Form **990-PF** | Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: BILL DEPUTY FOUNDATION

A Employer identification number: 26-2480796

Number and street (or P O box number if mail is not delivered to street address): 4200 MIDDLEBURY STREET | Room/suite

B Telephone number: 574-970-1191

City or town, state, and ZIP code: ELKHART, IN 46516

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 4,233,309.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(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	928,058.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	59,993.	59,993.		STATEMENT 1
	4 Dividends and interest from securities	14,531.	14,531.		STATEMENT 2
	5a Gross rents	58,073.	58,073.		STATEMENT 3
	b Net rental income or (loss) 19,193.				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	38,897.			
	b Gross sales price for all assets on line 6a 2,704,821.				
	7 Capital gain net income (from Part IV, line 2)		38,897.		
	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				
	12 Total. Add lines 1 through 11	1,099,552.	171,494.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	600.	0.	0.	0.
	b Accounting fees STMT 6	4,903.	0.	0.	2,452.
	c Other professional fees STMT 7	5,600.	5,600.	0.	0.
	17 Interest				
	18 Taxes STMT 8	13,056.	588.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy	45,012.	38,880.	0.	500.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 9	18,488.	17,882.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	87,659.	62,950.	0.	2,952.
	25 Contributions, gifts, grants paid	150,000.			150,000.
	26 Total expenses and disbursements. Add lines 24 and 25	237,659.	62,950.	0.	152,952.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	861,893.			
	b Net investment income (if negative, enter -0-)		108,544.		
	c Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	42,258.	22,930.	22,930.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ 1,970,000.			
	Less accumulated depreciation ▶	1,970,000.	1,970,000.	1,220,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	2,149,411.	3,005,724.	2,990,379.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	4,161,669.	4,998,654.	4,233,309.
Liabilities	17 Accounts payable and accrued expenses	204.		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	204.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,161,465.	4,998,654.	
	30 **Total net assets or fund balances**	4,161,465.	4,998,654.	
	31 **Total liabilities and net assets/fund balances**	4,161,669.	4,998,654.	

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	4,161,465.
2	Enter amount from Part I, line 27a	2	861,893.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,023,358.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	24,704.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,998,654.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	2,704,821.		2,665,924.	38,897.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				38,897.

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	38,897.
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	107,383.	3,021,449.	.035540
2009	68,589.	2,235,549.	.030681
2008	0.	1,835,954.	.000000
2007			
2006			

2 **Total** of line 1, column (d)	2	.066221
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	.022074
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,835,263.
5 Multiply line 4 by line 3	5	84,660.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,085.
7 Add lines 5 and 6	7	85,745.
8 Enter qualifying distributions from Part XII, line 4	8	152,952.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	1,085.
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	1,085.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,085.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,145.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	2,645.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	1,560.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		1,560. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI, IN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 574-970-1191

Located at ▶ 4200 MIDDLEBURY STREET, ELKHART, IN ZIP+4 ▶ 46516

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	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?	☐ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	N/A	3b		
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)*

		Yes	No
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)?	5b	X	
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.

(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
ROBERT J DEPUTY 4200 MIDDLEBURY STREET ELKHART, IN 46516	PRESIDENT & TREASURER 0.00	0.	0.	0.
LAWRENCE P. DEPUTY 4200 MIDDLEBURY STREET ELKHART, IN 46516	VICE PRESIDENT & SECRETARY 0.00	0.	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

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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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	2,624,069.
b	Average of monthly cash balances	1b	49,599.
c	Fair market value of all other assets	1c	1,220,000.
d	**Total** (add lines 1a, b, and c)	1d	3,893,668.
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	3,893,668.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	58,405.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,835,263.
6	**Minimum investment return.** Enter 5% of line 5	6	191,763.

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	191,763.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,085.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,085.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	190,678.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	190,678.
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	190,678.

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	152,952.
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	152,952.
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	1,085.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	151,867.

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				190,678.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			149,771.	
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				
e From 2010				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 152,952.				
a Applied to 2010, but not more than line 2a			149,771.	
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				3,181.
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).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
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				187,497.
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	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN RED CROSS - ELKHART CTY CHAPTER 721 RIVERVIEW AVE ELKHART, IN 46516-4708	NONE	501(C)(3)	CHARITABLE	10,000.
BOYS & GIRLS CLUB OF ELKHART 131 E FRANKLIN ST ELKHART, IN 46516-3667	NONE	501(C)(3)	CHARITABLE	25,000.
CHURCH COMMUNITY SERVICES 907 OAKLAND AVE ELKHART, IN 46516	NONE	501(C)(3)	CHARITABLE	25,000.
DREXEL UNIVERSITY COLLEGE OF MEDICINE 2900 W. QUEEN LANE PHILADELPHIA, PA 19129	NONE	501(C)(3)	CHARITABLE	15,000.
ELKHART COUNTY COMMUNITY FOUNDATION 101 S. MAIN ST ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	150,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAITH MISSION OF ELKHART 116 DIVISION ST ELKHART, IN 46516-3614	NONE	501(C)(3)	CHARITABLE	2,500.
HUMANE SOCIETY OF ELKHART COUNTY 54687 CR 19 BRISTOL, IN 46507-9170	NONE	501(C)(3)	CHARITABLE	1,000.
KNIGHTS OF COLUMBUS 112 EAST LEXINGTON AVE ELKHART, IN 46516	NONE	501(C)(3)	CHARITABLE	1,000.
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE, STE 310 WHITE PLAINS, NY 10605	NONE	501(C)(3)	CHARITABLE	1,000.
LOVEWAY, INC. 54151 CR 33 MIDDLEBURY, IN 46540-9526	NONE	501(C)(3)	CHARITABLE	2,500.
RUTHMERE FOUNDATION 302 E. BEARDSLEY AVE ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	5,000.
SALVATION ARMY - ELKHART 300 N MAIN ST ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	2,500.
THE CROSSINGS 2930 S NAPPANEE ST ELKHART, IN 46517-1014	NONE	501(C)(3)	CHARITABLE	5,000.
UNITED WAY OF ELKHART COUNTY 601 CR 17 ELKHART, IN 46516-9568	NONE	501(C)(3)	CHARITABLE	2,500.
CAPS 1000 W HIVELY AVE ELKHART, IN 46517	NONE	501(C)(3)	CHARITABLE	4,000.
Total from continuation sheets				70,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ELKHART COMMUNITY SCHOOLS 101 S. NAPPANEE ST ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	2,000.
SAMARITAN CENTER 221 E CRAWFORD ST ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	2,500.
ELKHART COMMUNITY SOCCER ASSOC P.O. BOX 1686 ELKHART, IN 46515-1686	NONE	501(C)(3)	CHARITABLE	25,000.
YOUTH FOR CHRIST 174 STATE ST ELKHART, IN 46516	NONE	501(C)(3)	CHARITABLE	5,000.
ELKHART WOMENS CARE CENTER 229 W MARION ST ELKHART, IN 46516	NONE	501(C)(3)	CHARITABLE	5,000.
HOSPICE OF ELKHART 22579 OLD US 20 ELKHART, IN 46516	NONE	501(C)(3)	CHARITABLE	2,500.
ST. THOMAS THE APOSTLE SCHOOL 1331 N MAIN ST ELKHART, IN 46514	NONE	501(C)(3)	CHARITABLE	1,000.
Total from continuation sheets				

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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	59,993.	
4 Dividends and interest from securities			14	14,531.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	19,193.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	38,897.	
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.		132,614.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 132,614.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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

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

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

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

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

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.

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

Signature of officer or trustee | Date 8/9/12 | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SHERYL EAKINS	Sheryl L. Eakins	8/6/12		P01348306
Firm's name ▶ MCGLADREY LLP			Firm's EIN ▶ 42-0714325	
Firm's address ▶ PO BOX 99 ELKHART, IN 46515-0099			Phone no. (574) 296-3780	

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization	**Employer identification number**
BILL DEPUTY FOUNDATION	26-2480796

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	Employer identification number
BILL DEPUTY FOUNDATION	26-2480796

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	WILLIAM J. DEPUTY CHARITABLE LEAD ANNUITY TRUST 4200 MIDDLEBURY ST ELKHART, IN 46516	$ 928,058.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
BILL DEPUTY FOUNDATION	26-2480796

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

BILL DEPUTY FOUNDATION

Employer identification number

26-2480796

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	BARCLAYS 68169 SEL SCTOR	P	08/30/11	09/15/11
b	BARCLAYS 68169 SEL SCTOR	P	08/30/11	10/06/11
c	BARCLAYS 68169 CHILD PLCE	P	09/01/11	10/21/11
d	BARCLAYS 68169 CLOROX	P	10/12/11	10/21/11
e	BARCLAYS 68169 VARIAN	P	08/30/11	11/14/11
f	BARCLAYS 68169 OPTIONS	P	VARIOUS	VARIOUS
g	BARCLAYS 67188	P	VARIOUS	VARIOUS
h	BARCLAYS 67188	P	VARIOUS	VARIOUS
i	FIDELITY 1900 ST	P	VARIOUS	VARIOUS
j	FIDELITY 1900 LT	P	VARIOUS	VARIOUS
k	FIDELITY 1900 CALLS & PUTS	P	VARIOUS	VARIOUS
l	FIDELITY 1900 CALLS & PUTS	P	VARIOUS	VARIOUS
m	CAPITAL GAINS DIVIDENDS			
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	26,399.		26,904.	<505.>
b	298.		303.	<5.>
c	20,000.		21,140.	<1,140.>
d	26,999.		26,880.	119.
e	11,151.		10,816.	335.
f	10,804.		160.	10,644.
g	814,039.		803,456.	10,583.
h	227,306.		220,542.	6,764.
i	1,400,819.		1,413,616.	<12,797.>
j	139,870.		114,243.	25,627.
k	16,621.		17,232.	<611.>
l	9,737.		10,632.	<895.>
m	778.			778.
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				<505.>
b				<5.>
c				<1,140.>
d				119.
e				335.
f				10,644.
g				10,583.
h				6,764.
i				<12,797.>
j				25,627.
k				<611.>
l				<895.>
m				778.
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	38,897.
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

REALIZED GAINS AND LOSSES

Cash-in-lieu transactions are not included in this figure. This may cause the value of your realized gains or losses to differ from the value of your gross proceeds or your total amount sold or redeemed. Realized gain/loss is calculated using adjusted unit cost on a trade date settlement date basis. Please consult your tax advisor to determine if your situation requires that you use unit cost for your realized gain/loss.

Gain/Loss information excludes cash, cash equivalents, and other, and commodity & commodities equivalents, and CDO holdings.

"Covered" securities are those securities that were acquired on or after the stated applicable date, whether acquired through a transaction in the account in which the security is held, or transferred in from an account in which the security is a covered security, but only if Barclays has received a completed transfer statement from the transferor.

"Uncovered" securities are those securities that either are not covered by the regulations or that are have not yet met their applicable date or that were purchased prior to the enactment of these updated regulations.

US Dollar (USD)

	Opening transaction / Closing transaction	Quantity	Original Unit cost	Total cost	Price	Gross proceeds	Amortization /Accretion	Days held	Realized gain/loss Short-term	Long-term
ALTRIA GROUP INC	28 Jul 2010 / 15 Aug 2011	15,000	$ 131.25	$ 19,688.25	$ 134.350	[redacted]	-$ 491.86	383		$ 956.86
ALTRIA GROUP INC	15 Nov 2010 / 15 Aug 2011	5,000	135.93	6,796.95	134.350	6,717.75	- 143.30	273	64.10	
AMERICAN TOWER CORP	01 Mar 2011 / 15 Aug 2011	30,000	98.98	29,696.10	104.370	31,312.50	17.34	167	1,599.06	
AVNET INC	17 Aug 2010 / 15 Aug 2011	20,000	113.10	22,620.00	115.240	23,048.00	- 384.57	363	812.57	
AVNET INC	21 Oct 2010 / 15 Aug 2011	5,000	114.87	5,743.85	115.240	5,762.00	- 93.26	298	111.41	
AVNET INC	23 Jun 2011 / 15 Aug 2011	5,000	114.44	5,722.30	115.240	5,762.00	- 18.28	53	57.98	
BRINKER INTERNATIONAL INC	16 Aug 2010 / 15 Aug 2011	20,000	105.94	21,188.00	106.380	21,276.60	- 294.95	364	383.55	
BRINKER INTERNATIONAL INC	27 Oct 2010 / 15 Aug 2011	10,000	106.00	10,600.00	106.380	10,638.30	- 126.24	292	164.54	
CONSTELLATION BRANDS INC SR NT	11 Mar 2011 / 15 Aug 2011	10,000	108.50	10,850.00	105.690	10,569.50	- 50.19	157	-230.31	
CONSTELLATION BRANDS INC SR NT	16 Jun 2011 / 15 Aug 2011	20,000	109.50	21,900.00	105.690	21,139.00	- 45.15	60	-715.85	
COVENTRY HEALTH CARE INC	26 Jul 2011 / 15 Aug 2011	5,000	110.33	5,516.55	109.380	5,469.05	- 7.74	20	-39.76	

US Dollar (USD)

	Opening transaction / Closing transaction	Quantity	Original Unit cost	Total cost	Price	Gross proceeds	Amortization /Accretion	Days held	Realized gain/loss Short-term	Realized gain/loss Long-term
COVENTRY HEALTH CARE INC	07 Jul 2011 / 15 Aug 2011	5,000	110.53	5,526.65	112.700	5,635.10	- 8.86	39	117.31	
COVENTRY HEALTH CARE INC	24 Aug 2010 / 15 Aug 2011	20,000	106.87	21,375.00	109.200	21,840.80	- 315.44	356	781.24	
DELUXE CORP SR NT 7.375%15	21 Jul 2010 / 15 Aug 2011	10,000	99.82	9,982.50	100.360	[redacted]	3.33	390		50.57
DELUXE CORP SR NT 7.375%15	17 Aug 2010 / 15 Aug 2011	10,000	101.22	10,122.50	100.360	10,036.40	- 22.18	363	-63.92	
DELUXE CORP SR NT 7.375%15	16 Nov 2010 / 15 Aug 2011	10,000	104.00	10,400.00	100.360	10,036.40	- 58.09	272	-305.51	
DONNELLEY R R & SONS CO	27 Oct 2010 / 15 Aug 2011	5,000	105.12	5,256.25	91.750	4,587.50	- 28.57	292	-640.18	
DONNELLEY R R & SONS CO	21 Jul 2010 / 15 Aug 2011	20,000	110.37	22,075.00	102.000	[redacted]	- 309.09	390		-1,365.91
EXPEDIA INC DEL SR NT 5.95%20	11 Feb 2011 / 15 Aug 2011	10,000	100.08	10,008.60	102.500	10,250.00	- 0.35	185	241.75	
EXPEDIA INC DEL SR NT 5.95%20	11 Feb 2011 / 15 Aug 2011	15,000	99.95	14,992.50	102.500	15,375.00	0.30	185	382.20	
EXPEDIA INC DEL SR NT 5.95%20	24 Feb 2011 / 15 Aug 2011	5,000	101.69	5,084.75	102.500	5,125.00	- 3.23	172	43.48	
FISERV INC SR NT 6.8%17	29 Sep 2010 / 15 Aug 2011	30,000	115.94	34,783.80	118.210	35,464.80	- 513.27	320	1,194.27	
FORTUNE BRANDS INC	21 Jul 2010 / 26 Aug 2011	20,000	106.22	21,245.86	114.950	[redacted]	- 227.61	401		1,972.95
FORTUNE BRANDS INC	12 Oct 2010 / 26 Aug 2011	1,000	108.24	1,082.42	114.950	1,149.56	- 12.59	318	79.73	
HERTZ CORP	07 Oct 2010 / 15 Aug 2011	3,000	103.25	3,097.50	101.000	3,030.03	- 23.46	312	-44.01	
HUMANA INC	19 Oct 2010 / 15 Aug 2011	5,000	112.01	5,600.95	115.030	5,751.90	- 79.65	300	230.60	
HUMANA INC	21 Jul 2010 / 15 Aug 2011	20,000	111.05	22,210.00	119.970	[redacted]	- 246.57	390		2,030.77
INTERPUBLIC GROUP COS INC	03 Aug 2010 / 15 Aug 2011	5,000	117.25	5,862.50	115.530	[redacted]	- 104.06	377		18.16
INTERPUBLIC GROUP COS INC	10 Aug 2010 / 15 Aug 2011	10,000	117.00	11,700.00	115.530	[redacted]	- 201.63	370		54.83

	Opening transaction / Closing transaction	Quantity	Original Unit cost	Total cost	Price	Gross proceeds	Amortization /Accretion	Days held	Realized gain/loss Short-term	Realized gain/loss Long-term
INTERPUBLIC GROUP COS INC	11 Aug 2010 / 15 Aug 2011	5,000	116.50	5,825.00	115.530	[redacted]	- 97.37	369		48.97
INTERPUBLIC GROUP COS INC	15 Dec 2010 / 15 Aug 2011	5,000	117.00	5,850.00	115.530	5,776.60	- 70.02	243	-3.38	
JANUS CAPITAL GROUP INC	20 Jul 2011 / 15 Aug 2011	25,000	110.08	27,521.50	109.750	27,437.50	- 26.44	26	-57.56	
JANUS CAPITAL GROUP INC	25 Jul 2011 / 15 Aug 2011	5,000	109.73	5,486.50	109.750	5,487.50	- 4.12	21	5.12	
L-3 COMMUNICATIONS CORP SR SB	08 Oct 2010 / 15 Aug 2011	30,000	103.00	30,900.00	101.970	30,593.10	- 135.44	311	-171.46	
LEXMARK INTL INC	17 Aug 2010 / 15 Aug 2011	20,000	106.10	21,220.00	105.760	21,152.00	- 420.80	363	352.80	
LEXMARK INTL INC	26 Jul 2011 / 15 Aug 2011	10,000	110.62	11,062.00	109.760	10,976.70	- 7.19	20	-78.11	
LIMITED BRANDS INC	21 Jul 2010 / 15 Aug 2011	20,000	102.25	20,450.00	104.790	[redacted]	- 56.48	390		566.28
LIMITED BRANDS INC	29 Sep 2010 / 15 Aug 2011	10,000	106.00	10,600.00	104.790	10,479.90	- 64.90	320	-55.20	
MASCO CORP	28 Jul 2010 / 15 Aug 2011	20,000	101.25	20,250.00	98.500	[redacted]	- 36.33	383		-513.67
MASCO CORP	15 Oct 2010 / 15 Aug 2011	10,000	102.75	10,275.00	98.500	9,850.00	- 33.15	304	-391.85	
QWEST CORP	21 Oct 2010 / 15 Aug 2011	5,000	114.00	5,700.00	112.000	5,600.20	- 136.66	298	36.86	
SEAGATE TECHNOLOGY HDD HLDGS	09 Dec 2010 / 15 Aug 2011	10,000	100.50	10,050.00	102.250	10,225.90	- 4.92	249	180.82	
SEAGATE TECHNOLOGY HDD HLDGS	15 Dec 2010 / 15 Aug 2011	20,000	100.50	20,100.00	102.250	20,451.80	- 9.64	243	361.44	
SEALED AIR CORP NEW	08 Mar 2011 / 15 Aug 2011	10,000	111.87	11,187.50	105.250	10,525.00	- 70.22	160	-592.28	
SEALED AIR CORP NEW	08 Mar 2011 / 15 Aug 2011	5,000	112.05	5,602.50	105.250	5,262.50	-35.66	160	-304.34	
SEALED AIR CORP NEW	25 Apr 2011 / 15 Aug 2011	15,000	112.37	16,856.25	105.250	15,787.50	- 78.80	112	-989.95	
SUPERVALU INC	11 Aug 2010 / 15 Aug 2011	10,000	100.00	10,000.00	99.780	[redacted]		369		-22.00

26-2480796

BARCLAYS WEALTH

835-67188

US Dollar (USD)

	Opening transaction / Closing transaction	Quantity	Original Unit cost	Total cost	Price	Gross proceeds	Amortization /Accretion	Days held	Realized gain/loss Short-term	Realized gain/loss Long-term
SUPERVALU INC	12 Aug 2010 / 15 Aug 2011	10,000	100.00	10,000.00	99.780	[redacted]		368		-22.00
SUPERVALU INC	08 Oct 2010 / 15 Aug 2011	10,000	101.62	10,162.50	99.780	9,978.00	-20.70	311	-163.80	
***TYCO ELECTRONICS GROUP S A	26 Jul 2010 / 15 Aug 2011	20,000	113.61	22,722.20	119.120	[redacted]	-348.92	385		1,451.12
***TYCO ELECTRONICS GROUP S A	11 Feb 2011 / 15 Aug 2011	5,000	113.56	5,678.13	119.120	5,956.10	-45.43	185	323.40	
VALMONT INDS INC	17 Aug 2010 / 15 Aug 2011	20,000	102.47	20,495.00	114.370	22,875.00	-38.30	363	2,418.30	
VALMONT INDS INC	29 Apr 2011 / 15 Aug 2011	5,000	107.43	5,371.88	114.370	5,718.75	-9.55	108	356.42	
VALMONT INDS INC	25 May 2011 / 15 Aug 2011	5,000	110.51	5,525.50	114.370	5,718.75	-10.54	82	203.79	
WASHINGTON POST CO	05 May 2011 / 15 Aug 2011	10,000	116.26	11,626.50	119.870	11,987.50	-49.00	102	410.00	
WASHINGTON POST CO	05 May 2011 / 15 Aug 2011	15,000	116.35	17,453.40	119.870	17,981.25	-73.95	102	601.80	
WASHINGTON POST CO	19 May 2011 / 15 Aug 2011	5,000	116.28	5,814.45	119.870	5,993.75	-21.28	88	200.58	
WILLIS NORTH AMER INC	21 Jul 2010 / 15 Aug 2011	20,000	103.75	20,750.00	110.920	[redacted]	-102.22	390		1,536.82
WILLIS NORTH AMER INC	04 Oct 2010 / 15 Aug 2011	10,000	106.87	10,687.50	110.920	11,092.30	-79.42	315	484.22	
Total USD realized gains and losses						$ 784,191.04			$ 7,351.87	$ 6,763.75
Total realized gains and losses						$ 784,191.04			$ 7,351.87	$ 6,763.75
Total realized gains and losses year-to-date						$ 1,037,075.09			$ 10,591.27	$ 6,763.75

8/31 sale not on Aug or Sept Stmt
4,270
1099 (A) → =1,041,345.09

Realized Gain / Loss
Proceeds
cost

<8>
Missing cost for March & April sales and it was therefor omitted from the 9/1 totals. See Dec Stmt

10,583 + 6,764 = 17,[illegible]
814,039 [redacted]
803,456 220,542

Fidelity INVESTMENTS

26-2480796

2011 Informational Tax Reporting Statement

BILL DEPUTY FOUNDATION

Account No. 636-821900 Customer Service: 574-293-2077
Recipient ID No. **-***0796 Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2011 Proceeds from Broker and Barter Exchange Transactions

Description (9) CUSIP	Date of Acquisition (1b)	Date of Sale or Exchange (1a) Type of Gain or Loss (8)	Quantity Event	Sales Price of Stocks, Bonds etc. (2) §	Cost or Other Basis (3) æ	Gain/Loss (-)	Wash Sale Loss Disallowed (5)	Feder. Income Ta Withheld ((
BROWN & BROWN INC 115236101	01/06/10	04/20/11 Long-Term	500.000 Sale	12,642.47	8,874.66	3,767.81		
	01/06/10	04/21/11 Long-Term	300.000 Sale	7,555.14	5,324.80	2,230.34		
	01/06/10	04/25/11 Long-Term	800.000 Sale	19,994.47	14,199.46	5,795.01		
	01/06/10	04/26/11 Long-Term	700.000 Sale	17,537.37	12,424.53	5,112.84		
	01/06/10	04/27/11 Long-Term	900.000 Sale	22,683.75	15,974.39	6,709.36		
	02/17/10	04/27/11 Long-Term	200.000 Sale	5,040.83	3,310.46	1,730.37		
	02/17/10	04/28/11 Long-Term	975.000 Sale	24,637.82	16,138.50	8,499.32		
Sub Totals				**110,091.85**	**76,246.80 z**			
				Long-Term Gains		33,845.05		
GANNETT CO INC 364730101	02/05/10	10/07/11 Long-Term	785.000 Sale	8,239.48	10,180.39	-1,940.91		
	02/05/10	10/11/11 Long-Term	140.000 Sale	1,524.64	1,815.61	-290.97		
	07/16/10	10/11/11 Long-Term	565.000 Sale	6,153.00	7,940.68	-1,787.68		
	07/16/10	10/20/11 Long-Term	645.000 Sale	6,820.16	9,065.02	-2,244.86		
	07/16/10	10/21/11 Long-Term	640.000 Sale	7,040.99	8,994.75	-1,953.76		
Sub Totals				**29,778.27**	**37,996.45 z**			
				Long-Term Losses		-8,218.18		

Fidelity INVESTMENTS

26-2480796

2011 Informational Tax Reporting Statement

BILL DEPUTY FOUNDATION

Account No. 636-821900 Customer Service: 574-293-2077
Recipient ID No. **-***0796 Payer's Fed ID Number: 04-3523567

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2011 Proceeds from Broker and Barter Exchange Transactions

Description (9) CUSIP	Date of Acquisition (1b)	Date of Sale or Exchange (1a) Type of Gain or Loss (8)	Quantity Event	Sales Price of Stocks, Bonds etc. (2) §	Cost or Other Basis (3) æ	Gain/Loss (-)	Wash Sale Loss Disallowed (5)	Feder Income T Withheld (
UNITED STATES TREAS NTS 0.87500% 05/31/2 912828KU3	11/24/10	05/31/11 Short-Term	75,000.000 Redemption	75,000.00	75,269.53	-269.53		
UNITED STATES TREAS NTS 1.00000% 07/31/2 912828LG3	12/15/10	06/27/11 Short-Term	100,000.000 Sale	100,078.13	100,500.00	-421.87		
	12/15/10	08/01/11 Short-Term	600,000.000 Redemption	600,000.00	603,000.00	-3,000.00		
Sub Totals				**700,078.13**	**703,500.00** z			
				Short-Term Losses		-3,421.87		
UNITED STATES TREAS NTS 4.50000% 11/30/2 912828GA2	08/02/11	08/11/11 Short-Term	10,000.000 Sale	10,129.69	10,144.25	-14.56		
UNITED STATES TREAS NTS 4.62500% 02/29/2 912828GK0	05/03/11	08/11/11 Short-Term	25,000.000 Sale	25,611.33	25,916.99	-305.66		
UNITED STATES TREAS NTS 4.87500% 04/30/2 912828FD7	10/15/10	05/02/11 Short-Term	25,000.000 Redemption	25,000.00	25,634.77	-634.77		
UNITED STATES TREAS 4.50000% 11/30/2011 912828GA2	08/02/11	11/30/11 Short-Term	560,000.000 Redemption	560,000.00	568,078.45	-8,078.45		

Fidelity INVESTMENTS

2011 Informational Tax Reporting Statement

BILL DEPUTY FOUNDATION

Account No. 636-821900 Customer Service: 574-293-2077
Recipient ID No. **-***0798 Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2011 Proceeds from Broker and Barter Exchange Transactions

Description (9) CUSIP	Date of Acquisition (1b)	Date of Sale or Exchange (1a) Type of Gain or Loss (8)	Quantity Event	Sales Price of Stocks, Bonds etc. (2) §	Cost or Other Basis (3) æ	Gain/Loss (-)	Wash Sale Loss Disallowed (5)	Federal Income Tax Withheld (4)
UNITED STATES TREAS 4.50000% 11/30/2011 912828GA2	08/02/11	11/30/11 Short-Term	5,000.000 Redemption	5,000.00	5,072.13	-72.13		
Sub Totals				565,000.00	573,150.58 z			
				Short-Term Losses		-8,150.58		
TOTALS				1,540,689.27 ✓	1,527,859.37 z			0.0
SHORT-TERM TOTALS				1,400,819.15	1,413,616.12 z			
			Gains			0.00		
			Losses			-12,796.97		
			Disallowed Losses				0.00	
LONG-TERM TOTALS				139,870.12	114,243.25 z			
			Gains			33,845.05	25,627	
			Losses			-8,218.18		
			Disallowed Losses				0.00	

§ Gross proceeds less commissions
æ Cost or other basis provided may include adjustments including but not limited to: dividend reinvestment, return of capital/principal, wash sale loss disallowed, amortization, accretion, acquisition premium, bond premium, market discount, market premium, and option premium.
z Totals of Cost or Other Basis include all tax lots with known basis. Totals do not include tax lots with unknown basis.

Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

For securities bought in a foreign currency, we have provided estimated cost basis in United States Dollars (USD) by converting the foreign currency cost into USD based on exchange rates on the trade date of the purchase. For securities sold (or redeemed) in a foreign currency, we have provided the USD proceeds by converting the foreign currency proceeds into USD based on exchange rates on the trade date of the sale. If you acquired the foreign currency cost, or sold the foreign currency proceeds in exchange for USD in a separate currency transaction linked to the security transaction, then the trade date exchange rate we used is the spot rate at the time of the linked currency transaction. Otherwise, the trade date exchange rate we used is the end-of-day exchange rate. For tax reporting purposes, you may be required to determine your actual USD cost basis, proceeds, and gain/loss based on the exchange rates on the settlement dates of the applicable transactions. Consult your tax advisor for more information.

We are required to convert a purchase or sale in foreign currency into its United States dollar (USD) equivalent at the time of the transaction and to use that USD equivalent amount as the cost basis or gross proceeds as applicable. For securities directly bought or sold in a foreign currency in a single transaction in your account, we have converted the foreign currency into USD on the trade date of the purchase or sale using the end-of-day exchange rate. If you acquired the foreign currency cost, or sold the foreign currency proceeds in exchange for USD in a separate currency transaction linked to the security transaction, the conversion was made using the spot rate at the time of the linked currency transaction. In some cases, you may be required to use different currency conversion conventions

Fidelity INVESTMENTS

26-2480796

BILL DEPUTY FOUNDATION

2011 DETAIL INFORMATION

Account No. 636-821900 Customer Service: 574-293-2077
Recipient ID No. **-***0796 Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

Details of Interest Income Transactions

Interest on U.S. Savings Bonds and Treasury Obligations Detail

Description	CUSIP	Date Paid	Interest on U.S. Savings Bonds and Treasury Obligations (3)**	Interest Payments on Treasury Bonds and Notes	Accrued Interest on Sale of Treasury Instruments	U.S. T-B Interes
		06/28/11	408.84		408.84	
		07/31/11	3,000.00	3,000.00		
		Sub Totals	6,908.84	6,500.00	408.84	
UNITED STATES TREAS NTS 4.87500%	912828FD7	04/30/11	609.38	609.38		
UNITED STATES TREAS 4.50000% 04/30/2012	912828GQ7	10/31/11	1,687.50	1,687.50		
UNITED STATES TREAS 4.50000% 11/30/2011	912828GA2	08/12/11	89.75		89.75	
		11/30/11	12,712.50	12,712.50		
		Sub Totals	12,802.25	12,712.50	89.75	
UNITED STATES TREAS 4.62500% 02/29/2012	912828GK0	08/12/11	518.43		518.43	
UNITED STATES TREAS 4.75000% 01/31/2012	912828GF1	07/31/11	2,375.00	2,375.00		
TOTALS			25,229.53 DUP	24,212.51	1,017.02	0.0

** Interest on U.S. Savings Bonds and Treasury Obligations (3) includes Interest Payments on Treasury Bonds and Notes, Accrued Interest on Sale of Treasury Instruments, and U.S. T-Bill Interest.

Short-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.

Description/CUSIP Date Acquired	Date of Sale or Exchange	Quantity	Event	Sales Price of Stocks, Bonds, etc.	Cost or other Basis	Gain/Loss(-)
PUT (SPX) NEW S & P 500 INDEX DEC 21 13 / 1345599XT						
10/27/11	11/28/11 m	0.400	Sale	5,131.27	3,991.86	1,139.40
PUT (SPX) NEW S & P 500 INDEX JUN 18 11 / 1276049VP						
12/31/10	03/16/11 m	17.200	Sale	1,359.67	3,096.00	-1,736.33
UNITED STATES TREAS NTS 4.50000% 11/30/2 / 912828GA2						
08/02/11	08/11/11	10,000.000	Sale	10,129.69	10,144.25	-14.56
			Market Discount Income			33.48 r
				16,621	17,232	
					Short-Term Realized Gain	1,139.40
					Short-Term Realized Loss	-1,750.89
						-611

Fidelity INVESTMENTS

26-2480796.

BILL DEPUTY FOUNDATION

2011 DETAIL INFORMATION

Account No. 636-821900 Customer Service: 574-293-2077
Recipient ID No. **-***0796 Payer's Fed ID Number: 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

Short-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.

Description/CUSIP Date Acquired	Date of Sale or Exchange	Quantity	Event	Sales Price of Stocks, Bonds, etc.	Cost or other Basis	Gain/Loss(-)

r Market discount income was calculated using the straight-line method from acquisition date through disposition date. Our calculation assumed the taxpayer elected to defer recognizing the market discount until sale (disposition). Other elections available under tax laws may be more beneficial, depending on your individual tax situation. For federal tax purposes, market discount income, from both taxable and tax-exempt bonds is treated as taxable interest income.
Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

Long-Term Realized Gain/Loss

Cost basis, realized gain and loss, and holding period information reported may not reflect all adjustments necessary for tax reporting purposes.

Description/CUSIP Date Acquired	Date of Sale or Exchange	Quantity	Event		Sales Price of Stocks, Bonds, etc.	Cost or other Basis		Gain/Loss(-)
PUT (SPX) NEW S & P 500 INDEX DEC 21 13 / 1345599XT								
10/27/11	11/28/11 m	0.600	Sale	9737	7,696 90	5,987.80	10,632	1,709.11
PUT (SPX) NEW S & P 500 INDEX JUN 18 11 / 1276049VP								
12/31/10	03/16/11 m	25.800	Sale		2,039.51	4,644.00		-2,604.49
							Long-Term Realized Gain	1,709.11
							Long-Term Realized Loss	-2,604.49
							Long-Term Realized Disallowed Loss	0.00

(89[illegible]

m Under the IRC Section 1256, generally 60% of your capital gain or loss will be treated as long-term and 40% will be treated as short-term capital gain or loss. This is true regardless of how long the position was actually held. If this contract was held on December 31 of the previous year, the basis and acquisition date have been adjusted to include any gain or loss resulting from treating the security as sold on the last day of the year under the mark to market provisions of section 1256. See IRS Publication 550 for more information
Amortization, accretion, and similar adjustments to cost basis are not provided for short-term instruments, unit investment trusts, or securities of foreign issuers.

Accrued Interest Paid on Purchases

Description	CUSIP	Date	Amount
UNITED STATES TREAS 1.37500% 09/15/2012	912828LM0	12/01/11	1,701.56
UNITED STATES TREAS 4.50000% 04/30/2012	912828GQ7	06/02/11	302.65
UNITED STATES TREAS 4.50000% 11/30/2011	912828GA2	08/03/11	4,524.59
UNITED STATES TREAS 4.62500% 02/29/2012	912828GK0	05/04/11	204.23
UNITED STATES TREAS 4.75000% 01/31/2012	912828GF1	05/05/11	1,233.43
			7,966 TR

proceeds 26,357.04
cost 27,863.91
1506.87

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

SOURCE	AMOUNT
BARCLAYS 67188	45,714.
BARCLAYS 67188 ACC INT	<3,048.>
FIDELITY 1900	18.
FIDELITY 1900 US TREAS OBILG	25,230.
FIDELITY 1900 US TREAS OBILG PU	<7,966.>
JPM 5004	1.
JPM SAVINGS 9572	44.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	59,993.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BARCLAYS 68169	10,262.	778.	9,484.
FIDELITY 1900	4,796.	0.	4,796.
JP MORGAN 5004	251.	0.	251.
TOTAL TO FM 990-PF, PART I, LN 4	15,309.	778.	14,531.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
MARINA GRAND RESORT	1	58,073.
TOTAL TO FORM 990-PF, PART I, LINE 5A		58,073.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		38,880.	
- SUBTOTAL -	1		38,880.
TOTAL RENTAL EXPENSES			38,880.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			19,193.

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	600.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	600.	0.	0.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING	638.	0.	0.	319.
ACCOUNTING	4,265.	0.	0.	2,133.
TO FORM 990-PF, PG 1, LN 16B	4,903.	0.	0.	2,452.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT SERVICES	5,600.	5,600.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	5,600.	5,600.	0.	0.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE/FEDERAL TAXES	1,025.	0.	0.	0.
FOREIGN TAXES PAID	588.	588.	0.	0.
PROPERTY TAXES	11,443.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	13,056.	588.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGES	543.	0.	0.	0.
INVESTMENT FEES	17,882.	17,882.	0.	0.
POSTAGE AND DELIVERY	63.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	18,488.	17,882.	0.	0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	13,707.
BOOK/TAX DIFFERENCE	10,997.
TOTAL TO FORM 990-PF, PART III, LINE 5	24,704.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MCM FIDELITY #1900	COST	1,116,670.	1,146,000.
JP MORGAN INVEST OTHER	COST	29,684.	26,825.
BARCLAYS INVESTMENT 66624	COST	902,014.	851,035.
BARCLAYS - GROWTH 68169	COST	957,356.	966,519.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,005,724.	2,990,379.

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- 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. BILL DEPUTY FOUNDATION	Employer identification number (EIN) or [X] 26-2480796
	Number, street, and room or suite no If a P.O box, see instructions 4200 MIDDLEBURY STREET	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions ELKHART, IN 46516	

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

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

- The books are in the care of ▶ THE FOUNDATION 4200 MIDDLEBURY STREET - ELKHART, IN 46516
  Telephone No ▶ 574-970-1191 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:
▶ [X] calendar year 2011 or
▶ [ ] tax year beginning ____________ , and ending ____________

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	$ 2,645.
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	$ 1,145.
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	$ 1,500.

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