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**
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

RKGK FOUNDATION INC

A Employer identification number

27-3448596

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

540 MOORINGLINE DRIVE

B Telephone number

239-430-0548

City or town, state, and ZIP code

NAPLES, FL 34102

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) ▶$ 883,999.

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	1,860.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	15,350.	13,550.		STATEMENT 1
	4 Dividends and interest from securities	6,693.	6,693.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<2,075.>			
	b Gross sales price for all assets on line 6a 30,000.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	21,828.	20,243.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	1,550.	775.		775.
	b Accounting fees STMT 4	4,400.	2,200.		2,200.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	85.	85.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	5.	5.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,040.	3,065.		2,975.
	25 Contributions, gifts, grants paid	36,000.			36,000.
	26 Total expenses and disbursements. Add lines 24 and 25	42,040.	3,065.		38,975.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<20,212.>			
	b Net investment income (if negative, enter -0-)		17,178.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
NOV 15 2012
OGDEN, UT
IRS-OSC

SCANNED NOV 29 2012

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	0.	46,542.	46,542.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	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 STMT 8	0.	31,415.	82,297.
	b Investments - corporate stock STMT 9	0.	307,920.	474,165.
	c Investments - corporate bonds STMT 10	0.	279,261.	280,995.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	0.	665,138.	883,999.
Liabilities	17 Accounts payable and accrued expenses			
	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.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	665,138.	
	30 **Total net assets or fund balances**	0.	665,138.	
	31 **Total liabilities and net assets/fund balances**	0.	665,138.	

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	<20,212.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	685,350.
4	Add lines 1, 2, and 3	4	665,138.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	665,138.

Form **990-PF** (2011)

123511
12-02-11

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	30,000 SHS CHUBB CORP MW	P	03/24/03	11/15/11
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	30,000.		32,075.	<2,075.>
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) 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				<2,075.>
b				
c				
d				
e				

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	<2,075.>
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.) N/A

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			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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	344.
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	344.
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	344.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	344.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X	

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

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 ▶ RICHARD W. KLYM Telephone no. ▶ 239-430-0548

Located at ▶ 540 MOORINGLINE DRIVE, NAPLES, FL ZIP+4 ▶ 34102

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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16		X

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	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?	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 ▶ 2010 , _____ , _____ , _____			
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.)	2b	X	
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
RICHARD W. KLYM 540 MOORINGLINE DRIVE NAPLES, FL 34102	PRESIDENT & TREASURER 0.00	0.	0.	0.
GINA Y. KLYM 540 MOORINGLINE DRIVE NAPLES, FL 34102	SECRETARY 0.00	0.	0.	0.
JAMES R. NICI C/O COX & NICI 1185 IMMIKALEE ROAD ST NAPLES, FL 34110	DIRECTOR 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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	617,698.
b	Average of monthly cash balances		1b	28,434.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	646,132.
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	646,132.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	9,692.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	636,440.
6	**Minimum investment return.** Enter 5% of line 5		6	31,822.

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	31,822.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 344.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	344.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	31,478.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	31,478.
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	31,478.

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	38,975.
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	38,975.
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	38,975.

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				31,478.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			33,866.	
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: ▶ $ 38,975.				
a Applied to 2010, but not more than line 2a			33,866.	
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				5,109.
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				26,369.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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*				
HABITAT FOR HUMANITY 11145 TAMIAMI TRAIL EAST NAPLES, FL 34113	NONE	501(C)(3)	CIVIC	5,000.
CLASSIC CHAMBER CONCERTS PO BOX 7854 NAPLES, FL 34101	NONE	501(C)(3)	PUBLIC ENRICHMENT	10,000.
SHELTER FOR ABUSED WOMEN PO BOX 10102 NAPLES, FL 34101	NONE	501(C)(3)	CIVIC	3,000.
CONSERVANCY OF SW FL 1450 MERRIHUE DRIVE NAPLES, FL 34102	NONE	501(C)(3)	WILDLIFE PRESERVATION	1,000.
BOYS AND GIRLS CLUB OF COLLIER COUNTY PO BOX 8896 NAPLES, FL 34101	NONE	501(C)(3)	CIVIC	2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	36,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclu-sion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15,350.	
4 Dividends and interest from securities			14	6,693.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<2,075.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		19,968.	0.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	19,968.

(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

11/14/12 PRESIDENT

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 ☐ if self- employed	PTIN
CHRISTOPHER TAARICK		11/13/12		P01437554

Firm's name ▶ MCGLADREY LLP Firm's EIN ▶ 42-0714325

Firm's address ▶ 5801 PELICAN BAY BLVD. STE.500 NAPLES, FL 34108-2734 Phone no. (239) 596-0105

Form **990-PF** (2011)

123622
12-02-11

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization	Employer identification number
RKGK FOUNDATION INC	27-3448596

Organization type (check one).

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year. ▶ $ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
RKGK FOUNDATION INC	27-3448596

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RGK FOUNDATION 540 MOORINGLINE DRIVE NAPLES, FL 34102	$ 650,671.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	RGK FOUNDATION 540 MOORINGLINE DRIVE NAPLES, FL 34102	$ 34,679.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	RICHARD KLYM 540 MOORINGLINE DRIVE NAPLES, FL 34102	$ 1,861.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
RKGK FOUNDATION INC	27-3448596

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	100% OF SECURITIES OWNED AT TIME OF MERGER	$ 882,170.	04/11/11
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
RKGK FOUNDATION INC	27-3448596

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

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ANIMAL COMPASSION PROJECT 7620 ROOKERY LANE NAPLES, FL 34120	NONE	501(C)(3)	ANIMAL WELFARE	2,000.
GARDEN OF HOPE AND COURAGE 1177 THIRD STREET NAPLES, FL 34102	NONE	501(C)(3)	MEDICAL	1,000.
WGCU PUBLIC MEDIA 10501 FGCU BOULEVARD SOUTH FORT MYERS, FL	NONE	501(C)(3)	PUBLIC ENRICHMENT	3,000.
OPERA NAPLES 6017 PINE RIDGE ROAD #386 NAPLES, FL 34119	NONE	501(C)(3)	PUBLIC ENRICHMENT	1,000.
DOCTORS WITHOUT BORDERS PO BOX 5030 HAGERSTOWN, MD 217415030	NONE	501(C)(3)	MEDICAL	3,000.
KOWIACHOBEE ANIMAL PRESERVE 861 4TH AVE SE NAPLES, FL 34117	NONE	501(C)(3)	WILDLIFE PRESERVATION	1,000.
THE IMMAKALEE FOUNDATION 1390 NORTH 15TH ST SUITE 200 IMMOKALEE, FL IMMOKALEE, FL 34142	NONE	501(C)(3)	EDUCATION	2,000.
PLANNED PARENTHOOD	NONE	501(C)(3)		1,000.
UKRAINIAN MUSEUM ARCHIVES	NONE	501(C)(3)		1,000.
Total from continuation sheets				15,000.

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

SOURCE	AMOUNT
UBS FINANCIAL SERIVES	15,350.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,350.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS FINANCIAL SERIVES	6,693.	0.	6,693.
TOTAL TO FM 990-PF, PART I, LN 4	6,693.	0.	6,693.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,550.	775.		775.
TO FM 990-PF, PG 1, LN 16A	1,550.	775.		775.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,400.	2,200.		2,200.
TO FORM 990-PF, PG 1, LN 16B	4,400.	2,200.		2,200.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	85.	85.		0.
TO FORM 990-PF, PG 1, LN 18	85.	85.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC FEES	5.	5.		0.
TO FORM 990-PF, PG 1, LN 23	5.	5.		0.

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

DESCRIPTION	AMOUNT
TRANSFER OF ASSETS FROM RGK FOUNDATION UPON MERGER	685,350.
TOTAL TO FORM 990-PF, PART III, LINE 3	685,350.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
30,000 ST OF CA VAR GE - OBLIGN 5.5%		X	30,954.	33,844.
45,000 CUYAHOGA CNTY OH 5.3% 12/01/09		X	461.	48,453.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			31,415.	82,297.
TOTAL TO FORM 990-PF, PART II, LINE 10A			31,415.	82,297.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
320 SHS COCA COLA	19,789.	22,390.
790 SHS FIRST MERIT	16,505.	11,953.
743 SHS QUALCOMM	35,208.	40,642.
425 SHS KROGER CORP	6,615.	10,294.
454 SHS PEPSICO	21,282.	30,123.
748 SHS PFIZER CORP	14,614.	16,187.
1140 SHS BANK OF AMERICA CORP NEW	23,292.	6,338.
334 SHS AETNA INC	5,488.	14,091.
275 SHS BEST BUY	4,873.	6,427.
139 SHS CAPITAL ONE FINCL CORP	3,508.	5,878.
75 SHS CATERPILLAR	2,511.	6,795.
442 SHS CHESAPEAKE ENERGY CORP	6,990.	9,852.
67 SHS CHINA MOBILE LTD	2,798.	3,249.
610 SHS CORNING INC	4,755.	7,918.
301 SHS EBAY INC	3,451.	9,129.
100 SHS ELECTRONIC ARTS	1,787.	2,060.
34 SHS GOLDMAN SACHS GROUP INC	1,733.	3,075.
27 SHS GOOGLE INC	6,975.	17,439.
173 SHS HALLIBURTON CO	2,503.	5,970.
384 JPMORGAN CHASE & CO	8,469.	12,768.
205 SHS L-3 COMMUNICATIONS HOLDINGS CORP	12,547.	13,669.
287 SHS LILLY ELI & CO	8,494.	11,928.
310 SHS NIKE INC	14,248.	29,875.
307 SHS NORFOLK SOUTHERN CORP	13,517.	22,368.
106 SHS PAYCHEX INC	2,557.	3,192.
133 SHS PETROCHINA CO	9,423.	16,533.
279 SHS PROCTER & GAMBLE	16,966.	18,612.
133 SHS STARBUCKS CORP	995.	6,119.
272 SHS TARGET CORP	7,466.	13,932.
414 SHS TEXAS INSTRTRUMENTS	5,860.	12,052.
267 SHS UNITEDHEALTH GROUP INC	4,324.	13,532.
273 SHS WALGREEN CO	6,132.	9,025.
150 SHS APPLE INC	12,245.	60,750.
TOTAL TO FORM 990-PF, PART II, LINE 10B	307,920.	474,165.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
35,000 GENERAL ELEC CAP CORP. 5.875%	37,353.	35,983.
30,000 JPMORGAN CHASE & CO. 5.75%	31,630.	31,973.
30,000 ALCOA INC 6.0%	30,787.	32,742.
30,000 DOW CHEMICAL CO 7.6%	32,814.	34,210.
30,000 FORTUNE BRANDS INC 5.375%	29,444.	33,678.
30,000 COUNTRYWIDE CREDIT INS 6.14%	30,787.	28,498.
30,000 CITIGROUP INC NTS 6% 12/13/13	31,446.	31,118.
25,000 MORGAN STANLEY STEP UP 4%	25,000.	24,305.
30,000 GOLDMAN SACHS GROUP INC STEP-UP 4%	30,000.	28,488.
TOTAL TO FORM 990-PF, PART II, LINE 10C	279,261.	280,995.

E-filed

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return See instructions	RKGK FOUNDATION INC	[X] 27-3448596
	Number, street, and room or suite no. If a P.O box, see instructions. 540 MOORINGLINE DRIVE	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NAPLES, FL 34102	

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 ▶ RICHARD W. KLYM 540 MOORINGLINE DRIVE - NAPLES, FL 34102
  Telephone No ▶ 239-430-0548 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 0.
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	$ 0.
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

- 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
	RKGK FOUNDATION INC	[X] 27-3448596
	Number, street, and room or suite no. If a P.O. box, see instructions. 540 MOORINGLINE DRIVE	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NAPLES, FL 34102	

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	[illegible]	[illegible]
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 ▶ RICHARD W. KLYM 540 MOORINGLINE DRIVE - NAPLES, FL 34102
  Telephone No. ▶ 239-430-0548 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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
TAXPAYERS PRESIDENT IS OUT OF THE COUNTRY AND WILL NOT RETURN UNTIL AFTER THE FILING DEADLINE OF AUGUST 15, 2012.

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	$	0.
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	$	0.
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 ▶ [signature] Title ▶ AGENT FOR TAXPAYER Date ▶ 8/8/12

RGK FOUNDATION
EIN: 34-1805107
TAX YEAR ENDED: 4/11/11

FORM 990-PF, PART VII-A, LINE 5

During the current year the Foundation made the following distributions in complete liquidation.

There distributions constitute a final distribution of the Foundation's assets. The final distribution was made on April 11, 2011.

All assets were distributed to RKGK Foundation, Inc. (EIN: 27-3448596) pursuant to IRC Sec. 507(b)(2). RKGK Foundation is exempt from taxes under IRS Sec. 501(c)(3) and is a nonoperating private foundation as defined in IRC Sec. 509(a).

The tax attributes associated with the transferred assets were carried over to the transferee private foundation pursuant to Reg. 1.507-3(a).

The transferor's undistributed income was transferred to RKGK Foundation pursuant to IRC Sec. 507(b)(2). RKGK Foundation made qualifying distributions in 2011 which were applied to the undistributed income of the transferor. No undistributed income from the transferor was remaining at year end.

Description	Basis @4/11/11	FMV @4/11/11
RMA Money Market Portfolio	34,679.00	34,679.00
320 shs Coca Cola	19,789.00	21,568.00
790 shs First Merit	16,505.00	13,612.00
743 shs Qualcomm	35,208.00	39,676.00
425 shs Kroger Corp	6,615.00	10,298.00
454 shs Pepsico	21,282.00	29,982.00
748 shs Pfizer Corp	14,614.00	15,461.00
1140 shs Bank of America Corp	23,292.00	15,379.00
334 shs Aetna Inc	5,488.00	12,321.00
150 shs Apple Inc	12,245.00	49,620.00
275 shs Best Buy	4,873.00	8,390.00
139 shs Capital One Fincl Corp	3,508.00	7,159.00
75 shs Caterpillar	2,511.00	8,180.00
442 shs Chesapeake Energy Corp	6,990.00	14,736.00
67 shs China Mobile Ltd	2,798.00	3,138.00
610 shs Corning Inc	4,755.00	11,956.00
301 shs EBay Inc	3,451.00	9,388.00
100 shs Electronic Arts	1,787.00	1,985.00
34 shs Goldman Sachs Group Inc	1,733.00	5,490.00
27 shs Google Inc	6,975.00	15,589.00
173 shs Halliburton Co	2,503.00	8,119.00
384 shs JPMorgan Chase & Co	8,469.00	17,994.00
205 shs L-3 Communications Holdings Corp	12,547.00	16,265.00

Description	Basis @4/11/11	FMV @4/11/11
287 shs Lilly Eli & Co	8,494.00	10,295.00
310 shs Nike Inc	14,248.00	24,220.00
307 shs Norfolk Southern Corp	13,517.00	20,772.00
106 shs Paychex Inc	2,557.00	3,424.00
133 shs Petrochina Co	9,423.00	20,807.00
279 shs Procter & Gamble	16,966.00	17,351.00
133 shs Starbucks Corp	995.00	4,720.00
272 shs Target Corp	7,466.00	13,399.00
414 shs Texas Instruments	5,860.00	14,461.00
267 shs UnitedHealth Group Inc	4,324.00	11,833.00
273 shs Walgreen Co	6,132.00	11,286.00
30,000 Chubb Corp 6.00%	32,075.00	30,970.00
35,000 General Elec Cap Corp 5.875%	37,353.00	36,591.00
30,000 JPMorgan Chase & Co 5.75%	31,630.00	32,008.00
30,000 Alcoa Inc 6.0%	30,787.00	32,664.00
30,000 Dow Chemical Co 7.6%	32,814.00	34,592.00
30,000 Fortune Brands Inc 5.375%	29,444.00	31,701.00
30,000 Countrywide Credit Ins 6.25%	30,787.00	31,862.00
30,000 Citigroup Inc Nts 6.0%	31,446.00	32,611.00
25,000 Morgan Stanley Step-Up 4%	25,000.00	24,630.00
30,000 Goldman Sachs Group Inc Step-Up 4%	30,000.00	30,000.00
30,000 St of CA 5.5% 3/1/16	30,954.00	31,549.00
45,000 Cuyahoga Cnty OH 5.3% 12/01/09	461.00	44,118.00
	685,350.00	916,624.00

The Agreement of Merger adopted by the Foundation on February 23, 2011 is attached to this statement.

AGREEMENT OF MERGER

Agreement of Merger dated February __, 2011, between RKGK Foundation, Inc., a not-for-profit corporation existing under the laws of the State of Florida, sometimes in this Agreement of Merger referred as "RKGK" or the "Surviving Corporation" and RGK Foundation, an Ohio not-for-profit corporation, sometimes in this sometimes in this Agreement of Merger referred as the "RGK" or the "Merging Corporation".

Article I.

RKGK and RGK have agreed to merge into RKGK, here designated as the surviving not-for-profit corporation.

Article II.

The name of the surviving corporation is RKGK Foundation, Inc.

Article III.

The Surviving Corporation resulting from this Agreement of Merger will be a Florida not-for-profit corporation, who's principal office is to be located at 540 Mooring Line Drive, in the City of Naples, County of Collier, and State of Florida.

Article IV.

The purposes of the Surviving Corporation are as follows:

The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code") and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which not-for-profit corporations may be formed under Florida Statutes Chapter 617, the Florida Not-For-Profit Corporation Act. In particular, the Corporation is formed for the purposes of fostering cultural activities through the promotion of the visual and performing arts; to enhance opportunities for students; to support the activities and services of churches, synagogues and shrines of recognized religions; to prevent the cruelty and abuse of animals and to support any other charitable, religious, educational, cultural and scientific purpose as the Board of Directors determines proper.

Article V.

The names and addresses of the first Directors of the Surviving Corporation are:

i. Richard W. Klym 540 Mooring Line Drive, Naples, FL 34102

ii. Gina Klym 540 Mooring Line Drive, Naples, FL 34102

iii. James Nici 1185 Immokalee Road, Suite 110, Naples, FL 34110

Article VI. D

The names and addresses of the first officers of the Surviving Corporation are:

i. President and Treasurer - Richard W. Klym 540 Mooring Line Drive, Naples, FL 34102

ii. Secretary - Gina Klym 540 Mooring Line Drive, Naples, FL 34102

Article VII.

RKGK consents that it may be sued and served with process in Ohio in any proceeding for the enforcement of any obligation of RGK, and irrevocably appoints the Secretary of State of Ohio as its agent to accept service of process in any such proceeding.

Article VIII.

The terms of the merger are as follows: Upon the date of the filing of the Certificate of Merger with the Secretary of State of the State of Ohio and the Articles of Merger with the Florida Department of State, or March 1, 2011, whichever is later, hereinafter referred to as the "Effective Time", the corporate identity, existence, purposes, powers, rights, and immunities of Merging Corporation shall be merged into and vested in Surviving Corporation and, except as specifically provided for in this Agreement, including attachments, the corporate identity, existence, name, purposes, powers, rights, and immunities of Surviving Corporation shall continue unaffected and unimpaired by the Merger. Surviving Corporation shall be subject to all Merging Corporation's debts, liabilities, and trust obligations in the same manner as if Surviving Corporation had itself incurred them, and all rights of creditors and all liens and trust obligations on or arising from the property of each constituent corporation shall be preserved unimpaired, as long as such liens and trust obligations on the property of Merging Corporation, if any, shall be limited to the property affected by such liens and obligations immediately before the Effective Time.

Article IX.

The Articles of Incorporation and the Code of Regulations of RKGK shall be the Articles of Incorporation and Code of Regulation of the Surviving Corporation.

In witness whereof, the parties have caused this Agreement of Merger to be executed by their respective officers who are authorized to execute documents on behalf of their respective corporations on this 23rd day of February, 2011.

RKGK Foundation, Inc.
("Surviving Corporation")

By: Richard W. Klym
It's: President

Attested:

By: Gina Klym
It's Secretary

RGK Foundation
("Merging Corporation")

By: Richard W. Klym
It's: President

Attested:

By: Gina Klym
It's Secretary

Form 551 Prescribed by the.
Ohio Secretary of State

Central Ohio (614) 466-3910
Toll Free (877) SOS-FILE (767-3453)

www sos state oh us
Busserv@sos state oh.us

Expedite this form· (select one)
Mail form to one of the following

- ○ Expedite — PO Box 1390, Columbus, OH 43216
  *** Requires an additional fee of $100 ***
- ◉ Non Expedite — PO Box 1329, Columbus, OH 43216

CERTIFICATE OF MERGER

Filing Fee $125
(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

I. **SURVIVING ENTITY**

A. Name of the entity surviving the merger RKGK Foundation

B. Name Change. As a result of this merger, the name of the surviving entity has been changed to the following

_____

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a **(Please check the appropriate box and fill in the appropriate blanks)**

☐ Domestic (Ohio) For-Profit Corporation, charter number _____

☐ Domestic (Ohio) Nonprofit Corporation, charter number _____

☐ Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the jurisdiction of _____
and licensed to transact business in the state of Ohio under license number _____

☐ Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the jurisdiction of _____
and **NOT** licensed to transact business in the state of Ohio

☐ Foreign (Non-Ohio) Nonprofit Corporation under the laws of the jurisdiction of _____
and licensed to transact buiness in the state of Ohio under license number _____

☑ Foreign (Non-Ohio) Nonprofit Corporation under the laws of the jurisdiction of Florida
and NOT licensed to transact business in the state of Ohio

☐ Domestic (Ohio) For-Profit Limited Liability Company, with registration number _____

☐ Domestic (Ohio) Nonprofit Limited Liability Company, with registration number _____

☐ Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the jurisdiction of _____
registered to do business in the state of Ohio under registration number _____

☐ Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the jurisdiction of _____
and **NOT** registered to do business in the state of Ohio

☐ Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____

☐ Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the jurisdiction of _____ and **NOT** registered to do business in the State of Ohio

☐ Partnership, registration number, if any, _____

☐ Partnership **NOT** registered with the state of Ohio _____

☐ Domestic (Ohio) Limited Partnership, with registration number _____

☐ Foreign (Non-Ohio) Limited Partnership organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____

☐ Foreign (Non-Ohio) Limited Partnership organized under the laws of the jurisdiction of _____ and **NOT** registered to do business in the state of Ohio

☐ Domestic (Ohio) Limited Liability Partnership, with the registration number _____

☐ Foreign (Non-Ohio) Limited Liability Partnership organized under the laws of the jurisdiction of _____ and registered to do business in the state of Ohio under registration number _____

☐ Foreign (Non-Ohio) Limited Liability Partnership organized under the laws of the jurisdiction of _____ and NOT registered to do business in the state of Ohio

II. **CONSTITUENT ENTITY**

Provide the name, charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence **(If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities)**

Name	Charter, License, Registration , or Registration Number	Jurisdiction of Formation	Type of Entity
RGK Foundation	905844	Ohio	Not for Profit Corporation

III **MERGER AGREEMENT ON FILE**

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

Christopher J. Klym
Name

24441 Detroit Rd Suite 200
Mailing Address

Westlake
City

Ohio
State

44145
Zip Code

IV. **EFFECTIVE DATE OF MERGER**

This merger is to be effective on _____ (The date specified must be on or after the date of the filing, the effective date of the merger cannot be earlier than the date of filing, if no date is specified, the date of filing will be the effective date of the merger).

V. **MERGER AUTHORIZED**

Each constituent entity has complied with all of the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI **STATEMENT OF MERGER**

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. **STATUTORY AGENT**

If the surviving entity is a foreign entity **NOT** licensed to transact business in Ohio, **OR** if the surviving entity is a domestic corporation, limited liability company, or limited partnership entity updating its agent information, provide the name and address of statutory agent upon whom any process, notice or demand may be served.

Christopher J. Klym	24441 Detroit Road Suite 200	
Name	Mailing Address	
Westlake	Ohio	44145
City	State	Zip Code

VIII **ACCEPTANCE OF AGENT**

If the new entity is a domestic corporation, domestic limited liability company, partnership or domestic limited partnership, then the agent must accept appointment.

The undersigned, named herein as the statutory agent upon whom service of process against any constituent entity or the surviving entity may be served, hereby acknowledges and accepts the appointment of statutory agent

_____ _____

Signature of Agent Date

☐ **If the agent is an individual using a P.O. Box, the agent must check this box to confirm that he or she is an Ohio resident**

IX **AMENDMENTS**

In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger

☐ Amendments are attached ☐ No Amendments

X **REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE**

If a domestic or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving or new entity resulting from the merger is not a domestic or foreign corporation that is to be licensed to transact business in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701 86 and division (G) of section 1702.47 of the Revised Code with respect to each domestic corporation, and by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703 17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

XI QUALIFICATION OR LICENSURE OF FOREIGN SURVIVING ENTITY

A. The surviving foreign entity desires to transact business in Ohio as a foreign corporation, bank, savings bank, savings and loan, limited liability company, partnership, limited partnership, or limited liability partnership, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the state of Ohio.

Name _____ Mailing Address _____

City _____ State Ohio Zip Code _____

☐ **If the agent is an individual using a P.O. Box, check the box to confirm that the agent is an Ohio resident.**

The surviving foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or limited liability partnership ("surviving entity") irrevocably consents to (1) service of process on the statutory agent listed above as long as authority of the agent continues, and (2) to service of process upon the Secretary of State of Ohio if the agent cannot be found. If the surviving entity fails to designate another agent, as required by Ohio law, the surviving entity's license or registration to do business in Ohio expires or is canceled

B. The qualifying entity also states as follows: (Complete only if applicable)

1. **Foreign Qualifying Corporation (Section 1703.04)**
(If the qualifying entity is a foreign corporation, the following information must be completed.)

(a) Name of the corporation in its jurisdiction of formation

_____

(b) If the corporate name is not available, the trade name under which it will do business in Ohio

_____

(c) Location and complete address of its principal office

_____
Mailing Address

City _____ State _____ Zip Code _____

(d) Name of the county in which its principal office in Ohio, if any, is to be located

_____

(e) A brief summary of the cororate purpose to be exercised within Ohio

_____

_____

_____

(f) To procure a license to transact business in Ohio, a foreign corporation for-profit must file with the secretary of state a certificate of good standing or subsistence, dated not earlier than 90 days prior to the filing of the application, under the seal of the secretary of state, or other proper official, of the jurisdiction under the laws of which said corporation was incorporated, setting forth: (1) the exact corporate title; (2) the date of incorporation; and (3) the fact that the corporation is in good standing or is a subsisting corporation.

2 **Foreign Notice (Section 1703.031)**
(If the qualifying entity is a foreign bank, savings bank, or savings and loan, the following information must be completed.)

(a) Name of the Foreign nationally/federally chartered bank, savings bank, or savings and loan association

(b) Any trade name(s) under which the corporation will conduct business in Ohio

(c) Location of the corporation's main office (Non-Ohio)

Mailing Address

City | State | Zip Code

(d) Principal office location in Ohio

Mailing Address

City | Ohio (State) | Zip Code

(If there will not be an office in Ohio, please state "None" on the form)

(e) The corporation will exercise the following purpose(s) in Ohio

3. **Foreign Qualifying Limited Liability Company (Section 1705.54)**
(If the qualifying entity is a foreign limited liability company, the following information must be completed.)

(a) Name of the For-Profit or Nonprofit limited liability company in its jurisdiction of formation

(b) Name under which the limited liability company desires to transact business in Ohio (if different from its name in its jurisdiction of formation)

(c) The limited liability company was formed on _____ (Date)

under the laws of the jurisdiction of _____ (Jurisdiction)

(d) Address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company

Mailing Address

City | State | Zip Code

4. **Foreign Qualifying Limited Partnership under section 1782.49**
(If the qualifying entity is a foreign limited partnership, the following information must be completed.)

(a) Name of the limited partnership

(b) The limited partnership was formed on
Date

Under the laws of the jurisdiction of
Jurisdiction

(c) Address of the office of the limited partnership in its jurisdiction of formation

Mailing Address

City | State | Zip Code

(d) Address of the limited partnership's principal office

Mailing Address

City | State | Zip Code

(e) The names and business or residence addresses of the general partners of the partnership are as follows:

Name | Mailing Address

Name | Mailing Address

Name | Mailing Address

Name | Mailing Address

(Please attach additional separate sheet(s) listing other general partners and their addresses as needed)

(f) The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained

Mailing Address

City | State | Zip Code

The limited partnership hereby certifies that it shall maintain such records until the registration of the limited partnership in Ohio is canceled or withdrawn.

5. **Foreign Qualifying Limited Liability Partnership (Section 1776.86)** (If the qualifying entity is a foreign limited liability partnership, the following information must be completed.)

(a) Name of the partnership

Name must include one of the following phrases or abbreviations. "registered limited liability partnership," "limited liability partnership," " R L.L.P.," "L.L.P.," "RLLP," or "LLP."

(b) The partnership was formed under the laws of the jurisdiction of

(c) Address of the partnership's chief executive office

Mailing Address

City | State | Zip Code

(d) If the chief executive office is not in Ohio, the address of any office of the partnership in Ohio, if one exists

Mailing Address

City | Ohio (State) | Zip Code

(e) Foreign limited liability partnership must attach evidence of existence in its jurisdiction of formation (origin)

(Proceed to page 8 for signatures of authorized officers, partners and representatives.)

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below

RGK Foundation
Exact name of entity

By: _____
Signature

Its: Richard W. Klym, President
Title

Date: _____

RKGK Foundation
Exact name of entity

By: _____
Signature

Its: Richard W. Klym, President
Title

Date: _____

_____
Exact name of entity

By: _____
Signature

Its: _____
Title

Date: _____

_____
Exact name of entity

By: _____
Signature

Its: _____
Title

Date: _____

_____
Exact name of entity

By: _____
Signature

Its: _____
Title

Date: _____

_____
Exact name of entity

By: _____
Signature

Its: _____
Title

Date: _____

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1705.38(A), 1776.70(A), 1782.433(A)).

AFFIDAVIT RELEASES FROM VARIOUS GOVERNMENTAL AUTHORITIES

RGK Foundation

Exact Name of Corporation

If a foreign or domestic corporation licensed to transact business in Ohio is a constituent entity, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence as required by Ohio law.

AGENCY	DATE NOTIFIED	AGENCY	DATE NOTIFIED
Ohio Department of Taxation Dissolution Section 4485 Northland Ridge Blvd. Columbus, Ohio 43229		Ohio Job & Family Services Status and Liability Section Data Correspondence Control **Fax:** 614-752-4811 **Phone:** 614-466-2319 **Overnight.** 4020 East 5th Avenue Columbus, OH 43219-1811 **Regular:** P.O Box 182413 Columbus, OH 43218	
AGENCY	**DATE NOTIFIED**	**TREASURER**	**DATE NOTIFIED**
Ohio Bureau of Workers' Compensation 30 W. Spring Street Columbus, OH 43215		The treasurer of any county in in which the corporation has personal property.	

Note: This affidavit must be signed by one or more persons executing the certificate of merger or by an office of the corporation.

Signature _____ Title President

Richard W. Klym
Name

540 Mooring Line Drive
Mailing Address

Naples (City) FL (State) 34102 (Zip Code)

Acknowledged before me and subscribed in my presence on Date _____

Seal

_____
Notary Public

Commission Expires _____
Date

JAMES R. NICI
MY COMMISSION # DD 848193
EXPIRES: April 30, 2013
Bonded Thru Notary Public Underwriters

AFFIDAVIT OF PERSONAL PROPERTY

STATE OF Florida

County Collier SS:

Richard W. Klym, being first duly sworn, deposes and says that he/she is
Name of Officer

President of RGK Foundation
Title of Officer Name of Corporation

and that this affidavit is made in compliance with Section 1701.811(B)(4) of the Ohio Revised Code.

That above-named corporation: (Check one (1) of the following)

- ☑ Has no personal property in any county in Ohio
- ☐ Is the type required to pay personal property taxes to state authorities only
- ☐ Has personal property only in the following county (ies)

_____ _____ _____

and that the net assets of said corporation are sufficient to pay all personal property taxes accrued to date.

Signature: Title: President Title _____

Acknowledged before me and subscribed in my presence on Date _____

Seal Notary Public

JAMES R. NICI
MY COMMISSION # DD 848193
EXPIRES April 30, 2013
Bonded Thru Notary Public Underwriters

Expiration date of Notary Public's Commission _____
Date

Instructions for Certificate of Merger

This form should be used to file a certificate of merger following the adoption of an agreement of merger.

Surviving Entity Information
Please provide the following information for the "surviving entity" (the entity that remains active following the merger). (1) name; (2) a new name if the surviving entity's name changed as a result of the merger; (3) entity type (for e.g., whether the surviving entity is a corporation, limited liability company, etc.); (4) charter/registration/license number (if any); and (5) jurisdiction of formation (foreign entities only).

Constituent Entity Information
Please provide the following information for the "constituent entities" (entities that are part of the merger but will not be active following the merger): (1) name, (2) entity type, (3) charter/registration/license number (as appropriate); and (4) jurisdiction of formation (foreign entities only).

Address for Merger Agreement Requests
Pursuant to Ohio Revised Code §§1701 81, 1702 43, 1705.38, 1776.70 and 1782 433 (as applicable), a mailing address is required for the person or entity that is to provide, in response to any written request made by a shareholder, partner, or other equity holder of a constituent entity, a copy of the agreement of merger.

Effective Date of Merger
Please provide the effective date of the merger The date may be **on or after** the date of filing the certificate of merger. If a date is not provided or the date provided is prior to the date of filing, our office will assign the date of filing as the effective date.

Statements Required By Law
Pursuant to Ohio Revised Code Sections §§1701.81, 1702.43, 1705 38, 1766 70
and 1782 433 (as applicable), by submitting the certificate of merger through an authorized representative, each constituent entity states the following: (1) the constituent entity will merge with one or more constituent entities into a specified surviving entity; (2) the constituent entity has complied with all of the laws under which it exists; (3) the laws under which the constituent entity exists permit the merger; (4) the merger is authorized on behalf of the constituent entity; and (5) the authorized representative is authorized to sign the certificate of merger on behalf of the constituent entity.

Appointment of Statutory Agent for Foreign, Unlicensed Surviving Entity
This section must be completed if the surviving entity is a foreign entity not licensed to transact business in Ohio, please provide the name and address of the statutory agent upon whom any process, notice, or demand may be served. The statutory agent must be one of the following: (1) an Ohio resident; (2) an Ohio corporation; or (3) a foreign corporation that is licensed to do business in Ohio. (Note: If the statutory agent is a foreign corporation, there may be additional requirements. Please see Ohio Revised Code §1701.07, 1702.06, 1705.06, 1776.07 or 1782.04 for more information) The agent of a foreign entity is **not** required to sign the Certificate to accept the agent appointment

An individual agent may use a P.O Box address, but the appropriate box must be checked to confirm that the agent is an Ohio resident.

Updating Statutory Agent of Domestic Surviving Entity
A surviving entity that is a domestic (Ohio) entity may complete this section if it would like to update or change its statutory agent. (However, it is not required to do so).

If the surviving domestic entity is a corporation, limited liability company or limited partnership, the agent must accept the appointment by signing the Certificate of Merger.

Amendments
In the case of a merger into a domestic corporation, limited liability company, or limited partnership, any amendments to the articles of incorporation, articles of organization or certificate of limited partnership of the surviving entity shall be filed with the certificate of merger. Please check the appropriate box to indicate whether amendments are attached to the certificate of merger.

Requirements of Corporations (Domestic or Foreign) Merging Out of Existence
If a foreign or domestic corporation licensed in Ohio is a constituent entity in the merger and the surviving entity is not a foreign or domestic corporation to be licensed in Ohio, Ohio Revised Code §1701.81 requires that additional information be submitted with the certificate.

A domestic corporation must provide the affidavits, receipts, certificates or other evidence required by Ohio Revised Code §1701.86(H). A foreign corporation must submit the affidavits, receipts, certificates or other evidence required by Ohio Revised Code §1703.17 (C) or (D).

The required affidavits are attached to this form for your convenience.

Qualification or Licensure of Foreign Surviving Entity

Appointment of Statutory Agent
All surviving foreign entities that will be registered in Ohio must provide the name and address of a statutory agent upon whom any process, notice, or demand against any constituent entity may be served. The statutory agent must be one of the following: (1) an Ohio resident; (2) an Ohio corporation; or (3) a foreign corporation that is licensed to do business in Ohio. (Note: a foreign corporation may need to meet other requirements to serve as a statutory agent, please see Ohio Revised Code §§1701 07, 1702.06, 1705.06, or 1782.04 for complete information.)

An individual agent may use a P O. Box address, but the appropriate box must be checked to confirm that the agent is an Ohio resident.

Qualification Information
If the surviving entity is a foreign entity that desires to transact business in Ohio as a corporation, limited liability company, limited partnership or limited liability partnership, the certificate of merger must be accompanied by the information required under the section(s) of the Ohio Revised Code that govern the registration of that entity type. Those requirements have been incorporated into this form on pages four through six

Please locate the section that applies to the surviving foreign entity type and complete that section. For example, if the surviving entity is foreign corporation qualifying to do business in Ohio through the merger, section XI(B)(1) **"Foreign Qualifying Corporation (Section 1703.04)"** of the form must be completed.

Additional Provisions
If the space provided on this form is insufficient, please submit any additional information on single-sided, 8 ½ x 11 sheet(s) of paper

Signature(s)
After completing all information on the filing form, please make sure that the form is signed the representatives authorized to sign the certificate on behalf of each constituent entity. Pursuant to Ohio Revised Code Sections §1701.81, 1702.43, 1705.38, 1776.70 and 1782 433 (as applicable), please provide the office held or the capacity in which the representative is acting by signing the certificate merger

****Note: Our office cannot file or record a document that contains a social security number or tax identification number. Please do not enter a social security number or tax identification number, in any format, on this form.**