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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: THE GEORGE F. JEWETT FOUNDATION

A Employer identification number: 27-3409281

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: 6512280935

City or town, state, and ZIP code: ST PAUL, MN 55101-4930

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: ☒ 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)* ▶$ 21,932,265.

J Accounting method: ☒ 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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	490,121.	353,169.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	147,863.			
	b Gross sales price for all assets on line 6a 2,348,347.				
	7 Capital gain net income (from Part IV, line 2)		530,172.		
	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.	160,521.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	942,413.	1,043,862.		
Operating and Administrative Expenses	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	188.	0.		188.
	16a Legal fees				
	b Accounting fees STMT 3	28,817.	12,909.		14,409.
	c Other professional fees STMT 4	1,902.	0.		1,902.
	17 Interest		2,208.		
	18 Taxes STMT 5	30,833.	8,620.		3,398.
	19 Depreciation and depletion				
	20 Occupancy	8,048.	0.		8,048.
	21 Travel, conferences, and meetings				
	22 Printing and publications	2,678.	0.		2,678.
	23 Other expenses STMT 6	15,929.	63,106.		-44,501.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	126,240.	86,843.		23,967.
	25 Contributions, gifts, grants paid	843,313.			0.
	26 **Total expenses and disbursements.** Add lines 24 and 25	969,553.	86,843.		23,967.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-27,140.			
	b **Net investment income** (if negative, enter -0-)		957,019.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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12-02-11 LHA **For Paperwork Reduction Act Notice, see instructions.**

Form **990-PF** (2011) 20

94

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		5,194.	5,194.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 4,517.			
		Less: allowance for doubtful accounts ▶		4,517.	4,517.
	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.	12,271,198.	14,498,595.
	c	Investments - corporate bonds STMT 10	0.	4,912,048.	5,035,906.
	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.	19,306,608.	21,932,265.
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 ▶ ☐ 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.	19,305,647.	
	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.	19,305,647.	
	31	**Total liabilities and net assets/fund balances**	0.	19,306,608.	

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	-27,140.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	19,408,288.
4	Add lines 1, 2, and 3	4	19,381,148.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	75,501.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,305,647.

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	2,348,347.		2,363,074.	530,172.

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				530,172.

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	530,172.
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	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	21,285,774.
5 Multiply line 4 by line 3	5	1,032,147.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,570.
7 Add lines 5 and 6	7	1,041,717.
8 Enter qualifying distributions from Part XII, line 4	8	23,967.

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			1	19,140.
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	19,140.
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	19,140.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	27,000.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	27,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	30.
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	7,830.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 7,830. **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)? *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.*	1b		X
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?	4b	X	
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) ▶ 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*	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

Form **990-PF** (2011)

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 ▶ FIDUCIARY COUNSELLING, INC Telephone no. ▶ 651 228 0935

Located at ▶ 30 E 7TH ST, SUITE 2000, ST PAUL, MN ZIP+4 ▶ 55101

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)*

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

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
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)

123551
12-02-11

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.

Form **990-PF** (2011)

123561
12-02-11

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	20,086,971.
b	Average of monthly cash balances			1b	6,012.
c	Fair market value of all other assets			1c	1,516,940.
d	**Total** (add lines 1a, b, and c)			1d	21,609,923.
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	21,609,923.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	324,149.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	21,285,774.
6	**Minimum investment return.** Enter 5% of line 5			6	1,064,289.

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	1,064,289.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	19,140.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	654.		
c	Add lines 2a and 2b			2c	19,794.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,044,495.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,044,495.
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	1,044,495.

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	23,967.
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	23,967.
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	23,967.

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				1,044,495.
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: ▶ $ 23,967.				
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				23,967.
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				1,020,528.
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				

Form **990-PF** (2011)

123581
12-02-11

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).)

GEORGE F. JEWETT, JR.

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

Form **990-PF** (2011)

123611 12-02-11

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					
4 Dividends and interest from securities			14	490,121.	0.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	523000	299,912.	01	4,517.	
8 Gain or (loss) from sales of assets other than inventory			18	147,863.	0.
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)		299,912.		642,501.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 942,413.

(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).

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

Signature of officer or trustee

Date: 11 . 10 . 12

Title: PRESIDENT

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 ☐ if self- employed	PTIN
HEATHER M. WHITE		11-13-12		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

Form **990-PF** (2011)

123622
12-02-11

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:

FORM 990-PF DISSOLUTION STATEMENT STATEMENT 13

NAME OF RECIPIENT

GEORGE F. JEWETT FOUNDATION

ADDRESS OF RECIPIENT	FAIR MARKET VALUE OF ASSETS
C/O FCI, 30 E 7TH ST, SUITE 2000 ST PAUL, MN 55101-4930	22,878,722.

EXPLANATION OF DISTRIBUTED ASSETS

	FAIR MARKET VALUE
CASH	518,219
TAXABLE BONDS	4,281,345
US STOCK	8,578,303
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	22,878,722

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.

III

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, Trustee

LUCILLE McINTYRE JEWETT, Trustee

MARGARET JEWETT GREER, Trustee

WILLIAM HERSHEY GREER, Trustee

THE GEORGE F. JEWETT FOUNDATION

CONTINUATION FOR 990-PF, PART IV
27-3409281 PAGE 1 OF 2

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 ST			
b	CHURCHILL LT			
c	CPOF ST			
d	CPOF LT			
e	CPOF SEC 1231			
f	CPOF SEC 1256			
g	CPOF II ST			
h	CPOF II LT			
i	CPOF II SEC 1231			
j	CPOF II SEC 1256			
k	CPOF III ST			
l	CPOF III LT			
m	CPOF III SEC 1231			
n	CPOF III SEC 1256			
o	CPOF IV 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				-623.
b				122,605.
c				315.
d				24,555.
e				96.
f				35.
g				2,062.
h				79,862.
i				145.
j				-467.
k				1,010.
l				24,578.
m				46.
n				-1.
o				51.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-623.
b				122,605.
c				315.
d				24,555.
e				96.
f				35.
g				2,062.
h				79,862.
i				145.
j				-467.
k				1,010.
l				24,578.
m				46.
n				-1.
o				51.

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	

THE GEORGE F. JEWETT FOUNDATION

CONTINUATION FOR 990-PF, PART IV
27-3409281 PAGE 2 OF 2

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 IV LT			
b	CPOF IV SEC 1231			
c	SIT ST			
d	SIT LT			
e	SEE ATTACHED ST	P		
f	SEE ATTACHED ST	P		
g	SEE ATTACHED LT	P		
h	SEE ATTACHED LT	P		
i	LONG TERM DISTRIBUTION			
j				
k				
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				-15.
b				235.
c				4,218.
d				19,434.
e	22,266.		25,453.	-3,187.
f	487,087.		436,303.	50,784.
g	1,538,476.		1,629,586.	-91,110.
h	300,518.		271,732.	28,786.
i				266,758.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col. (i) over col. (j), if any	
a				-15.
b				235.
c				4,218.
d				19,434.
e				-3,187.
f				50,784.
g				-91,110.
h				28,786.
i				266,758.
j				
k				
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	530,172.
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

123591
05-01-11

GEORGE F. JEWETT FOUNDATION
SHORT 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								
TEMPLETON INST FOREIGN SM COS			371.031	12/29/2010	9/23/2011	5,624.32	6,452.23	827.91-
VANGUARD PRIMECAP CORE FD			777.079	12/28/2010	9/23/2011	9,641.67	10,684.83	1,043.16-
SUB-TOTAL STOCKS						15,265.99	17,137.06	1,871.07-
REAL ESTATE								
THIRD AVENUE REAL ESTATE			359.527	12/30/2010	9/23/2011	7,000.00	8,316.14	1,316.14-
SUB-TOTAL REAL ESTATE						7,000.00	8,316.14	1,316.14-
TOTAL						22,265.99	25,453.20	3,187.21-
SHORT TERM CAPITAL LOSSES								3,187.21-

40017

GEORGE F. JEWETT FOUNDATION
SHORT 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			409.948	3/30/2011	9/23/2011	4,644.61	4,312.65	331.96
VANGUARD INFLATION INSTL			38,164.251	12/30/2010	9/23/2011	432,392.00	395,007.50	37,384.50
TOTAL VANGUARD INFLATION INSTL						437,036.61	399,320.15	37,716.46
SUB-TOTAL BONDS						437,036.61	399,320.15	37,716.46
STOCKS								
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,076.98	1,534.54	542.44
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.02	1,534.54	542.48
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.07	1,534.54	542.53
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.11	1,534.54	542.57
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.13	1,534.54	542.59
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.16	1,534.54	542.62
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.17	1,534.54	542.63
WEYERHAEUSER CO			100	9/01/2010	6/23/2011	2,077.25	1,534.54	542.71
WEYERHAEUSER CO			200	9/01/2010	6/23/2011	4,146.16	3,069.07	1,077.09
WEYERHAEUSER CO			610	9/01/2010	6/23/2011	12,669.45	9,360.67	3,308.78
WEYERHAEUSER CO			300	9/01/2010	6/23/2011	6,231.78	4,603.61	1,628.17
WEYERHAEUSER CO			300	9/01/2010	6/23/2011	6,231.57	4,603.61	1,627.96
WEYERHAEUSER CO			200	9/01/2010	6/23/2011	4,154.44	3,069.07	1,085.37
TOTAL WEYERHAEUSER CO						50,050.29	36,982.35	13,067.94
SUB-TOTAL STOCKS						50,050.29	36,982.35	13,067.94
TOTAL						487,086.90	436,302.50	50,784.40
SHORT TERM CAPITAL GAINS								50,784.40

GEORGE F. JEWETT FOUNDATION
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			573.833	4/18/2006	9/23/2011	15,000.00	19,550.49	4,550.49-
MORGAN STANLEY INST INTL EQUTY			1,710.864	12/21/2006	9/23/2011	19,985.00	36,011.84	16,026.84-
VANGUARD PRIMECAP CORE FD			430.650	2/28/2007	9/23/2011	5,343.33	5,482.30	138.97-
SUB-TOTAL STOCKS						40,328.33	61,044.63	20,716.30-
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-
REAL ESTATE								
EUROPEAN INVESTORS GLBL PROP			3,411.676	2/28/2007	9/23/2011	44,985.00	68,540.96	23,555.96-
SUB-TOTAL REAL ESTATE						44,985.00	68,540.96	23,555.96-
TOTAL						1,538,476.33	1,629,585.59	91,109.26-
LONG TERM CAPITAL LOSSES								91,109.26-

GEORGE F. JEWETT FOUNDATION
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	9/23/2011	200,210.17	183,257.50	16,952.67
VANGUARD INFLATION INSTL			784.411	12/23/2009	9/23/2011	8,887.19	7,867.64	1,019.55
VANGUARD INFLATION INSTL			254.631	3/29/2010	9/23/2011	2,884.91	2,536.13	348.78
VANGUARD INFLATION INSTL			6,546.927	8/31/2009	9/23/2011	74,175.15	64,428.97	9,746.18
TOTAL VANGUARD INFLATION INSTL						286,157.42	258,090.24	28,067.18
SUB-TOTAL BONDS						286,157.42	258,090.24	28,067.18
STOCKS								
TEMPLETON INST FOREIGN SM COS			59.614	9/03/2010	9/23/2011	903.67	902.56	1.11
TEMPLETON INST FOREIGN SM COS			887.747	12/12/2003	9/23/2011	13,457.01	12,739.41	717.60
TOTAL TEMPLETON INST FOREIGN SM COS						14,360.68	13,641.97	718.71
SUB-TOTAL STOCKS						14,360.68	13,641.97	718.71
TOTAL						300,518.10	271,732.21	28,785.89
LONG TERM CAPITAL GAINS								28,785.89

THE GEORGE F. JEWETT FOUNDATION
ATTACHMENT TO PART V
INCLUSION OF GEORGE FREDERICK JEWETT FOUNDATION

PART V NUMBERS FOR GEORGE F JEWETT FOUNDATION EXCLUSIVE OF TERMINATION

Based Period Years	Adjusted qualifying distributions	Net value of noncharitable-use assets	Distribution ratio
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 Years	Adjusted qualifying distributions	Net value of noncharitable-use assets	Distribution ratio
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 F JEWETT FOUNDATION AFTER TERMINATION

Based Period Years	Adjusted qualifying distributions	Net value of noncharitable-use assets	Distribution ratio
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 SERVICES	490,121.	0.	490,121.
TOTAL TO FM 990-PF, PART I, LN 4	490,121.	0.	490,121.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CHURCHILL ESOP 411807339	0.	0.	
ORDINARY INCOME	0.	226.	
INTEREST	0.	634.	
LESS: UBTI	0.	-226.	
CHURCHILL EQUITY & ESOP 411963960	0.	0.	
DIVIDENDS	0.	68,981.	
CPOF 450463589	0.	0.	
ORDINARY INCOME	0.	-609.	
RENTAL REAL ESTATE INCOME	0.	-1.	
OTHER RENTAL 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 202825162	0.	0.	
ORDINARY INCOME	0.	-3,590.	
RENTAL REAL ESTATE INCOME	0.	-3.	
OTHER RENTAL INCOME	0.	-7.	
INTEREST	0.	6,814.	
DIVIDENDS	0.	13,616.	
ROYALTIES	0.	57.	
OTHER INCOME	0.	920.	
CANCELLATION OF DEBT	0.	3,880.	
OTHER INCOME	0.	-2,236.	
LESS: UBTI	0.	-2,045.	
CPOF III 262251284	0.	0.	
ORDINARY INCOME	0.	4,466.	
RENTAL REAL ESTATE INCOME	0.	70.	
OTHER RENTAL 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 452978316	0.	0.	
ORDINARY INCOME	0.	-113.	
OTHER RENTAL INCOME	0.	1.	
INTEREST	0.	437.	
DIVIDENDS	0.	148.	
OTHER INCOME	0.	33.	
OTHER INCOME	0.	873.	
LESS: UBTI	0.	-11.	
SIT OPPORTUNITY FUND 411966452	0.	0.	
INTEREST	0.	240.	
DIVIDENDS	0.	55,311.	
PARTNERSHIP INCOME	299,912.	0.	
FEDERAL TAX REFUND	4,517.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	304,429.	160,521.	

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	28,817.	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	28,817.	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	1,902.	0.		1,902.
**100% ALLOCATED TO				
CHARITABLE PURPOSES	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	1,902.	0.		1,902.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL	27,000.	0.		0.
FEDERAL	200.	0.		0.
CA	5.	0.		0.
NY	230.	0.		0.
SOCIAL SECURITY	2,541.	0.		2,541.
MEDICARE	612.	0.		612.
CA UNEMPLOYMENT	245.	0.		245.
CPOF 450463589 FTC	0.	239.		0.
CPOF II 202825162 FTC	0.	66.		0.
CPOF III 262251284 FTC	0.	24.		0.
CPOF IV 452978316 FTC	0.	2.		0.
FOREIGN TAX	0.	8,289.		0.
TO FORM 990-PF, PG 1, LN 18	30,833.	8,620.		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	100.	0.		100.
*CA REGISTRATION FEE	38.	0.		38.
*DELIVERY SERVICE	544.	0.		544.
*MAINTENANCE	3,922.	0.		3,922.
*OFFICE EXPENSE	125.	0.		125.
*ONLINE SERVICE	446.	0.		446.
*PARKING FEES	3,517.	0.		3,517.
*POSTAGE	242.	0.		242.
*INSURANCE	5,391.	0.		5,391.
*TELEPHONE EXPENSE	1,549.	0.		1,549.
*TRANSPORTATION EXPENSE	55.	0.		55.
*LESS EXPENSES CLAIMED ON 04-6013832	0.	0.		-60,430.
CHURCHILL ESOP 411807339	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	105.		0.
CHURCHILL EQUITY & ESOP 411963960	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	333.		0.
CPOF 450463589	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 202825162	0.	0.		0.
ROYALTY	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 262251284	0.	0.		0.
ROYALTY	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 452978316	0.	0.		0.
PORTFOLIO DEDUCTIONS	0.	3,823.		0.
OTHER PORTFOLIO DEDUCTIONS	0.	94.		0.
SIT OPPORTUNITY BOND FUND 411966452	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	15,929.	63,106.		-44,501.

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	763,466.
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	642,103.

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	1,333,885.
RUSS BUILDING	2,128.
TOTAL TO FORM 990-PF, PART III, LINE 3	19,408,288.

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.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 5	75,501.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED	12,271,198.	14,498,595.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,271,198.	14,498,595.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BONDS - SEE ATTACHED	4,912,048.	5,035,906.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,912,048.	5,035,906.

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 TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GEORGE F JEWETT III 30 E 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	PRESIDENT/DIRECTOR 3.00	0.	0.	0.
BETSY JEWETT 30 E 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	SECRETARY/CFO/DIRECTOR 3.00	0.	0.	0.
RICHARD T GILL 30 E 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
BRENDA C JEWETT 30 E 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
LUCILLE M JEWETT 30 E 7TH STREET, SUITE 2000 ST. PAUL, MN 55101	DIRECTOR 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GEORGE F. JEWETT FOUNDATION

STATEMENT OF ASSETS
FOR THE PERIOD ENDED DECEMBER 31, 2011

Description	-Face Amount/Shares-		-----Cost Value-----		----Market Value----	
	2011	2010	2011	2010	2011	2010
CASH						
FIDELITY CASH RESERVES	220,541.080-	-	220,541.08-	-	220,541.08-	-
U.S. BANK ST. PAUL	5,194.360	-	5,194.36	-	5,194.36	-
FIDELITY CASH RESERVES	897,324.170	-	897,324.17	-	897,324.17	-
SUB-TOTAL CASH			681,977.45	.00	681,977.45	.00
RECEIVABLES						
ACCOUNTS RECEIVABLE						
INTERNAL REVENUE SERVICE	4,516.730	-	4,516.73	-	4,516.73	-
SUB-TOTAL ACCOUNTS RECEIVABLE			4,516.73	.00	4,516.73	.00
SUB-TOTAL RECEIVABLES			4,516.73	.00	4,516.73	.00
BONDS						
TAXABLE BONDS						
LOOMIS SAYLES BOND INSTL	115,379.009	-	1,547,088.12	-	1,607,229.60	-
PIMCO EMERGING MARKETS BOND FD	74,159.647	-	786,221.72	-	834,296.03	-
PIMCO EMG MKTS CURRENCY FD	80,578.589	-	830,095.80	-	798,533.82	-
SIT OPP BOND FUND LLC 12/1/06	703,137	-	899,045.09	-	958,894.01	-
TEMPLETON GLOBAL TOTAL RTN FD	68,266.939	-	849,597.75	-	836,952.67	-
SUB-TOTAL TAXABLE BONDS			4,912,048.48	.00	5,035,906.13	.00
SUB-TOTAL BONDS			4,912,048.48	.00	5,035,906.13	.00
STOCKS						
TRADITIONAL STOCKS						
POTLATCH CORP NEW COM	40,618	-	57,431.53	-	1,263,625.98	-
WEYERHAEUSER CO	116,302	-	1,296,902.74	-	2,171,358.34	-
SUB-TOTAL TRADITIONAL STOCKS			1,354,334.27	.00	3,434,984.32	.00

GEORGE F. JEWETT FOUNDATION
STATEMENT OF ASSETS
FOR THE PERIOD ENDED DECEMBER 31, 2011

Description	-Face Amount/Shares-		-----Cost Value-----		----Market Value----	
	2011	2010	2011	2010	2011	2010
STOCKS continued						
U.S. LARGE COMPANIES						
OAKMARK SELECT FD	35,632.270	-	1,070,141.69	-	996,990.91	-
SELECTED AMERICAN SHARES CL D	24,908.685	-	1,036,401.09	-	982,398.54	-
SOURCE CAP INC PFD	3,550	-	87,941.28	-	123,220.50	-
VANGUARD PRIMECAP CORE FD	73,367.508	-	897,677.26	-	989,727.68	-
SUB-TOTAL U.S. LARGE COMPANIES			3,092,161.32	.00	3,092,337.63	.00
U.S. SMALL COMPANIES						
CLEARWATER SMALL CAP FUND	106,967.920	-	1,649,585.99	-	1,808,827.53	-
SUB-TOTAL U.S. SMALL COMPANIES			1,649,585.99	.00	1,808,827.53	.00
SUB-TOTAL U.S. STOCKS			4,741,747.31	.00	4,901,165.16	.00
DEVELOPED MARKETS						
DODGE & COX INTL STOCK FUND	12,566.856	-	430,957.71	-	367,454.87	-
AMERICAN EUROPACIFIC GR CL F2	21,693.065	-	691,259.03	-	761,643.51	-
MORGAN STANLEY INST INTL EQUTY	31,561.053	-	523,426.46	-	386,622.90	-
TEMPLETON INST FOREIGN SM COS	51,212.594	-	679,157.05	-	784,064.81	-
SUB-TOTAL DEVELOPED MARKETS			2,324,800.25	.00	2,299,786.09	.00
EMERGING MARKETS						
EV PARAMETRIC TM EMERGING MKTS	14,508.312	-	552,072.16	-	598,612.95	-
TOUCHSTONE EMERGING MARKETS	55,757.854	-	598,762.48	-	617,239.44	-
SUB-TOTAL EMERGING MARKETS			1,150,834.64	.00	1,215,852.39	.00
SUB-TOTAL INTERNATIONAL STOCKS			3,475,634.89	.00	3,515,638.48	.00
SUB-TOTAL STOCKS			9,571,716.47	.00	11,851,787.96	.00

GEORGE F. JEWETT FOUNDATION

STATEMENT OF ASSETS

FOR THE PERIOD ENDED DECEMBER 31, 2011

Description	-Face Amount/Shares- 2011	-Face Amount/Shares- 2010	-----Cost Value----- 2011	-----Cost Value----- 2010	----Market Value---- 2011	----Market Value---- 2010
PRIVATE INVESTMENTS						
PRIVATE EQUITY						
CHURCHILL ESOP CAPITAL	500,000	-	74,744.00	-	23,000.00	-
CHURCHILL EQUITY & ESOP CAP B	600,000	-	171,662.49	-	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			1,865,001.49	.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	80,151.654	-	978,462.83	-	924,950.09	-
SUB-TOTAL HEDGE FUNDS			1,224,984.43	.00	1,174,075.86	.00
SUB-TOTAL PRIVATE INVESTMENTS			3,089,985.92	.00	3,310,875.86	.00
REAL ESTATE						
INVESTMENT REAL ESTATE						
EUROPEAN INVESTORS GLBL PROP	38,104.147	-	620,073.72	-	511,357.65	-
RUSS BUILDING-RENT DEPOSIT	2,127.670	-	2,127.67	-	2,127.67	-
THIRD AVENUE REAL ESTATE	26,291.443	-	424,161.97	-	533,716.29	-
SUB-TOTAL INVESTMENT REAL ESTATE			1,046,363.36	.00	1,047,201.61	.00
SUB-TOTAL REAL ESTATE			1,046,363.36	.00	1,047,201.61	.00
GRAND TOTAL			19,306,608.41	.00	21,932,265.74	.00

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: THE GEORGE F. JEWETT FOUNDATION

Employer identification number (EIN) or ☒ 27-3409281

Number, street, and room or suite no. If a P.O. box, see instructions.: 30 EAST 7TH ST, SUITE 2000

Social security number (SSN) ☐

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-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 ▶ FIDUCIARY COUNSELLING, INC 30 E 7TH ST, SUITE 2000 - ST PAUL, MN 55101

  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	$ 19,830.
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	$ 27,000.
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	$ 0.

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE GEORGE F. JEWETT FOUNDATION	Employer identification number (EIN) or ☒ 27-3409281
	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) ☐
	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.

- The books are in the care of ▶ FIDUCIARY COUNSELLING, INC 30 E 7TH ST, SUITE 2000 - ST PAUL, MN 55101

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	$ 19,830.
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	$ 27,000.
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 ▶ Title ▶ TAX PREPARER Date ▶ 8-8-12

Form **8868** (Rev 1-2012)

123842
01-06-12