Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
U.S. TREASURY NOTES	\$ 55,175	\$	Cost	\$
Total	\$ 55,175	\$ 0		\$ 0

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
160 SHS ABBOTT LABS	\$	\$ 7,522	Cost	\$ 8,997
0 SHS ADOBE SYS	4,620		Cost	
175 SHS ABB LTD	4,744	4,744	Cost	3,295
150 SHS ABB LTD	2,867	2,867	Cost	2,825
40 SHS AMAZON COM INC		7,155	Cost	6,924
80 SHS ALLERGAN INC		6,604	Cost	7,019
200 SHS AMERICA MOVIL SAB DE CV ADR	6,564	6,564	Cost	4,520
0 SHS AXA - SPONS ADR	8,569		Cost	
250 SHS ANGLO AMERN PLC ADR	8,601	8,601	Cost	4,538
30 SHS ANADARKO PETE CORP	5,697	1,899	Cost	2,290
50 SHS ANADARKO PETE CORP	3,356	3,356	Cost	3,817
0 SHS APPLIED MATERIAL INC	1,481		Cost	
0 SHS APPLIED MATERIAL INC	6,155		Cost	
449 SHS BANCO SANTANDER SA ADR	9,369	9,207	Cost	3,376
5 SHS BANCO SANTANDER SA ADR	79	77	Cost	38
5 SHS BANCO SANTANDER SA ADR	74	72	Cost	38
125 SHS BANK OF NOVA SCOTIA	5,581	5,581	Cost	6,226
270 SHS BANCO BRADESCO S A ADR	5,979	5,956	Cost	4,504
20 SHS BASF SE SPONSORED ADR	1,399	1,399	Cost	1,395
75 SHS BASF SE SPONSORED ADR	2,393	2,393	Cost	5,230
50 SHS BASF SE SPONSORED ADR	2,802	2,802	Cost	3,487
25 SHS BASF SE SPONSORED ADR		2,284	Cost	1,743
50 SHS BAIDU INC SPON ADR	1,966	1,966	Cost	5,824
15 SHS BAIDU INC SPON ADR		2,370	Cost	1,747
0 SHS BNP PARIBAS SPONSORED ADR	6,647		Cost	
50 SHS BHP BILLITON LTD	3,404	3,404	Cost	3,532
50 SHS BHP BILLITON LTD	1,959	1,959	Cost	3,532

Federal Statements

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Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
85 SHS BOEING COMPANY	\$ 5,767	5,767	Cost	\$ 6,235
28 SHS CNOOC LTD	6,318	6,318	Cost	4,891
0 SHS CREDIT SUISSE GP SP ADR	7,860		Cost	
0 SHS CARNIVAL CORP PAIRED SHS	3,700		Cost	
125 SHS COACH INC		7,909	Cost	7,630
35 SHS COACH INC		2,293	Cost	2,136
65 SHS CATERPILLAR INC	4,830	1,880	Cost	5,889
100 SHS CENOVUS ENERGY INC	4,082	4,082	Cost	3,320
325 SHS CHEUNG KONG HLDG ADR	5,054	5,054	Cost	3,845
0 SHS CISCO SYSTEMS INC	8,310		Cost	
0 SHS CUMMINS INC	4,578		Cost	
90 SHS DEERE CO		7,309	Cost	6,962
150 SHS DOVER CORP	4,727	4,727	Cost	8,708
175 SHS E M C CORPORATION MASS	2,612	2,612	Cost	3,770
150 SHS E M C CORPORATION MASS	2,750	2,750	Cost	3,231
130 SHS EXXON MOBIL CORP		11,051	Cost	11,019
100 SHS EMERSON ELEC CO	4,341	4,341	Cost	4,659
105 FREEPT-MCMRAN CPR & GLD	12,413	5,431	Cost	3,863
0 SHS FORTUNE BRANDS INC	4,026		Cost	
100 SHS GLAXOSMITHKLINE PLC ADR	4,361	4,361	Cost	4,563
110 SHS GLAXOSMITHKLINE PLC ADR		4,831	Cost	5,019
350 SHS GENERAL ELECTRIC	13,340	13,340	Cost	6,269
190 SHS GENERAL ELECTRIC		3,943	Cost	3,403
13 SHS GOOGLE INC CL A		6,873	Cost	8,397
105 SHS HALLIBURTON COMPANY		4,925	Cost	3,624
100 SHS HONEYWELL INTL INC		5,781	Cost	5,435
80 SHS HITACHI LTD	5,781	4,131	Cost	4,171
0 SHS HEWLETT PACKARD CO	5,981		Cost	
165 SHS HONDA MOTOR ADR	3,401	3,401	Cost	5,041
375 SHS INTEL CORP	8,236	8,236	Cost	9,094
40 SHS INTL BUSINESS MACHINES CORP		6,743	Cost	7,355
50 SHS JOHNSON AND JOHNSON COM	3,293	3,293	Cost	3,279
50 SHS JOHNSON AND JOHNSON COM	2,831	2,831	Cost	3,279
80 SHS JOHNSON AND JOHNSON COM		5,263	Cost	5,246
160 SHS MEDTRONIC INC		6,485	Cost	6,120
0 SHS MITSUBISHI	5,354		Cost	
275 SHS MICROSOFT CORP	8,020	8,020	Cost	7,139

Federal Statements

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Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
110 SHS NATIONAL-OILWELL VARCO INC	\$ 6,989	6,989	Cost	\$ 7,479
95 SHS NETAPP INC		4,669	Cost	3,446
162 SHS NESTLE	8,308	8,308	Cost	9,349
0 SHS NORDSTROM INC	3,864		Cost	
125 SHS NORFOLD SOUTHERN CORP	4,927	4,927	Cost	9,108
10 SHS OCCIDENTAL PETE CORP CAL	6,240	832	Cost	937
75 SHS OCCIDENTAL PETE CORP CAL	3,999	3,999	Cost	7,028
200 SHS ORACLE CORP	4,160	4,160	Cost	5,130
150 SHS ORACLE CORP	2,586	2,586	Cost	3,848
100 SHS PPG INDUSTRIES INC	3,680	3,680	Cost	8,349
25 SHS PPG INDUSTRIES INC		2,121	Cost	2,087
0 SHS POLO RALPH LAUREN CORP	4,670		Cost	
0 SHS PETRLEO BRAS	6,780		Cost	
35 SHS PNC FINCL SERVICES GROUP	2,287	2,287	Cost	2,018
55 SHS PNC FINCL SERVICES GROUP	3,251	3,251	Cost	3,172
380 SHS PFIZER INC		7,531	Cost	8,223
0 SHS PANASONIC CORP	4,168		Cost	
75 SHS PROCTER & GAMBLE CO	5,312	5,312	Cost	5,003
95 SHS QUALCOMM INC		4,921	Cost	5,197
90 SHS RIO TINTO PLC SPNSRD ADR	9,905	9,905	Cost	4,403
125 SHS ROCHE HLDG LTD	5,848	5,848	Cost	5,319
100 SHS ROCHE HLDG LTD	3,110	3,110	Cost	4,255
15 SHS SIEMENS	1,680	1,680	Cost	1,434
50 SHS SIEMENS	2,903	2,903	Cost	4,781
30 SHS SIEMENS	2,748	2,748	Cost	2,868
70 SHS SCHLUMBERGER LTD	6,329	6,329	Cost	4,782
75 SHS SCHLUMBERGER LTD	2,992	2,992	Cost	5,123
235 SHS SANOFI ADR		8,355	Cost	8,587
0 SHS SONY CORP	4,447		Cost	
0 SHS TARGET CORP	4,141		Cost	
0 SHS TRANSOCEAN LTD	8,707		Cost	
141 SHS TIME WARNER INC	2,854	2,854	Cost	5,096
85 SHS TIME WARNER INC	2,418	2,418	Cost	3,072
35 SHS TIME WARNER CABLE INC	1,006	1,006	Cost	2,225
60 SHS THE MOSAIC COMPANY	4,217	4,217	Cost	3,026
250 SHS UNILEVER	8,490	8,490	Cost	8,593
85 SHS UNITED TECHS CORP	6,094	6,094	Cost	6,213

Federal Statements

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Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
25 SHS UNITED TECHS CORP	\$	2,097	Cost	\$ 1,827
250 SHS VALE	9,381	9,381	Cost	5,363
80 SHS WAL-MART STORES INC	4,763	4,763	Cost	4,781
200 SHS WELLS FARGO & CO	5,493	5,493	Cost	5,512
2,430 SHS ISHARES IBOXX	225,588	249,232	Cost	276,437
1,035 SHS ISHARES BARCLAYS TIPS	95,606	106,152	Cost	120,774
355 SHS ISHARES FTSE HK CHINA		12,219	Cost	12,379
615 SHS ISHARES BARCLAYS MBS BON FD		65,972	Cost	66,463
185 SHS ISHARES MSCI ALL COUNTRY ASI		9,510	Cost	9,221
0 SHS ISHARES MSCI EMERGING MKTS	14,530		Cost	
Total	\$ 740,743	\$ 852,104		\$ 901,397

Federal Statements**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description

SEE SCHEDULE #1

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

SEE SCHEDULE #1

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

SEE SCHEDULE #1

SCHEDULE #1

MIDMARK FOUNDATION

ID# 23-7068805

Form 990PF - Page 9, Part XV, Question 2

"Supplementary Information - Scholarship Fund"

- (a) Applications should be addressed to

Human Resources Department
Midmark Corporation
60 Vista Drive
Versailles, OH 45380
(937) 526-3662

- (b) The complete application should consist of.

- 1 Application blank, completed and signed by applicant and his or her parents
- 2 Applicant's essay of 250 to 500 words explaining his or her goals, ambitions, family background, field of interest, and his or her reasons for desiring a college education.
- 3 Letter of reference from principal with complete transcript, including all standardized test scores. (The principal shall mail directly to the Human Resources Department at Midmark Corporation)
- 4 Letters of reference from two other persons who are not relatives of the applicant. (The letters shall be mailed directly to the Human Resources Department at Midmark Corporation)

- (c) All applications must be received by April 19th of the senior year to receive consideration.

- (d) Qualifications & Requirements.

This scholarship shall be awarded without regard to race, color, sex, religious affiliation, national origin, or age. To be eligible to apply, a student must meet the following qualifications:

- 1 Be a natural born child, a legally adopted child, or step-child of a full-time employee of Midmark Corporation. Children of officers or directors are not eligible.
- 2 Be a high school graduate in the upper 50% of the graduating class at the time the scholarship is awarded and must have taken a college preparatory course.
- 3 Submit all the items required for a complete application

GRANTS & CONTRIBUTIONS PAID

12/31/2011

SCHEDULE #2

ID# 23-7068805

NAME	ADDRESS	STATUS	PURPOSE	AMOUNT
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 750 00
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 1,250 00
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 750 00
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 1,250 00
BALL STATE UNIVERSITY	ROOM B31	MUNCIE, IN 47306-0725	SCHOLARSHIP AWARD	\$ 750 00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 750 00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 1,000 00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 1,000 00
BOWLING GREEN STATE UNIVERSITY	110 ADMINISTRATION BUILDING	BOWLING GREEN, OH 43403-0130	SCHOLARSHIP AWARD	\$ 1,000 00
BOY SCOUTS OF AMERICA	4999 NORTHCUTT PLACE	DAYTON, OH 45413	SCHOLARSHIP AWARD	\$ 1,000 00
DARKE COUNTY CENTER FOR THE ARTS	P O BOX 718	GREENVILLE, OH 45331	FRIENDS OF SCOUTING CAMPAIGN	\$ 1,250 00
DARKE COUNTY HISTORICAL SOCIETY	790 S CENTER ST	GAMBIER, OH 43022	ORGANIZATIONAL SUPPORT	\$ 1,000 00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	ORGANIZATIONAL SUPPORT	\$ 1,000 00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 2,000 00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 1,250 00
KENYON COLLEGE	OFFICE OF FINANCIAL AID	GAMBIER, OH 43022	SCHOLARSHIP AWARD	\$ 1,250 00
OHIO STATE UNIVERSITY	220 LINCOLN TOWER	COLUMBUS, OH 43210	SCHOLARSHIP AWARD	\$ 500 00
OHIO STATE UNIVERSITY	220 LINCOLN TOWER	COLUMBUS, OH 43210	SCHOLARSHIP AWARD	\$ 667 00
OHIO STATE UNIVERSITY	220 LINCOLN TOWER	COLUMBUS, OH 43210	SCHOLARSHIP AWARD	\$ 500 00
OHIO STATE UNIVERSITY	220 LINCOLN TOWER	COLUMBUS, OH 43210	SCHOLARSHIP AWARD	\$ 500 00
OHIO STATE UNIVERSITY	220 LINCOLN TOWER	COLUMBUS, OH 43210	SCHOLARSHIP AWARD	\$ 500 00
WORCH MEMORIAL PUBLIC	205 N BROADWAY	GREENVILLE, OH 45331	MEMORIAL PROJECT	\$ 1,500 00
WRIGHT STATE UNIVERSITY	3640 COLONEL GLENN HIGHWAY	DAYTON, OH 45435	SCHOLARSHIP AWARD	\$ 667 00
WRIGHT STATE UNIVERSITY	3640 COLONEL GLENN HIGHWAY	DAYTON, OH 45435	SCHOLARSHIP AWARD	\$ 666 00
WRIGHT STATE UNIVERSITY	3640 COLONEL GLENN HIGHWAY	DAYTON, OH 45435	SCHOLARSHIP AWARD	\$ 667 00
Total	\$			\$ 22,417.00