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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	300,941.	243,916.	243,916.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	8,529,929.	8,768,073.	20,976,482.
	c Investments - corporate bonds			
Liabilities	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)	8,830,870.	9,011,989.	21,220,398.
	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 ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,830,870.	9,011,989.	
	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	8,830,870.	9,011,989.	
	31 Total liabilities and net assets/fund balances	8,830,870.	9,011,989.	

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	8,830,870.
2 Enter amount from Part I, line 27a	2	181,119.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,011,989.
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	9,011,989.

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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 FASTENAL COMPANY 10,000 SHS.		08/24/07	08/18/11
b LUBRIZOL CORP. 5000 SHS.		08/23/10	08/18/11
c PROCTOR & GAMBLE 5000 SHS.		04/15/85	08/18/11
d CLASS ACTION SETTLEMENT	P		
e MEC. CAPITAL GAIN	P		

(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 305,250.		230,025.	75,225.
b 672,004.		461,139.	210,865.
c 302,552.		16,209.	286,343.
d 48.			48.
e 33.			33.

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			75,225.
b			210,865.
c			286,343.
d			48.
e			33.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	572,514.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	842,653.	19,044,871.	.044246
2009	1,058,741.	17,230,598.	.061445
2008	1,211,694.	21,673,935.	.055906
2007	1,183,446.	25,521,459.	.046371
2006	1,185,640.	24,167,484.	.049059

2 Total of line 1, column (d)	2	.257027
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	.051405
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	20,652,963.
5 Multiply line 4 by line 3	5	1,061,666.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,336.
7 Add lines 5 and 6	7	1,073,002.
8 Enter qualifying distributions from Part XII, line 4	8	928,458.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	22,672.
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	22,672.
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	22,672.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	24,400.	
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	24,400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,728.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 1,728. Refunded <input type="checkbox"/>	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?		X
1b 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>MARILYN BEST</u> Telephone no. ► <u>(216) 621-0465</u> Located at ► <u>1030 HANNA BLDG., 1422 EUCLID AVE., CLEVELAND, OH</u> ZIP+4 ► <u>44115</u>			
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	
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	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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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
LEIGH H. PERKINS	TRUSTEE			
1030 HANNA BLDG. 1422 EUCLID AVE.				
CLEVELAND, OH 44115	0.00	0.	0.	0.
SALLIE SULLIVAN	TRUSTEE			
1030 HANNA BLDG. 1422 EUCLID AVE.				
CLEVELAND, OH 44115	0.00	0.	0.	0.
GEORGE OLIVA III	TRUSTEE			
1030 HANNA BLDG. 1422 EUCLID AVE.				
CLEVELAND, OH 44115	0.00	0.	0.	0.
MARILYN BEST	SEC/TREASURER			
1030 HANNA BLDG. 1422 EUCLID AVE.				
CLEVELAND, OH 44115	0.00	0.	0.	0.

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

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

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

0

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Part 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	20,426,566.
b	Average of monthly cash balances	1b	540,909.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,967,475.
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	20,967,475.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	314,512.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,652,963.
6	Minimum investment return Enter 5% of line 5	6	1,032,648.

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	1,032,648.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	22,672.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	22,672.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,009,976.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,009,976.
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	1,009,976.

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	928,458.
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	928,458.
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	928,458.

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.

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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				1,009,976.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			914,689.	
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: ► \$ 928,458.				
a Applied to 2010, but not more than line 2a			914,689.	
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				13,769.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				996,207.
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)
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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(i)(3) or ☐ 4942(i)(5)

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 AMOUNTS PAID ARE TO PUBLIC TAX EXEMPT, NON INDIVIDUAL ORGANIZATIONS. INDEX 2	NO RELATIONSHIP		ALL CONTRIBUTIONS PAID ARE UNRESTRICTED AND FOR	919,815.
ALL CONTRIBUTIONS PAID ARE FOR PHILANTHROPIC PURPOSES.			PHILANTHROPIC PURPOSES.	
SEE ATTACHED DETAILED STATEMENT. INDEX 1				
Total			► 3a	919,815.
b Approved for future payment				
NONE				
Total			► 3b	0.

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

SOURCE	AMOUNT
WELLS FARGO, NOMINEE	304.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	304.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO, NOMINEE	600,817.	0.	600,817.
TOTAL TO FM 990-PF, PART I, LN 4	600,817.	0.	600,817.

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 FEES	2,250.	0.		2,250.
TO FORM 990-PF, PG 1, LN 16B	2,250.	0.		2,250.

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
INVESTMENT MANAGEMENT	40,052.	40,052.		0.
BANK FEES, ETC.	3.	0.		3.
TO FORM 990-PF, PG 1, LN 16C	40,055.	40,052.		3.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	24,006.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	24,006.	0.		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	
STATE FILING FEES	200.	0.		200.	
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
ABBOTT LABS 15,000 SHS.	36,063.	843,450.		
BOEING 10,000 SHS.	591,694.	733,500.		
CATERPILLAR 5000 SHS.	301,271.	453,000.		
COCA COLA CO. 20,000 SHS.	914,156.	1,399,400.		
EATON CORP. 26,600 SHS.	863,792.	1,157,898.		
ELI LILLY 17000 SHS.	587,154.	706,520.		
EXXON-MOBIL CORP. 20,000 SHS.	297,875.	1,695,200.		
FASTENAL 12,000 SHS.	228,655.	523,320.		
GENERAL ELECTRIC 30,000 SHS.	67,006.	537,300.		
HEWLETT-PACKARD 10,000 SHS.	449,883.	257,600.		
INTEL CORP. 40,000 SHS.	332,265.	970,000.		
MCDONALDS 10,000 SHS.	611,980.	1,003,300.		
MEDTRONIC, INC. 15,000 SHS.	428,022.	573,750.		
MERCK & CO. 16,000 SHS.	563,077.	603,200.		
MICROSOFT CORP. 30,000 SHS.	210,852.	778,800.		
PEPSICO CO. 30,000 SHS.	73,259.	1,990,500.		
PFIZER, INC. 79,850 SHS.	297,983.	1,727,954.		
PROCTER & GAMBLE 35,000 SHS.	113,464.	2,334,850.		
TARGET CORP. 6,000 SHS.	291,006.	307,320.		
UNITED PARCEL SVC. 5,000 SHS.	355,249.	365,950.		
WALGREEN CO. 20,000 SHS.	95,175.	661,200.		

PERKINS CHARITABLE FOUNDATION

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WALMART 15,000 SHS.	668,706.	896,400.
GOOGLE INC. CLA 300 SHS.	153,454.	193,770.
APPLE INC. 400 SHS.	147,764.	162,000.
VERIZON 2500 SHS.	88,268.	100,300.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,768,073.	20,976,482.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

LEIGH H. PERKINS
SALLIE SULLIVAN

Perkins Charitable Foundation
TIN: 34-6549753
Contributions
2011

Index 1

African Wildlife Foundation	300.00
American Bird Conservancy	3,000.00
American Museum of Fly Fishing	27,000.00
American Red Cross-Disaster Relief	750.00
Apalachicola Riverkeeper	5,000.00
Archbold Foundation	2,000.00
ASCPA	750.00
Atlantic Salmon Federation	500.00
Audubon of Florida	30,000.00
BBB Wise Giving Alliance	1,000.00
Bluecoats, Inc.	525.00
Burr & Burton Academy	9,200.00
California Trout	3,000.00
Capital Medical Society - We Care	2,000.00
Catamount Trail	250.00
Cate School	9,000.00
Catlin Gabel School	250.00
Center Theatre Group	20,000.00
Chagrin Valley PHA Horse Show	725.00
Chapel Haven	1,750.00
Children's Oncology Camp	2,000.00
ChristAid	500.00
Cleveland Botanical Garden	1,500.00
Cleveland Clinic	20,000.00
Cleveland Foodbank	6,000.00
Cleveland Museum of Art	7,000.00
Cleveland Museum of Natural History	1,000.00
Cleveland Museum of Natural History (RP II memorial)	5,000.00
Cleveland Museum of Natural History (wetlands)	10,000.00
Cleveland Play House	5,000.00
Coastal Conservation Florida	3,000.00
College Now Greater Cleveland - adults (formerly CSP)	29,000.00
College Now Greater Cleveland (formerly CSP)	30,000.00
Colorado College	7,000.00
Connecticut College	86,350.00
Coral Reef Alliance	500.00
Crohns & Colitis Foundation	1,000.00
Cuyahoga Valley Scenic Railroad	10,000.00
CWRU-F.P. Bolton School of Nursing	5,000.00
Dana Farber/Jimmy Fund	250.00
Economics America	3,000.00
Fieldstone Farm/Therapeutic Riding	500.00
First Stage Children's Theatre	2,050.00
Florida Oceanographic Society	1,000.00
Friends of Cleveland School of the Arts	1,000.00
Friends of Dwight Derby House	750.00
Friends of Hildene	3,000.00
Geauga Park District Foundation	10,000.00

Perkins Charitable Foundation
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George Mason University-Mercatus Center	1,000.00
Germaine Lawrence Inc.	250.00
Gill St. Bernard's School	250.00
Grove Inc. dba Vermont Tiger	3,500.00
Hanna Perkins Center	5,850.00
Healthyways, Inc.	5,000.00
Hillsdale College	1,000.00
Hobart William Smith College (annual fund)	1,000.00
Hobart William Smith College (campaign for colleges)	750.00
Hospice of the Western Reserve	1,000.00
Jackson Hole Land Trust	1,000.00
Jefferson County Humane Society	7,000.00
Laurel School	1,100.00
Limitless Horizons IxIL	340.00
Live Oak School	20,000.00
Madeira School	5,225.00
Manchester Elementary-Middle Schools	5,000.00
Medfield Coalition for Public Educations	250.00
Metropolitan Opera - National Council (Ohio auditions)	1,000.00
Montana Environmental Information Center	250.00
Mount Auburn School	1,000.00
Mundo Exchange Inc.	250.00
National Fish & Wildlife Foundation	17,000.00
National Trust for Historic Preservation	4,000.00
National Wildlife Federation	500.00
National Wildlife Refuge Association	5,000.00
Native Ecosystems Council	7,000.00
Old Stone Foundation	5,000.00
Pathfinder International	25,000.00
Phillips Academy	4,275.00
Planned Parenthood of Massachusetts	1,000.00
Planned Parenthood of North Central Florida	32,000.00
Planned Parenthood of Northeast Ohio	16,500.00
Playhouse Square Foundation	1,000.00
Preterm	7,000.00
Property & Environmental Research Center	50,000.00
Ratner School	325.00
Ruffed Grouse Society	2,500.00
Semester at Sea/ISE	1,000.00
Southwestern Vermont Health Center	3,550.00
St. Dunstan's Church	2,275.00
St. Jude's Hospital	750.00
Star Valley Medical Center	10,000.00
Summit County Historical Society	3,000.00
Tall Timbers - Red Hills	28,000.00
Tall Timbers Research Station	39,750.00
Tanzanian Children's Fund	250.00
The AKP Foundation	500.00

Perkins Charitable Foundation
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Index 1

The Cleveland Orchestra	600.00
The Epiphany School	450.00
The Federated Church	250.00
The Forman School	1,000.00
The Guidance Center	6,050.00
The Holden Arboretum	2,000.00
The Keewaydin Foundation (annual fund)	1,000.00
The Keewaydin Foundation (capital campaign)	1,000.00
The Madeira School	45,000.00
The Metropolitan Opera	6,000.00
The Nature Conservancy	500.00
The Nature Conservancy - Idaho	10,000.00
The Nature Conservancy - Montana	15,000.00
The Nature Conservancy - Wyoming	2,000.00
The Nature Conservancy-Patagonia Grasslands	23,000.00
The Salvation Army	1,600.00
Thomas University	5,000.00
Thomasville Landmarks	6,000.00
Trout Unlimited/Coldwater Conservation Fund	5,000.00
Trustees of Reservations	575.00
United States Combined Training Association	500.00
United Way of Greater Cleveland	12,000.00
United Way of Thomas County	9,000.00
University of Minnesota Foundation	2,500.00
University of Wyoming Foundation	2,500.00
University School	2,500.00
University School of Milwaukee	250.00
Vocational Guidance Services	12,000.00
Wake Forest University	250.00
West Point Fund	5,150.00
Western Reserve Historical Society (library)	2,000.00
Western Reserve Land Conservancy	18,500.00
Williams College	1,100.00
Wooster School	500.00
World Wildlife Fund	21,200.00
YMCA Camp WaWaSegwea	250.00

919,815.00

PERKINS CHARITABLE FOUNDATION - 2011

African Wildlife Foundation
1400 Sixteenth St. NW Suite 120
Washington DC 20036

American Red Cross
Disaster Relief
2025 E. Street NW
Washington DC 20006

ASCPA
P.O. Box 96929
Washington DC 20090

Atlantic Salmon Federation
P.O. Box 807
Calais ME 04619

Blue Coats, Inc.
925 Euclid Avenue, #2000
Cleveland OH 44115

Burr and Burton Academy
57 Seminary Avenue
Manchester VT 05254

Catamount Trail
1 Mill Street Ste 350
Burlington VT 05401

Catlin Gabel School
7725 SW Barnes
Portland OR 97225

Chapel Haven
1040 Whalley Avenue
New Haven CT 06515

ChristAid
P.O. Box 1374
Arada CO 80001

Cate School
1960 Cata Mesa Road
Carpinteria CA 93014

Cleveland Botanical Garden
11030 East Boulevard
Cleveland OH 44106

Cleveland Museum of Natural History
One Wade Oval, University Circle
Cleveland OH 44106

Connecticut College
270 Mohegan Avenue
New London CT 06320

Coral Reef Alliance
351 California Street Ste 650
San Francisco CA 94104

Dana Farber Cancer Institute
10 Brookline Place, West, 6th Fl
Brookline MA 02445

The Epiphany School
154 Center Street
Dorchester MA 02124

The Federated Church
76 Bell Street
Chagrin Falls OH 44022

Fieldstone Farms/Therapeutic Riding Ctr
P.O. Box 23139
Chagrin Falls OH 44023

First Stage Childrens' Theatre
325 W. Walnut Street
Milwaukee WI 53212

Friends of Dwight Derby House
P.O. Box 527
Boston MA 02052

Friends of Cleveland School
of the Arts
P.O. Box 18265
Cleveland OH 44118

PERKINS CHARITABLE FOUNDATION - 2011

Geauga Park District Foundation
9160 Robinson Road
Chardon OH 44024

Germaine Lawrence Inc.
18 Claremont Avenue
Arlington MA 02476

Gill St. Bernards School
St. Bernards Road
P.O. Box 604
Gladstone NJ 07934

Hanna Perkins Center
19910 Malvern Road
Shaker Heights OH 44122

Hobart William Smith College
615 S. Main Street
Geneva NY 14456

Hospice of the Western Reserve
300 East 185th Street
Cleveland OH 44119

Jackson Hole Land Trust
P.O. Box 2897
Jackson WY 83001

Laurel School
One Lyman Circle
Shaker Heights OH 44122

Limitless Horizons IxiL
1805 Maple Shade Lane
Richmond VA 23277

Live Oak School
1555 Mariposa Street
San Francisco CA 94107

Madeira School
8328 Georgetown Pike
McLean VA 22102

Manchester Elementary-Middle School
P.O. Box 1526
Manchester Center VT 05255

Medfield Coalition for Public Education
P.O. Box 452
Medfield MA 02052

Montana Environmental Info Center
P.O. Box 1184
Helena MT 59624

Mount Auburn Hospital
330 Mount Auburn Street
Cambridge MA 02138

Mundo Exchange Inc.
1435 NW 30th Ave.
Portland OR 97210

National Fish & Wildlife Foundation
1133 15th Street NW Suite 1100
Washington DC 20005

National Wildlife Federation
11100 Wildlife Drive
Reston VA 20190

National Wildlife Refuge Association
1250 Connecticut Avenue NW Suite 600
Washington DC 20036

The Nature Conservancy
4245 N. Fairfax Drive #100
Arlington VA 22203

Phillips Academy
180 Main Street
Andover MA 01810

Planned Parenthood of Massachusetts
1055 Commonwealth Avenue
Boston MA 02215

Planned Parenthood of Northeast Ohio
444 West Exchange Street
Akron OH 44302

Playhouse Square Foundation
1375 Euclid Avenue
Cleveland OH 44115

PERKINS CHARITABLE FOUNDATION - 2011

Ratner School
27575 Shaker Blvd.
Pepper Pike OH 44124

The Ruffed Grouse Society
451 McCormick Road
Corapolis PA 15108

St. Dunstan's Church
P. O. Box 515
Dover MA 02030

St. Jude Hospital
P. O. Box 50
Memphis TN 38101

Semester at Sea/ISE
P. O. Box 400885
Charlottesville VA 22904

Southwestern Vermont Health Care
100 Hospital Drive Box 41
Bennington VT 05201

Tall Timbers Research Station
13093 Henry Beadel Drive
Tallahassee FL 32312

Tanzanian Children's Fund
45 Exchange Street
Portland ME 04101

The AKP Foundation
65 East Branch Farms
Manchester Center VT 05255

The Cleveland Orchestra
Severance Hall
University Circle
Cleveland OH 44106

The Guidance Center
5 Sacramento Street
Cambridge MA 02138

The Keewaydin Fund
10 Keewaydin Road
Salisbury VT 05769

The Nature Conservancy
116 First Avenue North
Hailey ID 83333

The Salvation Army
147 Berkeley Street
Boston MA 02110

Trout Unlimited
1300 North 17th Street Suite 500
Arlington VA 22209

Trustees of Reservations
572 Essex Street
Beverly MA 01915

United States Combined Training
Association Inc.
525 Old Waterford Road N.W.
Leesburg VA 20176

United Way of Greater Cleveland
1331 Euclid Avenue
Cleveland OH 44115

University School of Milwaukee
2100 W. Fairy Chasm Road
Milwaukee WI 52317

University School
2785 S.O.M. Center Road
Cleveland OH 44022

West Point Fund
698 Mills Road
West Point NY 10996

Western Reserve Land Conservancy
P. O. Box 314
Novelty OH 44072

Williams College
75 Park Street
Williamstown MA 02167

Wooster School
91 Miry Brook Road
Danbury CT 06810

PERKINS CHARITABLE FOUNDATION - 2011

American Bird Conservancy
P.O. Box 249
The Plains VA 20198

American Museum of Fly Fishing
P.O. Box 42
Manchester VT 05254

Apalachicola Riverkeeper
23 Avenue D
Apalachicola FL 32320

Archbold Foundation
910 South Broad Street
Thomasville GA 31792

Audubon of Florida
444 Brickell Avenue Suite 850
Miami FL 33131

BBB Wise Giving Alliance
4200 Wilson Boulevard Suite 800
Arlington VA 22203

California Trout
870 Market Street Suite 528
San Francisco CA 94102

Capital Medical Society Foundation
1204 Miccosukee Road
Tallahassee FL 32308

Center Theatre Group
601 West Temple Street
Los Angeles CA 90012

Children's Oncology Camp Foundation
P.O. Box 1450
Missoula MT 59806

Cleveland Clinic
9500 Euclid Avenue
Cleveland OH 44195

Cleveland Foodbank
15500 South Waterloo Road
Cleveland OH 44110

Cleveland Museum of Art
11500 East Boulevard
Cleveland OH 44106

Cleveland Play House
8500 Euclid Avenue
Cleveland OH 44106

College Now Greater Cleveland
200 Public Square Suite 3820
Cleveland OH 44114

Coastal Conservation Florida
P.O. Box 568886
Orlando FL 32856

Colorado College
14 E. Cache la Poudre Street
Colorado Springs CO 80903

Crohn's & Colitis Foundation of America
386 Park Avenue South, 17th Floor
New York NY 10016

Cuyahoga Valley Scenic Railroad
P.O. Box 158
Peninsula OH 44264

Case Western Reserve University
F.P. Bolton School of Nursing
10900 Euclid Avenue
Cleveland OH 44106

Economics America
Cleveland Center of Ashland University
4645 Richmond Road, Suite 103
Warrensville Heights OH 44128

Florida Oceanographic Society
890 NE Ocean Boulevard
Stuart FL 34996

Friends of Hildene
P.O. Box 377
Manchester VT 05254

George Mason University
Mercatus Center
3301 North Fairfax Drive
Arlington VA 22201

Grove Inc. dba Vermont Tiger
P.O. Box 354
Dorset VT 05251

PERKINS CHARITABLE FOUNDATION - 2011

Healthyways, Inc.
555 North Jefferson Street
Monticello FL 32344

Hillsdale College
Hillsdale MI 49242

Jefferson County Humane Society
P.O. Box 559
Monticello FL 32344

National Trust for Historic Preservation
1785 Massachusetts Avenue NW
Washington DC 22036

Native Ecosystems Council
P.O. Box 125
Willow Creek MT 59760

The Metropolitan Opera
Lincoln Center
New York NY 10023

Old Stone Foundation
91 Public Square
Cleveland OH 44113

Pathfinder International
Nine Galen Street Suite 217
Watertown MA 02122

Planned Parenthood of N. Central Florida
3850 Beach Boulevard
Jacksonville FL 32207

Preterm
12000 Shaker Boulevard
Cleveland OH 44120

Star Valley Medical Center
110 Hospital Lane
Afton WY 82110

Summit County Historical Society
550 Copley Road
Akron OH 44320

The Forman School
12 Norfolk Road
Litchfield CT 06759

The Holden Arboretum
9500 Sperry Road
Kirtland OH 44094

The Nature Conservancy
258 Main Street, Suite 200
Lander WY 82520

Thomas University
1501 Millpond Road
Thomasville GA 31792

Thomasville Landmarks
P.O. Box 1285
Thomasville GA 31799

United Way of Thomas County
P.O. Box 1824
Thomasville GA 31799

University of Minnesota Foundation
1420 Eckles Avenue
St. Paul MN 55108

University of Wyoming Foundation
1200 East Ivinson Avenue
Laramie WY 82070

Vocational Guidance Services
2239 East 55th Street
Cleveland OH 44103

Western Reserve Historical Society
11825 East Boulevard
Cleveland OH 44106

World Wildlife Fund
1250 Twenty-Fourth Street N.W.
Washington DC 20090

YMCA Camp Wa Wa Segowea
408 Foley Hill Road
Southfield MA 01259

Wake Forest University
P.O. Box 7227
Winston-Salem NC 27109

Chagrin Valley PHA Horse Show
P.O. Box 23552
Chagrin Falls OH 44023