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

2011

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011, or tax year beginning

, 2011, and ending

Name of foundation

Bernice R. Shanklin Charitable Foundation, Inc.

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

249 Antiqua Way

City or town

Niceville

State

ZIP code

FL 32578

G Check all that apply:

Initial return

Final return

Address change

Initial Return of a former public charity

Amended return

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 (from Part II, column (c), line 16)

J Accounting method:  Cash  Accrual Other (specify) \_\_\_\_\_

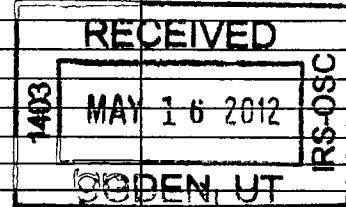
(Part I, column (d) must be on cash basis.)

► \$ 1,440,463.

A Employer identification number  
26-0873610B Telephone number (see the instructions)  
(850) 897-4378C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	21,681.	19,967.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		1,714.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	21,681.	21,681.			
A D M I N 	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	711.			
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs)	796.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	1,507.			
	25 Contributions, gifts, grants paid	36,550.			
26 Total expenses and disbursements. Add lines 24 and 25	38,057.				
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-16,376.				
b Net investment income (if negative, enter -0-)		21,681.			
c Adjusted net income (if negative, enter -0-)					



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<b>Part II</b> <b>Balance Sheets</b>	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
<b>ASSETS</b>	1 Cash – non-interest-bearing	295,945.	264,647.	264,647.
	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 (attach schedule) (see instructions) ..			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule) ..			
	b Investments – corporate stock (attach schedule)	1,199,772.	1,175,816.	1,175,816.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►) ..			
	16 <b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I) ..	1,495,717.	1,440,463.	1,440,463.
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses ..			
	18 Grants payable			
	19 Deferred revenue ..			
	20 Loans from officers, directors, trustees, & other disqualified persons ..			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►) ..	0.	0.	
	23 <b>Total liabilities</b> (add lines 17 through 22) ..	0.	0.	
<b>NET ASSETS</b>	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"/>			
	27 Capital stock, trust principal, or current funds ..			
	28 Paid-in or capital surplus, or land, building, and equipment fund ..			
	29 Retained earnings, accumulated income, endowment, or other funds ..	1,495,717.	1,440,463.	
	30 <b>Total net assets or fund balances</b> (see instructions) ..	1,495,717.	1,440,463.	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions) ..	1,495,717.	1,440,463.	

**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	1,495,717.
2 Enter amount from Part I, line 27a	2	-16,376.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3 ..	4	1,479,341.
5 Decreases not included in line 2 (itemize) ► <u>Adjustment for market fluctuations</u>	5	38,878.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 ..	6	1,440,463.

**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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a Capital Gains Dividends</b>			P	09/11/07	12/31/11
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
a 1,714.			0.	1,714.	
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))		
<b>(i) Fair Market Value as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of column (i) over column (j), if any</b>			
a			1,714.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss).</b>	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	1,714.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

**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 (column (b) divided by column (c))
2010	90,600.	1,926,983.	0.047017
2009	140,032.	991,559.	0.141224
2008	52,813.	1,267,264.	0.041675
2007	26,200.	1,450,219.	0.018066
2006			

<b>2 Total of line 1, column (d)</b>	2	0.247982
<b>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</b>	3	0.061996
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	4	1,440,579.
<b>5 Multiply line 4 by line 3</b>	5	89,310.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	6	217.
<b>7 Add lines 5 and 6</b>	7	89,527.
<b>8 Enter qualifying distributions from Part XII, line 4</b>	8	44,007.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
1	Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)	
2	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.	
3	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	
4	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
6	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	
6	Credits/Payments:	
6a	a 2011 estimated tax pmts and 2010 overpayment credited to 2011	
6b	b Exempt foreign organizations – tax withheld at source	
6c	c Tax paid with application for extension of time to file (Form 8868)	
6d	d Backup withholding erroneously withheld	
7	Total credits and payments. Add lines 6a through 6d	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ► <input type="checkbox"/> Refunded	
11		

**Part VII-A | Statements Regarding Activities**

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

1 a 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?

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

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

1 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 ► \$ \_\_\_\_\_

1 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.

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4 b If 'Yes,' has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
 If 'Yes,' attach the statement required by General Instruction T.

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

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

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

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

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

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

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

11		X
12		X
13		X
Website address ► <b>N/A</b>		
14	The books are in care of ► <b>Bernice R. Shanklin</b> Telephone no. ► <b>(850) 897-4378</b> Located at ► <b>249 Antiqua Way</b> <b>Niceville</b> <b>FL</b> ZIP + 4 ► <b>32578</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here and enter the amount of tax-exempt interest received or accrued during the year ► <b>15</b>	► <input type="checkbox"/>
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.

## 1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No

(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  No

b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► 

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?  Yes  NoIf 'Yes,' list the years ► **20\_\_ , 20\_\_ , 20\_\_ , 20\_\_**

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

► **20\_\_ , 20\_\_ , 20\_\_ , 20\_\_**3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  No

b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  Yes  Nob 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?  Yes  No

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

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

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

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

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

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

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?

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?

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?

5b

6b X

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
Bernice R. Shanklin 249 Antiqua Way Niceville FL 32578	President 1.00	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				
0				
0				
0				
0				

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

►

None

BAA

TEEA0306 12/05/11

Form 990-PF (2011)

**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		

**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 264,647.
b Average of monthly cash balances	1b 22,054.
c Fair market value of all other assets (see instructions)	1c 1,175,816.
d <b>Total</b> (add lines 1a, b, and c)	1d 1,462,517.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2 Acquisition indebtedness applicable to line 1 assets	2
3 Subtract line 2 from line 1d	3 1,462,517.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 21,938.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 1,440,579.
6 <b>Minimum investment return.</b> Enter 5% of line 5	6 72,029.

**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 72,029.
2a Tax on investment income for 2011 from Part VI, line 5	2a 434.
b Income tax for 2011 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 434.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 71,595.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 71,595.
6 Deduction from distributable amount (see instructions)	6
7 <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 71,595.

**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 44,007.
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 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4 44,007.
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 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 44,007.

**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				71,595.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				0.
b Total for prior years. 20_____, 20_____, 20_____,				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e		87,621.		
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 44,007.				
a Applied to 2010, but not more than line 2a				0.
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				44,007.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		27,988.		
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		59,633.		
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 instructions				0.
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				27,588.
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)		0.		
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		59,633.		
10 Analysis of line 9:				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	58,675.			
d Excess from 2010	958.			
e Excess from 2011	0.			

BAA

Form 990-PF (2011)



## 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)				
<b>a Paid during the year</b>				
WSRE Public Television 1000 College Blvd Pensacola FL 32504		501c3	General	100.
Ronald McDonald House 5200 Bayou Blvd Pensacola FL 32503		501c3	General	550.
Desire Street Ministries 3600 Desire Pkwy New Orleans LA 70126		501c3	General	2,500.
Northwest Florida State College 100 College Blvd Niceville FL 32578		501c3	Nursing Scholarships	300.
Special Olympics of Florida 1915 Don Wickham Dr Clermont FL 34711		501c3	General	100.
Appointment Congo PO Box 98764 Raleigh NC 27624		501c3	Paul & Marty Law Pastor Study	1,000.
Destin Woman's Club PO Box 9267 Mirmar Beach FL 32550		501c3	General	300.
Youth for Christ USA 7670 S Vaughn Ct Englewood CO 80112		501c3	Jack & Polly Wilson	1,500.
Taylor Haugen Foundation PO Box 101 Valparaiso FL 32580		501c3	General	1,000.
See Line 3a statement				29,200.
<b>Total</b>				36,550.
<b>b Approved for future payment</b>				
<b>Total</b>				► 3b

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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					
4 Dividends and interest from securities				14	21,681.
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				21,681.	
13 Total. Add line 12, columns (b), (d), and (e)			13		21,681.
(See worksheet in line 13 instructions to verify calculations.)					

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

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

**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.

<b>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>

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

**Sign  
Here**

► *Benice R. Shanks*  
Signature of officer or trustee

05/07/12

## ► President

→ Date

---

**Title**

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

Print/Type preparer's name		Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
<b>Paid Preparer Use Only</b>		Lisa Y. Shorts Pitell	05/07/12		
Firm's name ► PITELL LAW FIRM, PL			Firm's EIN ►		
Firm's address ► PO BOX 5148 NICEVILLE			Phone no (850) 897-0045		

**BAA**

Form 990-PF, Page 11, Part XV, line 3a

## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<i>a Paid during the year</i>				
<u>Sharing &amp; Caring/United Way</u> <u>104 Bullock Blvd</u> <u>Niceville FL 32578</u>				Person or Business <input checked="" type="checkbox"/> 500.
<u>Cystic Fibrosis Foundation</u> <u>6931 Arlington Rd, 2nd Floor</u> <u>Bethesda MD 20814</u>		501c3	General	Person or Business <input checked="" type="checkbox"/> 400.
<u>Bay Area Food Bank</u> <u>5248 Mobile South St</u> <u>Theodore AL 36582</u>		501c3	General	Person or Business <input checked="" type="checkbox"/> 100.
<u>Young America's Foundation (Ronald Reagan</u> <u>110 Eldon St</u> <u>Herndon VA 20170</u>		501c3	General	Person or Business <input checked="" type="checkbox"/> 4,700.
<u>Niceville United Methodist Church</u> <u>214 Partin Dr S</u> <u>Niceville FL 32578</u>		501c3	General	Person or Business <input checked="" type="checkbox"/> 11,000.
<u>Stivers High School</u> <u>1313 E Fifth St</u> <u>Dayton OH 45402</u>		501c3	Shirley Pritchard Whyte	Person or Business <input checked="" type="checkbox"/> 2,500.
<u>Heart of the Bride</u> <u>PO Box 786</u> <u>Niceville FL 32578</u>		501c3	General Fund	Person or Business <input checked="" type="checkbox"/> 2,500.
<u>Hope Medical Clinic</u> <u>150 Beach Dr</u> <u>Destin FL 32541</u>		501c3	General Fund	Person or Business <input checked="" type="checkbox"/> 5,000.
<u>PEO Philanthropic</u> <u>3700 Grand Ave</u> <u>Des Moines IA 50312</u>		501c3	Women's education schola	Person or Business <input checked="" type="checkbox"/> 1,000.
<u>Children in Crisis</u> <u>1000 Luke's Way</u> <u>Ft Walton Beach FL 32547</u>		501c3	General Fund	Person or Business <input checked="" type="checkbox"/> 1,500.

Total

29,200.