



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

GEORGE FREDERICK JEWETT FOUNDATION EAST

A Employer identification number

27-2954428

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

C/O FCI, 30 EAST 7TH ST, SUITE 2000

Room/suite

B Telephone number

415-421-1351

City or town, state, and ZIP code

ST PAUL, MN 55101-4930C 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 changeD 1. Foreign organizations, check here ☐Foreign organizations meeting the 85% test,
2. check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE 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)

\$ 21,994,315.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

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

Part I**Analysis of Revenue and Expenses**(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

509,248.**403,623.****STATEMENT 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a **4,228,159.****1,082,026.****1,447,553.**

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

304,429.**160,522.****STATEMENT 2**

12 Total. Add lines 1 through 11

1,895,703.**2,011,698.**

13 Compensation of officers, directors, trustees, etc

0.**0.****0.**

14 Other employee salaries and wages

37,845.**0.****37,845.**

15 Pension plans, employee benefits

2,161.**0.****2,161.**

16a Legal fees

b Accounting fees **STMT 3****28,818.****12,909.****14,409.**c Other professional fees **STMT 4****6,322.****0.****6,322.**

17 Interest

48,833.**2,208.****3,398.**

18 Taxes

6,536.**0.****6,536.**

19 Depreciation and depletion

81.**0.****81.**

20 Occupancy

2,617.**0.****2,617.**

21 Travel, conferences, and meetings

16,000.**63,106.****-49,288.**

22 Printing and publications

23 Other expenses **STMT 6****149,213.****87,700.****24,081.**24 Total operating and administrative
expenses. Add lines 13 through 23**838,454.****0.****0.**

25 Contributions, gifts, grants paid

26 Total expenses and disbursements.

Add lines 24 and 25

987,667.**87,700.****24,081.**

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

908,036.**1,923,998.****0.**

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A123501
12-02-11

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011) 23

1

12131101 144130 40018

2011.04040 GEORGE FREDERICK JEWETT FOU 400181 94

ENVELOPE
POSTMARK DATE
NOV 15 2012

SCANNED NOV 27 2012

Part II Balance Sheets		Beginning of year		End of year	
Attached schedules and amounts in the description column should be for end-of-year amounts only		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing		5,768.	5,768.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶ 4,517.		4,517.	4,517.	
	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 STMT 9	0.	12,978,800.	14,376,156.	
	c Investments - corporate bonds STMT 10	0.	5,139,042.	5,219,821.	
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 11	0.	2,113,651.	2,388,053.		
14 Land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	0.	20,241,778.	21,994,315.		
Liabilities	17 Accounts payable and accrued expenses		961.		
	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)	0.	961.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	20,240,817.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	0.	20,240,817.			
31 Total liabilities and net assets/fund balances	0.	20,241,778.			

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	0.
2 Enter amount from Part I, line 27a	2	908,036.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	19,408,281.
4 Add lines 1, 2, and 3	4	20,316,317.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	75,500.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,240,817.

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 STATEMENTS			
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	4,228,159.	3,315,682.	1,447,553.

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			1,447,553.

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	1,447,553.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		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	922,593.	20,493,929.	.045018
2009	1,001,293.	16,988,994.	.058938
2008	1,130,564.	20,407,518.	.055399
2007	876,205.	24,919,209.	.035162
2006	1,080,770.	22,548,045.	.047932

2 Total of line 1, column (d)	2	.242449
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	.048490
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	21,300,126.
5 Multiply line 4 by line 3	5	1,032,843.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,240.
7 Add lines 5 and 6	7	1,052,083.
8 Enter qualifying distributions from Part XII, line 4	8	24,081.

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 ☐ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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

6a 45,000.

6b

6c 8,000.

6d

14,381. Refunded

Part VII-A Statements Regarding Activities

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?

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

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

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.

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

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

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, col. (c), and Part XV.

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

CA

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

Form 990-PF (2011)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of FIDUCIARY COUNSELLING, INC. Telephone no. 651 228-0935 Located at 30 EAST 7TH ST, SUITE 2000, ST PAUL, MN ZIP+4 55101-4930			
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 N/A	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

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

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

Form 990-PF (2011)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 12		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

Form 990-PF (2011)

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	20,101,173.
b	Average of monthly cash balances	1b	6,380.
c	Fair market value of all other assets	1c	1,516,940.
d	Total (add lines 1a, b, and c)	1d	21,624,493.
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	21,624,493.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	324,367.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,300,126.
6	Minimum investment return. Enter 5% of line 5	6	1,065,006.

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	1,065,006.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	38,480.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	376.
c	Add lines 2a and 2b	2c	38,856.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,026,150.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,026,150.
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	1,026,150.

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	24,081.
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	24,081.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,081.

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.

Form 990-PF (2011)

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				1,026,150.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
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: ► \$ 24,081.				
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				24,081.
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:	0.			
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				1,002,069.
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				

N/A

- ☐ 4942(I)(3) or ☐ 4942(I)(5)

(4) Gross investment income

[illegible]

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				
ALL CONTRIBUTIONS PAID OUT OF FOUNDATION WERE TREATED AS PAID OUT OF				
AND REPORTED ON TERMINATED FOUNDATION 04-6013832				
Total			3a	0.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2011)

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. | | |

[illegible]

- 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.



TRUSTEE

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	HEATHER M. WHITE	<i>Heather White</i>	11-4-12		P00448399
	Firm's name ▶ FIDUCIARY COUNSELLING, INC			Firm's EIN ▶ 41-0445819	
	Firm's address ▶ 30 E. 7TH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930			Phone no. 651-228-0935	

**Explanation of termination of George Frederick Jewett Foundation
04-6013832 and split into two new foundations – The George F Jewett
Foundation 27-3409281 and The George Frederick Jewett Foundation East
27-2954428**

The George Frederick Jewett Foundation (the "Legacy Foundation") was established by an instrument dated December 2, 1957 and amended by an instrument dated January 26, 2007. George Frederick Jewett, for whom the Foundation is named, had two children, George Frederick Jewett, Jr. and Margaret Jewett Greer. The original Trustees of the Legacy Foundation were George Frederick Jewett's wife, Mary Cooper Jewett (now deceased), and his two children and their respective spouses, Lucille McIntyre Jewett and William Hershey Greer.

George Frederick Jewett, Jr. (now deceased) and Lucille McIntyre Jewett (the "Jewetts") have two children (the "Jewett children"), including George Frederick Jewett, III, who was appointed as a Trustee of the Legacy Foundation on July 30, 2008, following the death of his father.

Margaret and William Greer (the "Greers") have four children (the "Greer Children").

The Jewett family is predominately located on the West Coast, while the Greer family is predominately located on the East Coast. It has been envisioned for some time that the responsibility for the management and administration of the Legacy Foundation would eventually transition to younger members of the Jewett and Greer families. It is expected that all Jewett children and Greer children will wish to participate in some capacity in the operation of the Legacy Foundation. Given the imbalance in the number of children in the Jewett and Greer families, it would be difficult to develop an arrangement in which each of the children has a meaningful role in the Legacy Foundation. Therefore, the Trustees of the Legacy Foundation determined that it is in the long-term interests of the Legacy Foundation to divide governance of the Legacy Foundation between the Jewett and Greer families.

The George Frederick Jewett Foundation East (the "East Foundation") was established on June 20, 2010. The George F. Jewett Foundation (the "West Foundation") was established on May 10, 2010. These two entities were created as part of a plan to divide governance of the Legacy Foundation between the respective families of the two children of George Frederick Jewett, in whose honor the Legacy Foundation was established.

Upon receipt by the East and West Foundations of recognition from the Internal Revenue Service as private foundations described in §501(c)(3) of the Code, the Trustees of the Legacy Foundation transferred by way of a series of distributions between January 1, 2011 and October 5, 2011, without consideration, one-half (1/2) of all of the Legacy Foundation's assets to the East Foundation, and the remaining assets to the West Foundation. These transfers were intended to qualify as transfers described in §507(b)(2) of the Code, and were intended to have the effects described in Revenue Ruling 2002-28, with regard to transfer of all assets of a private foundation to one or more private foundations. After the transfer, the Legacy Foundation holds no assets and intends to terminate in accordance with §507 of the Code.

The nature and fair market value of the assets distributed to each recipient is as follows:

NAME OF RECIPIENT

GEORGE FREDERICK JEWETT FOUNDATION EAST

ADDRESS OF RECIPIENTC/O FCI, 30 E 7TH ST, SUITE 2000
ST PAUL, MN 55101-4930FAIR MARKET VALUE
OF ASSETS

22,878,703.

EXPLANATION OF DISTRIBUTED ASSETS

	FAIR MARKET VALUE
CASH	518,220
TAXABLE BONDS	4,281,345
US STOCK	8,578,283
INTERNATIONAL STOCK	2,737,128
EMERGING STOCK	1,238,500
PRIVATE EQUITY	3,421,550
ALTERNATIVE INVESTMENTS	855,036
REAL ESTATE FUNDS	1,246,513
RENT DEPOSIT	2,128
TOTAL	22,878,703

GEORGE FREDERICK JEWETT FOUNDATION

Termination

WHEREAS, MARY COOPER JEWETT, GEORGE FREDERICK JEWETT, JR., LUCILLE McINTYRE JEWETT, MARGARET JEWETT GREER and WILLIAM HERSHEY GREER, JR., as Trustees, established the above-titled Foundation by a trust instrument dated December 2, 1957, which trust instrument was amended by an instrument dated January 26, 2007, the currently serving Trustees of which are GEORGE FREDERICK JEWETT, III, said LUCILLE McINTYRE JEWETT, said MARGARET JEWETT GREER and said WILLIAM HERSHEY GREER, JR.; and

WHEREAS, it is provided in CLAUSE SECOND-A of said trust instrument (as amended) that the trust shall continue forever unless the Trustees elect to terminate and distribute all assets to a charitable organization as determined by Section 501(c)(3) of the Internal Revenue Code of 1986 (as amended) (the "Code") and in accordance with Paragraph D of CLAUSE FOURTH-A of said trust instrument (as amended); and

WHEREAS, it is provided in said Paragraph D of said CLAUSE FOURTH-A that on any termination of the private foundation status of the trust to which Section 507 of the Code applies, any distribution made to effect such termination of status shall be made (1) to one or more organizations described in Section 507(b)(1)(A) of the Code, or (2) as provided in Section 507(b)(1)(B) of the Code; and

WHEREAS, by way of a series of distributions between January 1, 2011 and October 5, 2011, the Trustees, in termination of the trust, distributed all of the assets of the trust to organizations described in Sections 501(c)(3) and 507(b)(1)(A) of the Code;

NOW, THEREFORE, the Trustees hereby confirm termination of the trust as provided in
said CLAUSE SECOND-A and said Paragraph D of said CLAUSE FOURTH-A.

EXECUTED in one or more counterpart copies, effective as of October 5, 2011.



GEORGE FREDERICK JEWETT, III, Trustee

LUCILLE McINTYRE JEWETT, Trustee

MARGARET JEWETT GREER, Trustee

WILLIAM HERSHEY GREER, Trustee

NOW, THEREFORE, the Trustees hereby confirm termination of the trust as provided in
said CLAUSE SECOND-A and said Paragraph D of said CLAUSE FOURTH-A.

EXECUTED in one or more counterpart copies, effective as of October 5, 2011.

GEORGE FREDERICK JEWETT, III, Trustee

Lucille McIntyre Jewett

LUCILLE McINTYRE JEWETT, Trustee

MARGARET JEWETT GREER, Trustee

WILLIAM HERSHEY GREER, Trustee

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	CHURCHILL EQ & ESOP ST			
b	CHURCHILL EQ & ESOP LT			
c	SIT OPPORTUNITY BOND FUND LLC ST			
d	SIT OPPORTUNITY BOND FUND LLC LT			
e	CPOF ST			
f	CPOF LT			
g	CPOF SEC 1231			
h	CPOF SEC 1256 ST			
i	CPOF SEC 1256 LT			
j	CPOF II ST			
k	CPOF II LT			
l	CPOF II SEC 1231			
m	CPOF II SEC 1256 ST			
n	CPOF II SEC 1256 LT			
o	CPOF III ST			

(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			-624.
b			122,605.
c			4,218.
d			19,434.
e			315.
f			24,555.
g			96.
h			14.
i			21.
j			2,062.
k			79,862.
l			145.
m			-187.
n			-280.
o			1,010.

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			-624.
b			122,605.
c			4,218.
d			19,434.
e			315.
f			24,555.
g			96.
h			14.
i			21.
j			2,062.
k			79,862.
l			145.
m			-187.
n			-280.
o			1,010.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CPOF III LT			
b	CPOF III SEC 1231			
c	CPOF III SEC 1256			
d	CPOF IV ST			
e	CPOF IV LT			
f	CPOF IV SEC 1231			
g	POTLATCH DISTRIB EXCESS OF BASIS			
h	FIDELITY LTCG DISTRIB			
i	SEE ATTACHED ST	P		
j	SEE ATTACHED ST	P		
k	SEE ATTACHED LT	P		
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			24,578.
b			46.
c			-1.
d			51.
e			-15.
f			235.
g			4,951.
h			251,985.
i	1,708,240.	1,398,326.	309,914.
j	1,537,133.	1,600,831.	-63,698.
k	982,786.	316,525.	666,261.
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			24,578.
b			46.
c			-1.
d			51.
e			-15.
f			235.
g			4,951.
h			251,985.
i			309,914.
j			-63,698.
k			666,261.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)

{ If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

1,447,553.

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

GF JEWETT FOUNDATION EAST
SHORT TERM CAPITAL GAINS
FROM 1/01/2011 THROUGH 12/31/2011

	Maturity	Rate
1	10/1/2025	3.00%
2	10/1/2026	3.00%
3	10/1/2027	3.00%
4	10/1/2028	3.00%
5	10/1/2029	3.00%
6	10/1/2030	3.00%
7	10/1/2031	3.00%
8	10/1/2032	3.00%
9	10/1/2033	3.00%
10	10/1/2034	3.00%
11	10/1/2035	3.00%
12	10/1/2036	3.00%
13	10/1/2037	3.00%
14	10/1/2038	3.00%
15	10/1/2039	3.00%
16	10/1/2040	3.00%
17	10/1/2041	3.00%
18	10/1/2042	3.00%
19	10/1/2043	3.00%
20	10/1/2044	3.00%
21	10/1/2045	3.00%
22	10/1/2046	3.00%
23	10/1/2047	3.00%
24	10/1/2048	3.00%
25	10/1/2049	3.00%
26	10/1/2050	3.00%
27	10/1/2051	3.00%
28	10/1/2052	3.00%
29	10/1/2053	3.00%
30	10/1/2054	3.00%
31	10/1/2055	3.00%
32	10/1/2056	3.00%
33	10/1/2057	3.00%
34	10/1/2058	3.00%
35	10/1/2059	3.00%
36	10/1/2060	3.00%
37	10/1/2061	3.00%
38	10/1/2062	3.00%
39	10/1/2063	3.00%
40	10/1/2064	3.00%
41	10/1/2065	3.00%
42	10/1/2066	3.00%
43	10/1/2067	3.00%
44	10/1/2068	3.00%
45	10/1/2069	3.00%
46	10/1/2070	3.00%
47	10/1/2071	3.00%
48	10/1/2072	3.00%
49	10/1/2073	3.00%
50	10/1/2074	3.00%
51	10/1/2075	3.00%
52	10/1/2076	3.00%
53	10/1/2077	3.00%
54	10/1/2078	3.00%
55	10/1/2079	3.00%
56	10/1/2080	3.00%
57	10/1/2081	3.00%
58	10/1/2082	3.00%
59	10/1/2083	3.00%
60	10/1/2084	3.00%
61	10/1/2085	3.00%
62	10/1/2086	3.00%
63	10/1/2087	3.00%
64	10/1/2088	3.00%
65	10/1/2089	3.00%
66	10/1/2090	3.00%
67	10/1/2091	3.00%
68	10/1/2092	3.00%
69	10/1/2093	3.00%
70	10/1/2094	3.00%
71	10/1/2095	3.00%
72	10/1/2096	3.00%
73	10/1/2097	3.00%
74	10/1/2098	3.00%
75	10/1/2099	3.00%
76	10/1/2100	3.00%
77	10/1/2101	3.00%
78	10/1/2102	3.00%
79	10/1/2103	3.00%
80	10/1/2104	3.00%
81	10/1/2105	3.00%
82	10/1/2106	3.00%
83	10/1/2107	3.00%
84	10/1/2108	3.00%
85	10/1/2109	3.00%
86	10/1/2110	3.00%
87	10/1/2111	3.00%
88	10/1/2112	3.00%
89	10/1/2113	3.00%
90	10/1/2114	3.00%
91	10/1/2115	3.00%
92	10/1/2116	3.00%
93	10/1/2117	3.00%
94	10/1/2118	3.00%
95	10/1/2119	3.00%
96	10/1/2120	3.00%
97	10/1/2121	3.00%
98	10/1/2122	3.00%
99	10/1/2123	3.00%
100	10/1/2124	3.00%
101	10/1/2125	3.00%
102	10/1/21	

Face or Shares	Date Acquired	Date Sold	Net Sales Proceeds	Cost or Other Basis	GAINS
18,968.692	6/09/2011	9/28/2011	214,153.10	205,015.00	8,138.10
409.948	3/30/2011	9/28/2011	4,628.24	4,312.65	315.59
38,164.251	12/30/2010	9/28/2011	430,867.48	395,007.50	35,859.98
			<u>649,648.82</u>	<u>605,335.15</u>	<u>44,313.67</u>

INFLATION INSTL	INFLATION INSTL
TOTAL	VANGUARD

648 648 82	605.335.15	44,313.67
------------	------------	-----------

VANGUARD PRIMECAP CORE FD
WEYERHAEUSER CO

11,108.37	10,684.85	423.52
1,047,482.83	782,306.50	265,176.33
1,058,591.20	792,991.35	265,599.85
1,708,240.02	1,398,326.50	309,913.52

1,708,240.02	1,398,326.50	309,913.52
		309,913.52

SHORT TERM CAPITAL GAINS

40018

GF JEWETT FOUNDATION EAST
LONG TERM CAPITAL LOSSES
FROM 1/01/2011 THROUGH 12/31/2011

Security	Maturity	Rate	Face or Shares	Date Acquired	Date Sold	Net Sales Proceeds	Cost or Other Basis	LOSSES
STOCKS								
OAKMARK SELECT FD			1,478.680	4/18/2006	6/06/2011	43,000.00	50,378.63	7,378.63-
MORGAN STANLEY INST INTL EQUITY			1,043.841	12/21/2006	6/06/2011	14,985.00	21,971.73	6,986.73-
SELECTED AMERICAN SHARES CL D			621.415	2/28/2007	6/06/2011	25,985.00	28,480.26	2,495.26-
SUB-TOTAL STOCKS						83,970.00	100,830.62	16,860.62-
OTHER INVESTMENTS								
MORGAN STANLEY PREM PTNR CAYMN			1,500,000	2/28/2007	7/01/2011	1,453,163.00	1,500,000.00	46,837.00-
SUB-TOTAL OTHER INVESTMENTS						1,453,163.00	1,500,000.00	46,837.00-
TOTAL						1,537,133.00	1,600,830.62	63,697.62-
LONG TERM CAPITAL LOSSES								
								63,697.62-

27-2954428

40018

GF JEWETT FOUNDATION EAST
LONG TERM CAPITAL GAINS
FROM 1/01/2011 THROUGH 12/31/2011

Security	Maturity	Rate	Face or Shares	Date Acquired	Date Sold	Net Sales Proceeds	Cost or Other Basis	GAINS
BONDS								
VANGUARD INFLATION INSTL			17,671.167	7/30/2010	9/28/2011	199,504.27	183,257.50	16,246.77
VANGUARD INFLATION INSTL			784.410	12/23/2009	9/28/2011	8,855.85	7,867.63	988.22
VANGUARD INFLATION INSTL			254.632	3/29/2010	9/28/2011	2,874.75	2,536.13	338.62
VANGUARD INFLATION INSTL			6,546.927	8/31/2009	9/28/2011	73,913.61	64,428.98	9,484.63
TOTAL VANGUARD INFLATION INSTL						285,148.48	258,090.24	27,058.24
SUB-TOTAL BONDS								
						285,148.48	258,090.24	27,058.24
STOCKS								
POTLATCH CORP NEW COM			5,576	5/28/1964	6/06/2011	191,453.49	12,228.03	179,225.46
POTLATCH CORP NEW COM			13,814	5/28/1964	6/06/2011	474,307.49	17,819.79	456,487.70
TOTAL POTLATCH CORP NEW COM						665,760.98	30,047.82	635,713.16
VANGUARD PRIMECAP CORE FD								
			2,229.913	2/28/2007	6/06/2011	31,876.63	28,387.47	3,489.16
SUB-TOTAL STOCKS								
						697,637.61	58,435.29	639,202.32
TOTAL								
						982,786.09	316,525.53	666,260.56
LONG TERM CAPITAL GAINS								
								666,260.56

27-2954428

THE GEORGE FREDERICK JEWETT FOUNDATION EAST
ATTACHMENT TO PART V
INCLUSION OF GEORGE FREDERICK JEWETT FOUNDATION

PART V NUMBERS FOR GEORGE FREDERICK JEWETT FOUNDATION EAST EXCLUSIVE OF TERMINATION

Based Period <u>Years</u>	Adjusted qualifying <u>distributions</u>	Net value of noncharitable- <u>use assets</u>	Distribution <u>ratio</u>
2010	0	0	0
2009	0	0	0
2008	0	0	0
2007	0	0	0
2006	0	0	0

PART V NUMBERS FOR GEORGE FREDERICK JEWETT FOUNDATION EXCLUSIVE OF TERMINATION

Based Period <u>Years</u>	Adjusted qualifying <u>distributions</u>	Net value of noncharitable- <u>use assets</u>	Distribution <u>ratio</u>
2010	1845186	40987858	0 045018
2009	2002586	33977987	0 058938
2008	2261127	40815036	0 055399
2007	1752409	49838417	0 035162
2006	2161540	45096090	0 047932

PART V NUMBERS FOR GEORGE FREDERICK JEWETT EAST FOUNDATION AFTER TERMINATION

Based Period <u>Years</u>	Adjusted qualifying <u>distributions</u>	Net value of noncharitable- <u>use assets</u>	Distribution <u>ratio</u>
2010	922593	20493929	0 045018
2009	1001293	16988994	0 058938
2008	1130564	20407518	0 055399
2007	876205	24919209	0 035162
2006	1080770	22548045	0 047932

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	506,776.	0.	506,776.
STCG DISTRIBUTIONS	2,472.	0.	2,472.
TOTAL TO FM 990-PF, PART I, LN 4	509,248.	0.	509,248.

FORM 990-PF	OTHER INCOME	STATEMENT	2
-------------	--------------	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHURCHILL EQ & ESOP 41-1963960	0.	0.	
DIVIDENDS	0.	68,982.	
CHURCHILL ESOP CAP PARTNERS	0.	0.	
ORDINARY INCOME	0.	226.	
INTEREST	0.	634.	
LESS: UBTI	0.	-226.	
SIT OPPORTUNITY BOND FUND LLC			
41-1966452	0.	0.	
INTEREST	0.	240.	
DIVIDENDS	0.	55,311.	
CPOF 45-0463589	0.	0.	
ORDINARY INCOME	0.	-609.	
NET RENTAL REAL ESTATE INCOME	0.	-1.	
OTHER NET RENTAL REAL ESTATE			
INCOME	0.	-33.	
INTEREST	0.	1,774.	
DIVIDENDS	0.	5,990.	
ROYALTIES	0.	2.	
OTHER INCOME	0.	275.	
OTHER INCOME	0.	-282.	
LESS: UBTI	0.	107.	
CPOF II	0.	0.	
ORDINARY INCOME	0.	-3,590.	
NET RENTAL REAL ESTATE INCOME	0.	-3.	
OTHER NET RENTAL REAL ESTATE			
INCOME	0.	-7.	
INTEREST	0.	6,814.	
DIVIDENDS	0.	13,616.	
ROYALTIES	0.	57.	
OTHER INCOME	0.	920.	
OTHER INCOME	0.	-2,236.	
CANCELLATION OF DEBT	0.	3,880.	
LESS: UBTI	0.	-2,045.	

CPOF III 26-2251284	0.	0.
ORDINARY INCOME	0.	4,466.
NET RENTAL REAL ESTATE INCOME	0.	70.
OTHER NET RENTAL REAL ESTATE INCOME	0.	419.
INTEREST	0.	4,488.
DIVIDENDS	0.	1,420.
ROYALTIES	0.	247.
OTHER INCOME	0.	667.
OTHER INCOME	0.	2,980.
LESS: UBTI	0.	-5,399.
CPOF IV 45-2978316	0.	0.
ORDINARY INCOME	0.	-113.
OTHER NET RENTAL REAL ESTATE INCOME	0.	1.
INTEREST	0.	437.
DIVIDENDS	0.	148.
OTHER INCOME	0.	33.
OTHER INCOME	0.	873.
LESS: UBTI	0.	-11.
PARTNERSHIP INCOME	299,912.	0.
FEDERAL TAX REFUND	4,517.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	304,429.	160,522.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
*ACCOUNTING & TAX SERVICE	28,818.	12,909.		14,409.	
*50% ALLOCATED TO INVESTMENT INCOME AND	0.	0.		0.	
*50% TO CHARITABLE PURPOSES	0.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	28,818.	12,909.		14,409.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
**LEGAL FEE	6,322.	0.		6,322.
**100% ALLOCATED TO CHARITABLE PURPOSES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	6,322.	0.		6,322.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL	45,000.	0.		0.
FEDERAL	200.	0.		0.
CALIFORNIA	5.	0.		0.
NEW YORK	230.	0.		0.
SOCIAL SECURITY	2,541.	0.		2,541.
MEDICARE	612.	0.		612.
CA UNEMPLOYMENT	245.	0.		245.
CPOF #45-0463589 FOREIGN TAX	0.	239.		0.
CPOF II #20-2825162 FOREIGN TAX	0.	66.		0.
CPOF III #26-2251284 FOREIGN TAX	0.	24.		0.
CPOF IV #45-2978316 FOREIGN TAX	0.	2.		0.
FOREIGN TAX	0.	9,146.		0.
TO FORM 990-PF, PG 1, LN 18	48,833.	9,477.		3,398.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
*BANK SERVICE CHARGE	30.	0.		30.
*CA REGISTRATION FEE	38.	0.		38.
*DELIVERY SERVICE	836.	0.		836.
*MAINTENANCE	3,922.	0.		3,922.
*OFFICE EXPENSE	125.	0.		125.
*ONLINE SERVICE	624.	0.		624.
*PARKING FEES	3,517.	0.		3,517.
*POSTAGE	376.	0.		376.
*INSURANCE	5,391.	0.		5,391.
*MISCELLANEOUS	67.	0.		67.
*TELEPHONE EXPENSE	1,074.	0.		1,074.
*LESS EXPENSES CLAIMED ON 04-6013832	0.	0.		-65,288.
CHURCHILL ESOP 41-1807339	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	105.		0.
CHURCHILL EQ & ESOP 41-1963960	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	333.		0.
CPOF 45-0463589	0.	0.		0.
SECTION 59(E)(2)	0.	115.		0.
PORTFOLIO DEDUCTIONS	0.	7,634.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	55.		0.
OTHER DEDUCTIONS	0.	28.		0.
CPOF II 20-2825162	0.	0.		0.
ROYALTY DEDUCTIONS	0.	61.		0.
SECTION 59(E)(2)	0.	658.		0.
PORTFOLIO DEDUCTIONS	0.	27,428.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	110.		0.
OTHER DEDUCTIONS	0.	-2,342.		0.
CPOF III 26-2251284	0.	0.		0.
ROYALTY DEDUCTIONS	0.	271.		0.
SECTION 59(E)(2)	0.	38.		0.
PORTFOLIO DEDUCTIONS	0.	20,126.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	148.		0.
OTHER DEDUCTIONS	0.	32.		0.
CPOF IV 45-2978316	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	3,823.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	94.		0.
SIT OPPORTUNITY BOND FUND 41-1966452	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	4,389.		0.
*100% ALLOCATED TO CHARITABLE PURPOSES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 23	16,000.	63,106.		-49,288.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
PARTNERSHIP BASIS ADJUSTMENT	52,286.
PARTNERSHIP BASIS ADJUSTMENT	155,488.
PARTNERSHIP BASIS ADJUSTMENT	19,337.
PARTNERSHIP BASIS ADJUSTMENT	91,405.
TRANSFER FROM TERMINATING GEORGE FREDERICK JEWETT FOUNDATION	
046013832-CASH	518,187.
CHURCHILL ESOP	74,744.
CHURCHILL EQUITY & ESOP	352,457.
CLEARWATER PRIVATE OPPORTUNITY FUND	306,403.
CLEARWATER PRIVATE OPPORTUNITY FUND II	763,465.
CLEARWATER PRIVATE OPPORTUNITY FUND III	307,616.
MORGAN STANLEY PPF CAYMAN	1,500,000.
SIT OPPORTUNITY BOND FUND	807,640.
CLEARWATER SMALL	1,401,050.
DODGE & COX INTL	430,958.
EUROPEAN INVESTOR	688,615.
EATON VANCE T-M	467,057.
AMERICAN EUROPACIFIC	691,259.
OAKMARK SELECT FD	1,089,692.
LOOMIS SAYLES	1,266,443.
MORGAN STANLEY IN	559,438.
PIMCO EMERGING MKT	642,102.
PIMCO ALL ASSET	868,995.
PIMCO DEV LOCAL	667,759.
POTLATCH CORP NEW	57,432.
SELECTED AMERICAN	1,036,401.
SOURCE CAP INC PF	87,941.
TEMPLETON INST FOREIGN	692,690.
THIRD AVENUE REAL	432,478.
TOUCHSTONE EMERGING	475,993.
VANGUARD PRIMECAP	913,844.
VANGUARD INFLATION	653,098.
WEYERHAEUER COMPANY	1,333,880.
RUSS BUILDING	2,128.
TOTAL TO FORM 990-PF, PART III, LINE 3	19,408,281.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
-------------	--	-----------	---

DESCRIPTION	AMOUNT
PARTNERSHIP BASIS ADJUSTMENT	1,134.
PARTNERSHIP BASIS ADJUSTMENT	68,698.
PRIOR PERIOD ADJUSTMENT	5,668.
TOTAL TO FORM 990-PF, PART III, LINE 5	75,500.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED	12,978,800.	14,376,156.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,978,800.	14,376,156.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
-------------	-----------------	-----------	----

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	5,139,042.	5,219,821.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,139,042.	5,219,821.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
-------------	-------------------	-----------	----

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED	COST	2,113,651.	2,388,053.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,113,651.	2,388,053.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARGARET J. GREER (1/1/11 - 10/1/11). 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
WILLIAM H. GREER JR (1/1/11 - 10/1/11 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
MARY J. GREER (10/1/11 TO PRESENT) 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
SARA G. DENT (10/1/11 TO PRESENT) 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
MARGARET WG CARR (10/1/11 TO PRESENT) 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
LUCIE C. GREER (10/1/11 TO PRESENT) 30 E 7TH STREET, STE 2100 ST. PAUL, MN 55101	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GF JEWETT FOUNDATION EAST
STATEMENT OF ASSETS
FOR THE PERIOD ENDED DECEMBER 31, 2011

Description	-Face Amount/Shares- 2011	-----Cost Value----- 2011	-----Market Value----- 2011	2010
-------------	------------------------------	------------------------------	--------------------------------	------

CASH

FIDELITY CASH RESERVES	282,616.960-	282,616.96-	282,616.96-	-
U.S. BANK ST. PAUL	5,767.580	5,767.58	5,767.58	-
FIDELITY CASH RESERVES	925,775.850	925,775.85	925,775.85	-
SUB-TOTAL CASH		648,926.47	648,926.47	.00

RECEIVABLES**ACCOUNTS RECEIVABLE**

INTERNAL REVENUE SERVICE	4,516.730	4,516.73	4,516.73	-
SUB-TOTAL ACCOUNTS RECEIVABLE		4,516.73	4,516.73	.00
SUB-TOTAL RECEIVABLES		4,516.73	4,516.73	.00

BONDS**TAXABLE BONDS**

LOOMIS SAYLES BOND INSTL	119,256.901	1,621,088.12	1,661,248.63	-
PIMCO EMERGING MARKETS BOND FD	79,115.123	847,221.71	890,045.13	-
PIMCO EMG MKTS CURRENCY FD	80,605.610	847,095.81	798,801.60	-
SIT OPP BOND FUND LLC 12/1/06	703,137	899,045.09	958,894.01	-
TEMPLETON GLOBAL TOTAL RTN FD	74,292.920	924,591.16	910,831.20	-
SUB-TOTAL TAXABLE BONDS		5,139,041.89	5,219,820.57	.00
SUB-TOTAL BONDS		5,139,041.89	5,219,820.57	.00

STOCKS**TRADITIONAL STOCKS**

POTLATCH CORP NEW COM	21,228	27,383.71	660,403.08	-
WEYERHAEUSER CO	67,731	551,573.27	1,264,537.77	-
SUB-TOTAL TRADITIONAL STOCKS		578,956.98	1,924,940.85	.00

27-2954428

GF JEWETT FOUNDATION EAST
STATEMENT OF ASSETS
FOR THE PERIOD ENDED DECEMBER 31, 2011

<u>Description</u>	-Face Amount/Shares- 2011	-----Cost Value----- 2011	-----Market Value----- 2011	2010
--------------------	------------------------------	------------------------------	--------------------------------	------

STOCKS continued**U.S. LARGE COMPANIES**

OAKMARK SELECT FD	37,052.117	-	1,100,313.54	-	1,036,718.23	-
SELECTED AMERICAN SHARES CL D	26,548.234	-	1,090,935.84	-	1,047,062.35	-
SOURCE CAP INC PFD	3,550	-	87,941.27	-	123,220.50	-
VANGUARD PRIMECAP CORE FD	71,568.244	-	874,772.07	-	965,455.61	-
SUB-TOTAL U.S. LARGE COMPANIES			3,153,962.72	.00	3,172,456.69	.00

U.S. SMALL COMPANIES

CLEARWATER SMALL CAP FUND	111,329.815	-	1,720,642.93	-	1,882,587.17	-
SUB-TOTAL U.S. SMALL COMPANIES			1,720,642.93	.00	1,882,587.17	.00
SUB-TOTAL U.S. STOCKS			4,874,605.65	.00	5,055,043.86	.00

DEVELOPED MARKETS

DODGE & COX INTL STOCK FUND	14,841.934	-	496,972.71	-	433,978.15	-
AMERICAN EUROPACIFIC GR CL F2	24,584.910	-	791,274.02	-	863,176.19	-
MORGAN STANLEY INST INTL EQUITY	36,125.256	-	584,481.56	-	442,534.39	-
TEMPLETON INST FOREIGN SM COS	55,027.345	-	737,754.97	-	842,468.65	-
SUB-TOTAL DEVELOPED MARKETS			2,610,483.26	.00	2,582,157.38	.00

EMERGING MARKETS

EV PARAMETRIC TM EMERGING MKTS	15,005.036	-	587,087.17	-	619,107.79	-
TOUCHSTONE EMERGING MARKETS	57,119.083	-	637,893.57	-	632,308.25	-
SUB-TOTAL EMERGING MARKETS			1,224,980.74	.00	1,251,416.04	.00
SUB-TOTAL INTERNATIONAL STOCKS			3,835,464.00	.00	3,833,573.42	.00
SUB-TOTAL STOCKS			9,289,026.63	.00	10,813,558.13	.00

27-2954428

GF JEWETT FOUNDATION EAST
STATEMENT OF ASSETS
FOR THE PERIOD ENDED DECEMBER 31, 2011

Description	-Face Amount/Shares- 2011	-----Cost Value----- 2011	-----Market Value----- 2011	2010
-------------	------------------------------	------------------------------	--------------------------------	------

PRIVATE INVESTMENTS**PRIVATE EQUITY**

CHURCHILL ESOP CAPITAL	500,000	-	74,744.00	-	23,000.00	-
CHURCHILL EQUITY & ESOP CAP B	600,000	-	171,662.48	-	249,600.00	-
CLEARWATER PRIVATE OPPORT FUND	400,000	-	296,688.50	-	345,200.00	-
CLEARWATER PRIVATE OPP FD II	1,000,000	-	858,953.50	-	1,005,000.00	-
CLEARWATER PRIVATE OPP FD III	1,000,000	-	426,953.00	-	478,000.00	-
CLEARWATER PRIVATE OPP FD IV	800,000	-	36,000.00	-	36,000.00	-
SUB-TOTAL PRIVATE EQUITY			1,865,001.48	.00	2,136,800.00	.00

HEDGE FUNDS

MORGAN STANLEY PPF SPV CAYMAN	275,313.600	-	246,521.60	-	249,125.77	-
PIMCO ALL ASSET INST CLASS	122,473.812	-	1,468,462.83	-	1,413,347.79	-
SUB-TOTAL HEDGE FUNDS			1,714,984.43	.00	1,662,473.56	.00
SUB-TOTAL PRIVATE INVESTMENTS			3,579,985.91	.00	3,799,273.56	.00

REAL ESTATE**INVESTMENT REAL ESTATE**

EUROPEAN INVESTORS GBL PROP	55,010.257	-	893,644.67	-	738,237.65	-
RUSS BUILDING-RENT DEPOSIT	2,127.660	-	2,127.66	-	2,127.66	-
THIRD AVENUE REAL ESTATE	37,825.342	-	684,508.10	-	767,854.44	-
SUB-TOTAL INVESTMENT REAL ESTATE			1,580,280.43	.00	1,508,219.75	.00
SUB-TOTAL REAL ESTATE			1,580,280.43	.00	1,508,219.75	.00
GRAND TOTAL			20,241,778.06	.00	21,994,315.21	.00

27-2954428

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	GEORGE FREDERICK JEWETT FOUNDATION EAST	<input checked="" type="checkbox"/> 27-2954428
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O FCI, 30 EAST 7TH ST, SUITE 2000	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST PAUL, MN 55101-4930	

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

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

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

FIDUCIARY COUNSELLING, INC.

- The books are in the care of ☒ 30 EAST 7TH ST, SUITE 2000 - ST PAUL, MN 55101-4930
Telephone No. ☒ 651 228-0935 FAX No. ☒ 651 228-0776
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.
- 5 For calendar year 2011, or other tax year beginning , and ending .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

- 7 State in detail why you need the extension
THE TAXPAYER OWNS AN INTEREST IN A PASS-THROUGH ENTITY AND HAS NOT YET RECEIVED ITS SCHEDULE K-1. THEREFORE, THE TAXPAYER REQUESTS AN ADDITIONAL EXTENSION OF TIME TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	53,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	53,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ☒ Hedden White Title ☒ TAX PREPARER Date ☒ 8-8-12

Form 8868 (Rev. 1-2012)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	GEORGE FREDERICK JEWETT FOUNDATION EAST	<input checked="" type="checkbox"/> 27-2954428
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	30 EAST 7TH ST, SUITE 2000	<input type="checkbox"/>
File by the due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ST PAUL, MN 55101-4930	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

FIDUCIARY COUNSELLING, INC.

- The books are in the care of ► **30 EAST 7TH ST, SUITE 2000 - ST PAUL, MN 55101-4930**
Telephone No. ► **651 228-0935** FAX No. ► **651 228-0776**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning _____, and ending _____

- 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	\$	53,000.
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	\$	45,000.
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	\$	8,000.

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

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

Form 8868 (Rev. 1-2012)