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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation *		A Employer identification number
FRANKLIN PHILANTHROPIC FOUNDATION		36-3668125
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
180 NORTH STETSON AVENUE	1940	(312) 819-4060
City or town, state, and ZIP code		C If exemption application is pending, check here <input type="checkbox"/>
CHICAGO, IL 60601		D 1. Foreign organizations, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return <input type="checkbox"/> Amended return		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change <input type="checkbox"/> Name change		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual	
\$ 4,044,803. (Part I, column (d) must be on cash basis)	<input type="checkbox"/> Other (specify) _____	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	19,537.	19,537.		STATEMENT 1
	4 Dividends and interest from securities	16,420.	16,420.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	99,448.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		99,448.		
	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	135,405.	135,405.			
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	20,531.	16,531.		4,000.
	b Accounting fees				
	c Other professional fees	40,143.	40,143.		0.
	17 Interest				
	18 Taxes	-2,875.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	17,053.	17,053.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	74,852.	73,727.		4,000.
	25 Contributions, gifts, grants paid	212,000.			212,000.
26 Total expenses and disbursements. Add lines 24 and 25	286,852.	73,727.		216,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-151,447.				
b Net investment income (if negative, enter -0-)		61,678.			
c Adjusted net income (if negative, enter -0-)			N/A		

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		183.	183.
	2 Savings and temporary cash investments	57,962.	40,877.	40,877.
	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 7	960,067.	1,140,817.	1,156,778.
	b Investments - corporate stock STMT 8	2,284,521.	2,239,226.	2,846,965.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	270,000.	0.	0.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	3,572,550.	3,421,103.	4,044,803.	
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 <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	3,572,550.	3,421,103.	
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	3,572,550.	3,421,103.		
31 Total liabilities and net assets/fund balances	3,572,550.	3,421,103.		

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	3,572,550.
2 Enter amount from Part I, line 27a	2	-151,447.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,421,103.
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	3,421,103.

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 SEE ATTACHED (SHORT TERM LOSS)			
b SEE ATTACHED (LONG TERM GAIN)			
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			-97,371.
b			196,819.
c			
d			
e			

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			-97,371.
b			196,819.
c			
d			
e			

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	99,448.
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	214,759.	4,002,088.	.053662
2009	211,641.	3,906,765.	.054173
2008	218,433.	4,130,401.	.052884
2007	219,000.	4,463,253.	.049067
2006	209,000.	4,040,172.	.051730

2 Total of line 1, column (d)	2	.261516
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	.052303
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,162,749.
5 Multiply line 4 by line 3	5	217,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	617.
7 Add lines 5 and 6	7	218,341.
8 Enter qualifying distributions from Part XII, line 4	8	216,000.

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	1,234.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,234.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,234.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	244.	
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	244.	
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	990.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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		X
c 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.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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) <input type="checkbox"/> IL		
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

N/A

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 JOHN A. SHEA Telephone no. (847) 866-7183 Located at 710 SHERIDAN ROAD, EVANSTON, IL ZIP+4 60202			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 N/A		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
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

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

If "Yes" to 6b, file Form 8870

X

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		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)

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	4,016,325.
b	Average of monthly cash balances	1b	209,816.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,226,141.
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	4,226,141.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	63,392.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,162,749.
6	Minimum investment return. Enter 5% of line 5	6	208,137.

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	208,137.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,234.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,234.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	206,903.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	206,903.
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	206,903.

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	216,000.
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	216,000.
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	216,000.

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				206,903.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	7,747.			
b From 2007	1,082.			
c From 2008	13,047.			
d From 2009	23,021.			
e From 2010	15,137.			
f Total of lines 3a through e	60,034.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 216,000.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				206,903.
e Remaining amount distributed out of corpus	9,097.			
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	69,131.			
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				0.
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	7,747.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	61,384.			
10 Analysis of line 9:				
a Excess from 2007	1,082.			
b Excess from 2008	13,047.			
c Excess from 2009	23,021.			
d Excess from 2010	15,137.			
e Excess from 2011	9,097.			

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

[illegible]

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).)

MORRIS F. GOODMAN

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADIRONDACK COUNCIL 103 HAND AVE, SUITE 3 ELIZABETHTOWN, NY 10932	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
AIDS FOUNDATION OF CHICAGO, 200 WEST JACKSON, #2200 CHICAGO, IL 60607	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
ALASKA CONSERVATION FOUNDATION 441 W FIFTH AVE, #402 ANCHORAGE AL 99501	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	3,000.
ALLIANCE FOR GLOBAL JUSTICE (OWS) 1247 E STREET, SE WASHINGTON DC 20003	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	2,000.
AMNESTY INTERNATIONAL 322 EIGHTH AVE, NEW YORK, NY 10001	NONE	OTHER PUBLIC CHARITY	GENERAL PURPOSES	5,000.
Total	SEE CONTINUATION SHEET(S)			212,000.
b Approved for future payment				
NONE				
Total				0.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee <i>Charles F. Moles</i>		Date <i>2/15/12</i>			SECRETARY/DIRECTOR <i>THAS/DMO</i>	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature <i>Charles F. Moles</i>		Date	Check <input type="checkbox"/> if self-employed	PTIN
	CHARLES F. MOLES		CHARLES F. MOLES		2-15-12		P01432140
	Firm's name ▶ ASHCRAFT & ASHCRAFT, LTD.					Firm's EIN ▶	
	Firm's address ▶ 180 NORTH STETSON AVENUE, SUITE 1940 CHICAGO, IL 60601					Phone no. (312) 819-4060	

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
BRENNAN CENTER FOR JUSTICE 161 AVENUE OF AMERICAS, 12TH FLOOR, NY, NY 10013	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
BURN DESIGN LAB 18850 103RD AVE, SW VASHON WA 98070	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,000.
CARE, INC. 151 ELLIS STREET, NE, ATLANTA GA 30303	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,000.
UNIVERSITY OF WISCONSIN FOUND. (DARE) P.O. BOX 8860 MADISON, WI 53706	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	70,000.
EDUCATIONAL ALLIANCE ART SCHOOL 197 E. BROADWAY NEW YORK, NY 10002	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
GLOBAL MEDICAL RELIEF FUND 64 MCFARLAND AVENUE STATEN ISLAND, NY 10305	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,333.
FIRST CONG. CHURCH-MALAWI ORPHAN PROJ. 111 CHURCH DRIVE, CHESHIRE CT. 06410	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	1,000.
G.A.I.T., P.O. BOX 69, MILFORD, PA 18337	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	10,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 W. ANN LURIE PL, CHICAGO, IL 60632	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
HAMDEN EDUCATIONAL FOUNDATION 60 PUTNAM AVENUE, HAMDEN, CT 06517	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
Total from continuation sheets				198,000.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HAYSTACK MOUNTAIN SCHOOL OF CRAFTS P.O. BOX 518, DEER ISLE, ME 04627	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	4,000.
INTERFAITH NUTRITIONAL NETWORK 211 FULTON AVE., HEMPSTEAD NY 11550	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,000.
INTERNATIONAL EXOTIC ANIMAL SANCTUARY, INC. P.O. BOX 637, BOYD, TX 76023	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	13,334.
LUCY MACKENZIE HUMANE SOC. 4832 RTE. 44, P.O. BOX 702 BROWNSVILLE, VT 05037	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
MAG AMERICA 601 PENNSYLVANIA AVE. NW #900, PMB 90021, WASHINGTON, DC 20004	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	1,000.
NATIONAL TRUST FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVE. WASH, D.C.	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
NEIGHBORHOOD STUDIOS 510 BARNUM AVENUE, BRIDGEPORT, CT 06608	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	1,000.
OPERATION HOPE 50 NICHOLS STREET, FAIRFIELD, CT 06824	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	4,000.
ROCKY MOUNTAIN INSTITUTE 1739 SNOWMASS CREEK RD SNOWMASS, CO 81654	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
STONY BROOK FOUNDATION MADAGASCAR ANKIZY FUND, SUNY STONY BROOK, NY 11794	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	1,000.
Total from continuation sheets				

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
SURVIVORS FOR JUSTICE P.O. BOX 10311 BROOKLYN, NY 11210	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	2,000.
SUSTAINABLE SOUTH BRONX 890 GARRISON AVENUE, THE BRONX, NY 10474	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	4,000.
TEACH FOR AMERICA 315 WEST 36TH STREET, 7TH FLOOR, NEW YORK, NY 11018	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	1,000.
TWICE BLESSED P.O. BOX 1094 WILMINGTON, VT 05363		OTHER PUBL CHARITY	GENERAL PURPOSES	10,000.
THE NEWBERRY LIBRARY ASSOCIATES 60 WEST WALTON STREET CHICAGO, IL. 60610	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	2,000.
UNION OF CONCERNED SCIENTISTS 2 BRATTLE SQUARE, CAMBRIDGE, MA 02238-9105	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	10,000.
VERMONT INSTITUTE NATURAL SCIENCE 6565 WOODSTOCK RD QUECHEE, VT 05059	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	5,000.
YALE UNIVERSITY (CENTER ANALYTICAL SCI) PO BOX 2038 NEW HAVEN CT 06521-2038	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,000.
SIERRA CLUB FOUNDATION 85 SECOND STREET SAN FRANCISCO, CA 94105	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,000.
SMILE TRAIN 41 MADISON AVENUE, 28TH FLOOR, NEW YORK, NY 10010	NONE	OTHER PUBL CHARITY	GENERAL PURPOSES	3,333.
Total from continuation sheets				

36-3668125

3 Grants and Contributions Paid During the Year (Continuation)

[illegible]



The mission of the ADIRONDACK COUNCIL is to ensure the ecological integrity and wild character of the ADIRONDACK PARK for current and future generations.

BOARD OF DIRECTORS

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KEVIN ARQUIT
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JOEL H. TREISMAN

AARON WOOLF

BRIAN RUDER, Chair Emeritus

EXECUTIVE DIRECTOR

BRIAN L. HOUSEAL



November 16, 2011

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Ave, Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

Thank you for the Franklin Philanthropic Foundation's gift of \$2,000 to the Adirondack Council, dated November 7, 2011. The Foundation's generous gift makes a significant difference in what we can accomplish, ensuring the Adirondack Council has the resources it needs for advocacy, media outreach and legal action to protect the Adirondack Park. Enclosed please find copies of the Council's most recent IRS tax-exemption letter, Annual Report and Audited Financial Statements.

Your recent gift will help the Council's efforts to ensure critical land acquisitions and easements; help defend New York's continued participation in the regional carbon emissions reduction program, advocate for large-scale water extraction laws at the local and state levels, and monitor the Adirondack Park Agency review of the largest development ever proposed for the Park.

The Council is also working with regional coalitions to promote governance and policy reforms and economic strategies that will benefit the environment, economy and communities in the Adirondacks.

What we can accomplish for the Adirondack Park is strengthened by your interest and generosity. Thank you!

All the best,

Brian L. Houseal
Executive Director

*We greatly appreciate your
very generous gift.
Thank you!*

The Adirondack Council is a nonprofit tax-exempt organization and has not provided, in whole or in part, any goods or services to the above-named donor in return for this donation

DEFENDING THE EAST'S GREATEST WILDERNESS

103 Hand Avenue, Suite 3 PO. Box D-2 Elizabethtown, New York 12932-0640 tel 518.873.2240 fax 518.873.6675
342 Hamilton Street Albany, New York 12210 tel 518.432.1770 fax 518.449.4839 info@adirondackcouncil.org



AIDS FOUNDATION OF CHICAGO 25^{YEARS}

A FORCE FOR CHANGE SINCE 1985

200 West Jackson Blvd
Suite 2200
Chicago, IL 60606

Tel (312) 922-2322
Fax (312) 922-2916

December 16, 2011

Mr. Charles F. Moles
Franklin Philanthropic Foundation
180 N Stetson Ave 1940
Chicago, IL 60601

Dear Mr. Moles:

Thank you again for Franklin Philanthropic Foundation's generous donation of \$2,000.00 in support of the AIDS Foundation of Chicago's (AFC) leadership in the fight against HIV/AIDS in Chicago. We have received your \$2,000.00 payment (check #251).

As always, please feel free to call us at (312) 922-2322 if you have questions about this or any of AFC's programs. We truly appreciate your partnership.

Sincerely,



David Ernesto Munar
President/CEO

Thank ya so much!

P.S. For your tax records, please note that the AIDS Foundation of Chicago did not provide you with any goods or services in consideration of the donation acknowledged above.



Alaska Conservation Foundation

December 14, 2011

Charles F. Moles
Secretary, Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

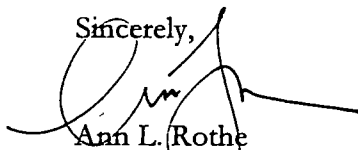
Dear Mr. Moles,

On behalf of the Alaska Conservation Foundation's Board of Trustees, staff, and all of our partners working diligently to protect Alaska, I wish to thank Franklin Philanthropic Foundation for the \$3,000 donation made on Nov. 7, 2011. This gift will be used for general operating support.

Per your request, I've also enclosed our IRS tax exempt letter. I've also enclosed a copy of our most recent *Dispatch* newsletter, our annual report, and a brochure.

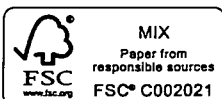
Your support will help us to fulfill our mission of building strategic leadership and support for Alaska efforts to take care of wild lands, waters, and wildlife, which sustain diverse cultures, healthy communities, and prosperous economies. Please feel free to contact me at any time if you have any questions.

Sincerely,

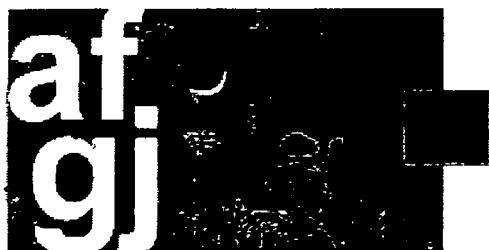

Ann L. Rothe
Executive Director

Thank you so much
for your very generous
gift!

Alaska Conservation Foundation is a 501(c)(3) organization. Your contribution to ACF may qualify for a tax deduction based on your individual circumstance. ACF's tax identification number is 92-0061466. No goods or services were provided in exchange for this contribution.



441 W Fifth Avenue, Suite 402
Anchorage, AK 99501-2340
P (907) 276-1917 F (907) 274-4145
www.alaskaconservation.org



alliance for global justice

a little bit people's think tank, a whole lot of organizing

1247 E St., SE Washington, DC 20003 * (202) 540-8336 * AFGJ@AFGJ.org * www.AFGJ.org

Franklin Philanthropic Foundation
180 N. Stetson Ave., Ste. 1940
Chicago, IL 60601

January 27, 2012

Dear Friends,

Thank you for your donation to the Alliance for Global Justice of \$2,000 which we processed on Nov. 23, 2011 and credited to the Occupy Wall Street project. You received no goods or services in exchange for your donation and it is therefore fully tax-deductible on your federal income tax form. The IRS requires that you keep this receipt on file as proof of your gift's tax-deductibility.

Aside from the IRS-required statement above, we want you to know that we are deeply grateful for your generosity and that your gift was used to further the goals and mission of the project for which it was donated.

In solidarity,

Chuck Kaufman
National Co-Coordinator



November 22, 2011

Mr. Charles F. Moles
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601-6750

Dear Mr. Moles,

Thank you so much for your gift of \$5,000 through the Franklin Philanthropic Foundation received on November 9, 2011 to support the important work of Amnesty International USA. Your generosity is key to securing more victories in the fight for justice, freedom and human dignity.

This gift comes at a particularly critical and historic moment in the global fight for human rights as Amnesty International addresses multiple crises around the world – with a wave of uprisings in the Middle East and North Africa and lesser-known flashpoints boiling over with tension and suffering in places like Nigeria and the Ivory Coast. Every day, citizens are being detained, harassed, beaten, tortured and even executed by their own governments.

Thanks to your support, we are on the ground wherever possible to expose these abuses and mobilizing a vast network of 3 million members worldwide. Your contribution keeps our advocacy efforts – both at the grassroots level and in the halls of power – strong and undeniable so that Amnesty International can expose the truth, apply public pressure and ensure that human rights violators are brought to justice. While we address rapidly evolving situations, Amnesty International continues to be a steadfast lifeline for many prisoners of conscience and targeted communities including women, journalists and peaceful dissidents.

Thank you for shining a light on human rights with your compassionate support and generosity. It will have a significant impact on the lives of millions of people fighting for their dignity and rights around the world.

Sincerely,

Curt Goering
Chief Operating Officer
Acting Executive Director

Per Internal Revenue Service guidelines regarding charitable contributions, we note that Amnesty International USA provided no goods or services in consideration for this contribution. This letter serves as your receipt for tax purposes

BRENNAN
CENTER
FOR JUSTICE

Brennan Center for Justice
at New York University School of Law

161 Avenue of the Americas
12th floor
New York, New York 10013
646.292.8310 Fax 212 463.7308
www.brennancenter.org

November 15, 2011

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

Thank you so much for the Franklin Philanthropic Foundation's generous donation of \$5,000 to the Brennan Center for Justice. With your help, in the coming year, the Brennan Center will work to make our elections more fair and our government more accountable, accessible, and functional.

- In the lead up to 2012, protecting voting rights is a top priority for the Brennan Center. We are orchestrating the national legal strategy to challenge laws, enacted this year, to restrict voter registration and voting. We are lead counsel in the Florida litigation challenging the 158-page omnibus law which created new, ridiculous obstacles to people actively registering fellow citizens to vote. We are also spearheading legal challenges in South Carolina, Texas, and Colorado against attempts to suppress votes.
- Now, more than ever, our efforts to reduce the influence of money in politics are essential. We continue to lead the fight against a wave of legal attacks on reasonable campaign regulations. Our most immediate response is to beat back the central finding of *Citizens United*—that independent expenditures cannot be corrupting. For example, we have advised the state of Vermont, whose law is under attack, how to build a record proving corruption. At the same time, we are working closely with groups like the Sunshine Foundation to urge the Super Committee members to be transparent about their dealings with lobbyists and special interests.

The Franklin Philanthropic Foundation's support makes this work possible. We look forward to keeping you up to date on our work. Thank you again for your support.

Best regards,



Michael Waldman
Executive Director

In accordance with IRS regulations, the Brennan Center for Justice hereby confirms that no goods or services were provided in exchange for your gift. This is your receipt for tax purposes.

Receipt Number: 807-2956. **Date:** 11/9/2011 **Purpose:** General operating support.



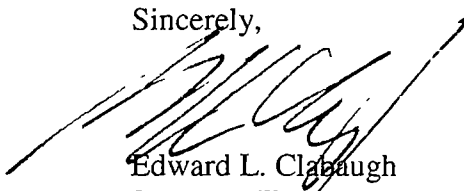
January 19, 2012

Mr. Franklin Moles
Franklin Philanthropic Foundation
180 North Stetson Avenue
Suite 1940
Chicago, Illinois 60601
(312) 819-4060

Dear Mr. Moles:

Thank you for your wonderful contribution of \$3,000 to Burn Design Lab, a 501(c)(3) non-profit corporation. Your generosity supports our work of designing high efficiency, clean-burning wood and charcoal cookstoves that save lives and forests in the developing world. We will keep you updated concerning our efforts and we thank you for your generous gift and ongoing support.

Sincerely,



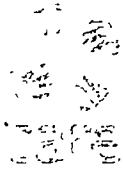
Edward L. Clabaugh
Secretary/Treasurer

This letter may be used as a receipt for your tax records. Our Federal Tax ID No.: 27-4191367

For Your Tax Records:

Amount of Donation	\$3,000	Check <input checked="" type="checkbox"/> Cash <input type="checkbox"/>
Date of Donation	11/9/2011	
Check or Credit Card Number	Ck #247	
Goods or Property Description	N/A	

Fair Mkt Value in Dollars of Goods/Property	N/A
---	-----



CONFIDENTIAL

CARE USA
151 Ellis Street NE
Atlanta, GA 30303 2440
USA
tel 404.681 2552
fax 404.589 2635
www.care.org

December 9, 2011

Franklin Philanthropic Foundation
Mr. Charles F. Moles, Secretary
Suite 1940
180 N Stetson Ave
Chicago, IL 60601-6750 **Acct#: 19042605**

Dear Mr. Moles:

On behalf of the individuals and families with whom CARE works, thank you for your gift in support of CARE's relief efforts worldwide. CARE's mission aims to end poverty and create opportunities through developing capacities for self-help in the world's poorest communities.

The Franklin Philanthropic Foundation's generous gift in the amount of \$3,000.00 was received on 11/18/2011.

At CARE, we keep our sights set firmly on a vision of a world of hope, tolerance and social justice. With the help and commitment of people like you, CARE is working to make that vision a reality. Thank you again for your generosity.

Sincerely,

Helene D. Gayle
President

For your tax records, CARE notes that you received no items of value in return for your donation. Therefore, your contribution is tax deductible to the extent allowed by law. CARE is a non-profit 501(c) organization (tax ID# 13-168-5039).

2011 OFFICIAL CARE GIVING RECORD

2011 Giving Record to CARE

Account Number: 019042605

Date: 01/30/12

CARE Federal ID Number: 13-1685039

Your generosity helped save lives and brought hope to many hurting families this past year. We are very grateful for your support. IRS Circular 230 Notice: You should seek your own legal advice in connection with gift and planning matters. CARE does not provide tax advice. This communication is not intended or written to be used and cannot be used for avoiding penalties. If you have a question about your 2011 contributions, please call 1-800-422-7385. Thank you.

DATE	AMOUNT	DATE	AMOUNT	DATE	AMOUNT
11/18/2011	\$3,000.00				

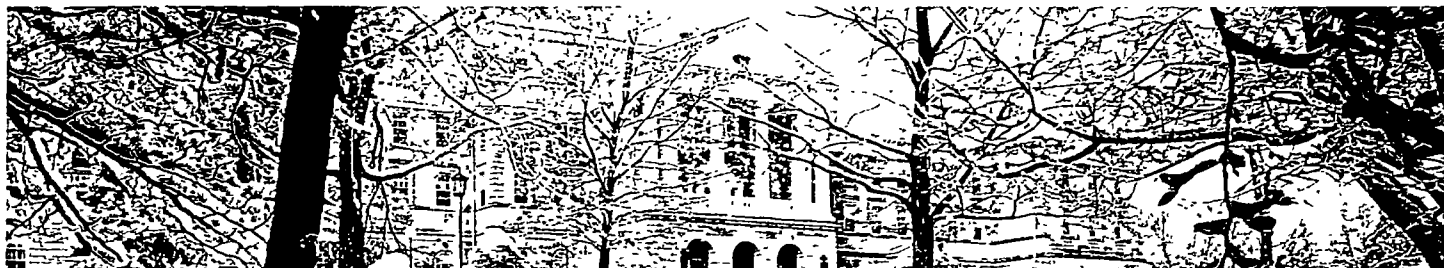
Total 2011 Cash Contributions: \$3,000.00

Gifts of stock and other non-cash contributions are listed on the reverse.

Gifts listed above represent cash contributions received through December 31, 2011, and are tax-deductible to the extent allowed by law. Keep this form as a record of your 2011 giving to CARE. You may use the total gift figure as part of your itemized deductions on Schedule A of your 2011 Individual Federal Income Tax Form 1040. CARE is a non-profit 501(c)(3) organization.

CARE did not provide any goods or services in exchange for these contributions. Donors who have a Gift Annuity, Pooled Income Fund or who have set up a trust with CARE received a tax receipt at the time of their gift and will receive a 1099 or K-1 Form reflecting their 2011 taxable income.





Thank you for your gift.

Franklin Philanthropic Foundation
c/o Charles F. Moles, Secretary
180 North Stetson Avenue Suite 1940
Chicago, IL 60601

Your investment in the University of Wisconsin-Madison will help build a brighter tomorrow. With the help of alumni and friends like you, we are able to make good on the promise of the Wisconsin Idea, the notion that the knowledge and solutions generated at the University benefit the people of Wisconsin, our nation and our world. Your philanthropy will shape a future we cannot yet imagine. Thank you.

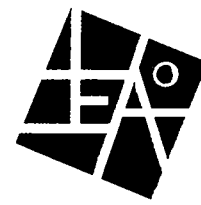
Please retain this receipt for your records

Required IRS Notice: Unless otherwise stated on this receipt, the donor either received no goods and services in exchange for this contribution or the value of any goods and services falls within the definition of "low cost articles" under section 513(h) (2) of the Internal Revenue Code

T000299962 Franklin Philanthropic Foundation
Morris F. Goodman

11/23/11 \$70,000.00 Dictionary of American Regional English
GIFT FROM FRANKLIN PHILANTHROPIC FDTN/ONLY SOFT-CREDITED
DONOR'S NAME IS ANONYMOUS AND CANNOT BE PUBLISHED ANYWHERE
ANONYMOUS GIFT





**Educational
Alliance**

January 19, 2012

Mr. Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

On behalf of the Educational Alliance's staff, Trustees, and most importantly the youth we serve, I would like to thank you and the Franklin Philanthropic Foundation for your generous grant of \$5,000 to our Young Artists Program. This gift will enrich the lives of middle and high school students, providing them with the opportunity to develop artistic skills, cultural competence, self-confidence, and a means for self-expression. Through this program, students are connected with the tools, skills, and mentorships they need to create and succeed, both in and outside the classroom.

Enclosed please find our latest Annual Report, IRS tax exemption letter, and audited financials. Thank you again for continuing to support this vital program for youth, most of whom do not receive arts education in their schools and cannot afford it elsewhere. Should you have any questions or require additional information, please feel free to contact me at (646) 395-4060, or Jennifer Powell, Vice President for Development, at (646) 395-4110.

Sincerely,

Robin Bernstein
President & CEO

Encl.

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Russell E. Makowsky*

President & CEO
Robin Bernstein

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Richard A. Cantor**
Jay M. Furman
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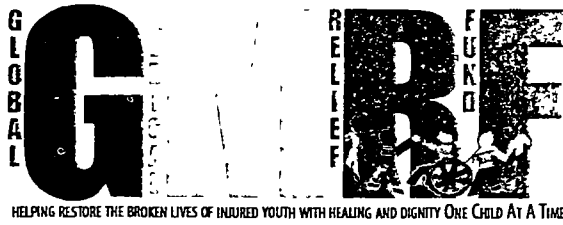
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*Executive Committee
**Past Presidents
***Vice Presidents
*Deceased

In accordance with current tax regulations, we confirm that your gift of \$5,000, received November 15, 2011, is fully tax-deductible, and that no goods or services were exchanged for this donation



94 McClean Avenue | Staten Island, NY 10305
Tel. (718) 448-6984 | Fax: (718) 448-6444

November 15, 2011

Franklin Philanthropic Foundation
C/O Mr. Charles F. Moles, Secretary
180 North Stetson Avenue
Chicago, IL 60601

Dear Mr. Moles,

Words can be spoken and read but they truly do not express my humble gratitude of your generous contribution of \$3,333.00, check no. 200, dated November 7, 2011.

Our next eight month forecast for both follow-up and new children to come will be from: Iraq, Liberia, Kenya, Tibet, Indonesia, and Haiti. Therefore, I am so happy to share with you that thanks to your donation and the generosity of the many people who share my passion for this mission, we now have a new home!

The 150 children I call my kids have become part of my global family. They will now have a home away from home to comfortably stay—with warmth and love—during their time of healing.

Your heartfelt contribution will help us continue our work with the many wounded children from around the world, by making them whole again. Perhaps one day we will live in a world that spares the innocent. Until then, let's continue doing what we can.

For this, please accept my deepest gratitude and my eternal thanks!

Blessings,

Elissa Montanti
Founder and Director

No goods or services were provided by The Global Medical Relief Fund in conjunction or in exchange for this gift. The Global Medical Relief Fund is a non for profit organization (501) (c) (3) under the Internal Revenue Service Code, and gifts to The Global Medical Relief Fund are tax deductible to the extent allowed by law. This letter shall serve as the contemporaneous written acknowledgment required by Internal Revenue Code Section 170 (f). Tax ID No. 13-3987722

One Child at a Time...

Website: www.gmrchildren.org | E-Mail: info@gmrchildren.org



THE FIRST CONGREGATIONAL CHURCH

UNITED CHURCH OF CHRIST

"The Church on the Green"

November 15, 2011

The Rev. Jeffrey D. Braun
Senior Minister

The Rev. Alison G. McCaffrey
Associate Minister

Joseph D'Eugenio
Director of Music

Carol Cyr
Director of Christian Education

Todd Skrzyniarz
Director of Youth Ministry

Leslie Holmes Meyer
Church Administrator

Nancy J. Sewell
Office Assistant

Mr. Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Ave., Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

Thank you very much for the donation from the Franklin Philanthropic Foundation to our Malawi Orphan Project in the amount of \$1,000.00. Your contribution is greatly appreciated by us and especially by the children in Malawi.

Enclosed please find a copy of our previous correspondence dated September 26, 2011 in which we enclosed 1) a copy of our most recent (2010) Financial Statement, and 2) a copy of documentation we have indicating our membership in the United Church of Christ along with a copy of the original letter documenting the 501(c)3 status for churches within the United Church of Christ. The financial information pertains to the church itself.

The purpose of the Malawi Orphan Project is to assist orphans and vulnerable children in the country of Malawi to complete their education to the highest level possible. The project partners with a grassroots Malawi Christian charity named FOCAS (Friends Of Children's Arts Society). Since its inception in 2003, the project has sent more than \$50,000 of assistance to Malawi.

The Malawi mission project is an integrated subcommittee of our Board of Outreach. For your information, below is a summary of the Malawi Team activities during 2010 from the Board of Outreach, which was excerpted from our 2010 Annual Report.

If you have any further questions, please don't hesitate to contact me at the church (203) 272-5323.

Sincerely,

Jay O. Knipe
Assistant Treasurer

lhm

Statement for Tax Purposes:

Check #244 in the amount of \$1,000.00 dated 11-9-11

No goods or services were provided to the donor by the church in connection with any contributions, or their value was insignificant or consisted of intangible religious benefits.



111 Church Drive
Cheshire, CT 06410
Tel: (203) 272-5323
Fax: (203) 271-3938

www.CheshireCongregational.org



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Luisa Weinstein
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Martha Dubensky
Executive Director

GAIT TRC
PO Box 59
Milford, PA 18337
570-409-1140 (phone)
570-409-1078 (fax)
gaitpa@gmail.com (email)
www.gaitpa.org

GAIT's Mission:
To improve the quality
of life of children and
adults with special
needs resulting in a
more independent life
in society.

November 15, 2011

Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601
Attn: Mr. Charles F. Moles, Secretary

Dear Mr. Moles:

We are in receipt of your check for \$10,000, check# 243, dated 11/9/2011 and are truly grateful for your donation.

Per your request, we are sending you GAIT's IRS tax exemption letter, most recent Annual Report and most recent Audited Financial Statements.

Thank you for your continued support!

Sincerely,

Martha S. Dubensky, MS
Executive Director
gaitdirector@gmail.com
570-409-1140

Enclosures



Greater Chicago Food Depository
4100 West Ann Lurie Place, Chicago, Illinois 60632

773-247-FOOD phone
773-247-4232 fax
www.chicagosfoodbank.org

*Providing food for hungry people while
striving to end hunger in our community*

November 19, 2011

Mr. Charles F. Moles
Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

On behalf of the Greater Chicago Food Depository, I would like to extend my sincere thanks to the Franklin Philanthropic Foundation. Your gift of \$5,000 to support our hunger relief efforts will help provide millions of meals to hungry men, women and children in Cook County this year.

Because of your support, the Food Depository will work today and every day to ensure that hungry individuals and families have access to quality, wholesome food. For children, this means a hot meal after school or a bag of groceries for the entire family. For older adults, we focus on nutrition and convenience by providing produce and boxes of nonperishable food. And for anyone that encounters tough choices – such as buying food or paying rent – our 650 member agencies throughout Cook County fill a much needed gap every day.

None of this would be possible without your continued, generous support. For that, I cannot thank you enough. We are honored to be your partner in hunger relief and look forward to working with you in the year ahead.

Enclosed please find copies of our most recent IRS tax-exemption letter, Annual Report, and Audited Financial Statement. Should you have any questions, or if you would like to set up a site visit, please contact Lauren Biedron, Corporate & Foundation Relations Manager, at 773-843-2844.

Sincerely,

A handwritten signature in black ink, appearing to read "Kate R. Maehr".

Kate R. Maehr
Executive Director & CEO

KRM:lb

Many thanks!

In accordance with IRS requirements, this letter confirms that no goods or services were received in exchange for this donation.





The Hamden Education Foundation
Building a brighter future for Hamden's children

December 30, 2011

Charles F. Moles
Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, Illinois 60601

Dear Mr. Moles:

I would like to extend my sincerest appreciation for the generous \$5,000 donation to the Hamden Education Foundation. We thank you for your sustained commitment to the Hamden Education Foundation.

Thank you for helping the Foundation to build a brighter future for Hamden students. Once again, please accept my sincere appreciation for your charitable contribution to support quality education for all children.

Sincerely,

Eileen Carpinella
Corresponding Secretary



HAYSTACK

HAYSTACK MOUNTAIN
SCHOOL OF CRAFTS

December 2, 2011

P O BOX 518
DEER ISLE, ME 04627
207 348 2306
FAX 207 348 2307
haystack@haystack-mtn.org
www.haystack-mtn.org

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Ave Suite 1940
Chicago, IL 60601

Dear Mr. Moles

Thanks for your tax-deductible contribution of \$4,000, which we have allocated to our annual fund. We appreciate your continued and generous support, which helps ensure that we can continue to be a leader in craft education.

As you requested, we are enclosing a copy of our determination letter from the IRS and our most recent audit.

Sincerely,

Stuart Kestenbaum
Director

SK/ch

encl.



HAYSTACK

**Contribution of \$250 or over — no goods or services
returned to donor:**

Franklin Philanthropic Fdn.

This acknowledges receipt of the following described
property from you as a charitable contribution made on:

Nov. 9, 2011

\$ 4,000

Cash gift or other contribution

We have not provided you with any goods or services in
exchange for this contribution. Please keep this receipt
for your records. It is an important document necessary
for any available federal income tax deduction for this
contribution.

Dec. 1, 2011
Date

Candace Haskell
Signature



Serving Hungry and Homeless Long Islanders

211 Fulton Avenue • Hempstead • NY 11550

516 486 8506 • Fax 516 486 8105

www.the-inn.org

November 16, 2011

Mr. Charles F. Moles
Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Ste 1940
Chicago, IL 60601

Dear Mr. Moles:

On behalf of the individuals whom we feed and shelter at The INN, I wish to extend my gratitude to you for your contribution of \$3,000.00. This donation has been forwarded to the North Shore INN. Your support is truly appreciated.

The INN continues to serve families and individuals on Long Island who are homeless and hungry. We provide meals everyday in 19 soup kitchens in Nassau and Suffolk served by volunteers. We also provide housing in our emergency shelters and long-term affordable housing, with support services to families.

Your generous gift comes at a time when there is much that needs to be done to assist the growing number of Long Islanders who are faced with hunger and homelessness.

May your days be filled with joy and warmth with the knowledge that you have enabled The INN and its volunteers to continue to care for all those who come to us for assistance.

Sincerely,

Jean Kelly

Jean Kelly
Executive Director

*Your generosity truly
inspires us! May you
be forever blessed for
your thoughtfulness!*

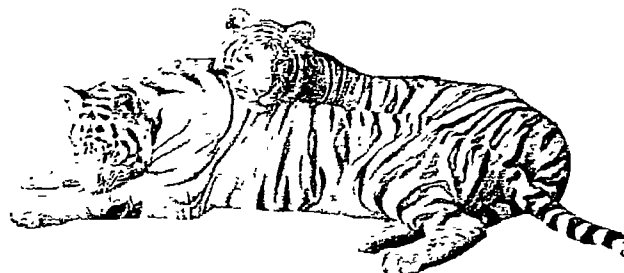
P.S. As per IRS regulations, no goods or services were received in exchange for this donation.

International Exotic Animal Sanctuary
PO Box 637
Boyd, Texas 76023

Donation Receipt

Date
11/14/2011

Donated By
The Franklin Philanthropic Foundation 180 North Stetson Ave Suite 1940 Chicago, IL 60601



Check No.	Payment Method
238	Check

Item	Description	Amount
Grant	Grant Donation <div>Thank You for caring. Your generosity makes what we do possible.</div>	10,334.00
Total		\$10,334.00

For tax purposes: This receipt is an official receipt for your donation to the International Exotic Animal Sanctuary. No goods or services were received in return for this gift.

Phone #	Fax #	E-mail	Web Site
940-433-5091	940-433-5092	iefsinc@aol.com	www.bigcat.org

International Exotic Animal Sanctuary
PO Box 637
Boyd, Texas 76023

Donation Receipt

Date

11/14/2011

Donated By

The Franklin Philanthropic Foundation
180 North Stetson Ave
Suite 1940
Chicago, IL 60601



Check No.

Payment Method

253

Check

Item	Description	Amount
Grant	Grant proceeds	3,000.00
Thank You for caring. Your generosity makes what we do possible.		
Total		\$3,000.00

For tax purposes: This receipt is an official receipt for your donation to the International Exotic Animal Sanctuary. No goods or services were received in return for this gift.

Phone #	Fax #	E-mail	Web Site
940-433-5091	940-433-5092	icfsinc@aol.com	www.bigcat.org



Lucy Mackenzie HUMANE SOCIETY

4832 Route 44
PO Box 702
Brownsville, Vermont
05037

802.484.LUCY(5829)
LucyMac.org

January 19, 2012

The Franklin Philanthropic Foundation
180 North Stetson Ave, Suite 1940
Chicago, IL 60601

Dear Charles,

Thank you for your generous gift of \$5000.00 to Lucy Mackenzie Humane Society. Your contribution will directly support the dogs and cats at the shelter while they await adoption in 2012.

Thanks to you this year more than 300 dogs and cats will be given the loving care they deserve- *a warm bed, a dependable meal, and veterinary care.*

Because of you we will continue to offer Lucy Mac Summer Camp for children and on-going Training Classes for dogs. *Education is the key to breaking the cycle of animal neglect and surrender.*

Your generosity will allow the shelter animals to enter local schools with our Community Outreach Program, and to visit the elderly in area nursing homes and inmates at the Department of Corrections facilities. *We are dedicated to serving our community by helping to enhance the bond between people and animals.*

We are so grateful for the investment you have made in Lucy Mackenzie Humane Society. We are one of the oldest, continuously operating no-kill shelter in the country. Since we receive no state or federal funds, we rely on you, our community!

Please visit Lucy Mac this year – tour the shelter, meet our wonderful staff, play with the animals and see your contribution hard at work.

We are so very grateful for your support. Thank you!

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Jackie Stanley

Shelter Manager

Jeanne Matos
President, Board of Trustees

Heidi Edmunds
Executive Director

LMHS is a 501C3 Non-Profit Corporation. No goods or services were received in exchange for this donation.
Please retain this acknowledgement for your records.



November 15, 2011

Franklin Philanthropic Foundation
180 North Stetson Ave, Suite 1940
Chicago, Illinois 60601

Dear Franklin Philanthropic Foundation:

Thank you for your generous donation to MAG America. Your tax-deductible gift of \$1,000 on 11/14/2011 ensures that MAG will continue to save lives in areas contaminated by landmines and unexploded ordnance.

Your tremendous support has an instant and important impact in the fight to help those affected by remnants of conflict. For example, gifts of \$500 or more can help us clear land to build a hospital, create a safe space for a small vegetable garden, or provide Mine Risk Education information to at-risk communities. MAG is often the first step in development and recovery. Without our clearance efforts, these people would be unable to regain access to land needed for safe travel, farmland, irrigation, and economic development.

Individual giving is the backbone of MAG's ability to reach more victims and move into more conflict-affected countries. Without your generosity, we would not be serving in Libya, Lebanon, Sri Lanka, or many other communities where our help is desperately needed.

Visit our website at www.maginternational.org/usa to read stories about MAG's work, make a donation, and stay updated on the latest projects you help fund. Thanks again for your contribution! Everyone here at MAG America truly values your support.

Sincerely,

Jennifer Lachman
Executive Director

MAG America is a registered 501(c)3 tax-exempt non-profit organization and your \$1,000 2011 year-to-date total is applicable for IRS tax credit. Our tax-exempt number is 52-2302253.

MAG America
1750 K Street NW, Suite 350
Washington, DC 20006
T: 202.293.1904 F: 202.293.0099
info.usa@maginternational.org

www.maginternational.org/usa

saves lives builds futures

MAG is co-laureate of the 1997 Nobel Peace Prize

MAG America is a nonprofit 501(c)(3) organization
(EIN/tax ID number. 52-2302253)

**NATIONAL
TRUST
FOR
HISTORIC
PRESERVATION[®]**

Stephanie K. Meeks
PRESIDENT

December 15, 2011

Mr. Charles F. Moles
Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue
Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

Thank you for the \$5,000 grant from the Franklin Philanthropic Foundation. Your generosity helps ensure the National Trust for Historic Preservation will make even greater strides in saving America's treasured places.

As I shared with you in September, a key component of our new strategic direction is the creation of a revolving portfolio of 100 one-of-a-kind places where our focused involvement will make a real and lasting difference. With this bold new approach, teams including legal, marketing, and fundraising experts will work alongside field staff to save nationally-significant places. Your support will make this work possible, enabling the Trust to focus its talent in a way that increases its impact exponentially.

Over the next several years, we will give priority to places nationwide where the threat is very real, the goal is challenging but attainable, and the potential loss is simply unimaginable. We will select sites where the Trust brings a unique voice and skill-set, and where the special place might be lost forever without our intervention. We look forward to keeping you informed about our progress in the months to come.

Your support is vital to advancing our work to promote the power of place to create vibrant, sustainable communities. Best wishes for a joyful holiday season.

**NATIONAL TRUST FOR
HISTORIC PRESERVATION[®]**

OFFICIAL RECEIPT

Thank you for your generous support of the National Trust for Historic Preservation.

Franklin Philanthropic Foundation
180 North Stetson Avenue
Suite 1940
Chicago, IL 60601

No goods or services as defined by the Internal Revenue Service have been provided in consideration of this gift.

AMOUNT
RECEIVED

DATE \$5,000
RECEIVED

11/14/2011



NEIGHBORHOOD STUDIOS

OF FAIRFIELD COUNTY

formerly the Music and Arts Center for Humanity (MACH)

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James F. Tomchik
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Dorothy N. Freedman
Secretary

December 2, 2011

Mr. Charles Moles

Secretary

Franklin Philanthropic Foundation
180 North Stetson Avenue Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

On behalf of the students and the Board of Directors at the Neighborhood Studios of Fairfield County, I wish to thank you and the Franklin Philanthropic Foundation for your support of NSFC's programs. The Foundation's donation of \$1000.00 will play an important role in helping the center provide exposure and education in the arts to people of Fairfield County who are not in a position to afford these life-enriching experiences on their own. Your gift is deeply appreciated. It should be noted that NSFC provided neither goods nor services in exchange for this gift.

The mission of the Neighborhood Studios of Fairfield County is to enrich the lives of children and adults with special needs and to offer programs and services to under-served youth from the Bridgeport area that might otherwise have little exposure to the arts.

Your gift reaffirms the importance of art education for all people, no matter what their personal circumstances and allows them to expand their horizons and to greatly increase the quality of their lives.

Thank you again for your support of the Neighborhood Studios.

Best Regards,

Don Rainone, Ph.D.
Executive Director/CEO



OPERATION
HOPE

December 22, 2011

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Rev Paul Whitmore
Laura Wilbur
Toni Zeleny

Mr. Charles Moles
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

Thank you for your recent donation of \$4000.00, made on November 7, 2011. We fully understand that times are difficult for everyone, and are extremely grateful for your help in keeping our doors open and quality services running. Your support means so much to us, and to those we serve who need our help more than ever.

It has been a challenging year for fundraisers across the country, and we are constantly aware of how fortunate we are to call Fairfield our home. The support we receive from our community continues to humble us and remind us that hope is all around us. You, our donors, our volunteers, our advocates, are our hope. Everyday here at Operation Hope, we have the privilege to witness new friends and old friends giving in whatever capacity they are able.

Thank you once again for your vital contribution. I invite you to contact me with any questions about Operation Hope. Thank you for your compassion and for sharing our vision.

Sincerely,

Carla Miklos, M.S. CED
Executive Director

In accordance with IRS guidelines, please note that no goods or services were provided in consideration for your contribution. Your gift is tax deductible to the fullest extent allowable by law.

P.S. To find out if your company offers a matching gift program, please contact your Human Resources department! It is a very easy way to double your gift to Operation Hope.



December 7, 2011

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Ave., Suite 1940
Chicago, IL 60601

Dear Charles,

Thank you for your support of Rocky Mountain Institute's innovative work. Your generous gift of \$5,000.00 to Rocky Mountain Institute was received on November 15, 2011. Your gift is instrumental in our efforts to achieve our mission to drive the efficient and restorative use of resources. Though the barriers to change are steep and the systems in which we work are complicated, there are many exciting things happening that could have exponential results.

Energy-related economic, security, and environmental threats are intensifying the national conversation about how to regain energy leadership and competitiveness, restore jobs and prosperity, and build a secure and climate-safe energy system. Yet America lacks a comprehensive vision of how a market economy can achieve these transformational goals.

RMI provides that vision, and is now building its detailed roadmap, which we call *Reinventing Fire*™. This strategy will bring together RMI's 30 years of innovation and engage the world in our most ambitious and important work yet—using whole-system thinking and integrative design to move the U.S. off fossil fuels by 2050, led by business for profit.

We are engaging powerful partners across four key sectors—transportation, buildings, industrial design and electricity—to understand and vault the barriers to shifting from fossil fuels to efficiency and renewables. Although that transition will take decades to complete, and not all its details can be fully foreseen, big gains can start now. For more information on *Reinventing Fire*, visit the RMI web site at www.rmi.org.

Without your support, this “hands on” approach to change would not have the reach required to take it to scale and make our shared vision for the future a reality. Thank you for joining us on this journey to help drive the world's transition from coal and oil to efficiency and renewables, creating a world without fossil fuels—a world thriving, verdant, and secure for all, for ever.

With gratitude,

Richard A. Larson
Vice President of Development

P.S. Your gift is fully tax-deductible. RMI provided no goods or services in consideration, in whole or in part for any property contributed. RMI's Tax ID number is 74-2244146.

As requested, we have enclosed a copy of our IRS tax-exemption letter, an Annual Report and our most recent Audited Financial Statements.



Franklin Philanthropic Foundation
c/o John A. Shea
222 W Adams St
Chicago, IL 60606-5312

Total of contributions below:
\$1,000.00

Total deductible portion:
\$1,000.00

Thank you!

Fund and Allocation Amount(s)

Madagascar Ankizy Fund — in support of Stony Brook's educational and healthcare endeavors to benefit the children of Madagascar
\$1,000.00

The Stony Brook Foundation provided no goods and services in exchange for this donation made using check #235 Gift processing date: 11/22/2011

Thank you for your donation(s) to the Stony Brook Foundation.

Thank you for donating to the Stony Brook Foundation last year. For your convenience, here is a summary of the tax deductible portion (i.e., no goods or services) of your calendar year giving for tax purposes.

In 2011, you gave a total tax-deductible amount of \$1,000.00 to the fund(s) listed at right:

Amount
\$1,000.00

Fund
Madagascar Ankizy Fund

1550*****MIXED AADC 117
Franklin Philanthropic Foundation
C/O John A. Shea
222 W Adams St
Chicago IL 60606-5312

...professionals to provide life-saving care and compassionate support to patients ranging from premature infants to children with cancer to those facing the challenges of Alzheimer's. Gifts to the Foundation help to improve the quality of life for our former

Dexter Bailey
Executive Director
Stony Brook Foundation

SFJ
SURVIVORS FOR JUSTICE
Post Office Box 100311
Brooklyn, New York 11210
info@sfjny.org
www.sfjny.org

November 17, 2011

Charles F. Moles
Franklin Philanthropic Foundation
180 North Stetson Avenue
Suite 1940
Chicago, IL 60601
e-mail: cfm@ashcraftandashcraft.com

Dear Mr. Moles,

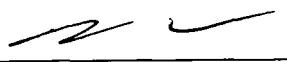
We gratefully acknowledge receipt of your check in the amount of \$2,000 to support the work of Survivors for Justice.

Your generosity will help Survivors for Justice with its mission of advocating on behalf of victims of unreported childhood sexual abuse within the Orthodox Jewish community and to provide education on this and all child safety issues.

We appreciate your request for annual reports and audited financial statements. SFJ is a small organization with a small budget and the cost associated with producing these reports are prohibitive. In lieu of these reports SFJ offers to open its books to any donor who wishes to review them. Please e-mail me at bh@sfjny.org and let me know what information you'd like to review and we'll provide it to you.

Again, thank you for your understanding and commitment to bringing this spirit of change to a community in need.

Sincerely,

By: 
Ben Hirsch, President

Survivors for Justice is a 501(c)(3) nonprofit organization and acknowledges that no goods or services were provided to you in return for your contribution. This letter is your receipt and should be kept with your tax credit records. The charitable deduction may be disallowed if you are unable to provide this acknowledgment to the Internal Revenue Service upon request.



SSBx
SUSTAINABLE SOUTH BRONX

January 18, 2012

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Ave., Suite 1940
Chicago, IL 60601

Dear Mr. Moles,

Thank you so much for the generous contribution to Sustainable South Bronx that we received from the Franklin Philanthropic Foundation. This contribution will enable us to strengthen our innovative green job training program, develop our SmartRoofs green roof company, and promote environmental justice in the South Bronx.

As 2012 begins, we are looking forward to a very exciting and productive year – and to keeping you up-to-date on our progress. We thank you once again for your generous support of our mission and our work.

Sincerely,

Michael Brotchner
Interim Executive Director

Your donation of \$4,000 on November 7, 2011, is acknowledged. No goods or services were provided by this organization in connection with the donation.

1231 Lafayette Avenue, 4th Floor
Bronx, NY 10474 www.ssbx.org

One day, all children in this nation will have the opportunity to attain an excellent education

TEACHFORAMERICA

November 18, 2011

Franklin Philanthropic Foundation
c/o Ashcraft & Ashcraft, Ltd.
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

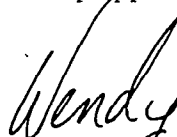
To Whom It May Concern:

Thank you so much for your contribution of \$1000.00 received by Teach For America on November 15, 2011. Your gift, when combined with those of many others, allows us to build an ever-expanding force of leaders who work with purpose and urgency to ensure educational opportunity for all.

For the past 20 years, Teach For America has fielded a corps of our most talented recent college graduates – individuals of many academic majors and ultimate career interests – who commit two years to teach in urban and rural public schools and become lifelong leaders in pursuit of educational excellence and equity. Today, we provide more than 8,200 committed teachers for public schools in 39 urban and rural regions, influencing the academic and life trajectories for more than 500,000 children. At the same time, there are more than 28,000 Teach For America alumni, almost all of whom have extended their commitment in some way, with more than sixty percent working full-time in education as teachers, school leaders, district leaders, and reformers, and others working to influence change through policy and law and even from other sectors such as journalism, business, and medicine. Collectively, these alumni form an unparalleled pipeline of talent and leadership for education reform.

Thank you again for your support. Your contribution makes it possible for Teach For America to continue placing outstanding leaders in schools and communities where they can be an influential force for change. We are very grateful for your partnership and your commitment to our mission.

With deep appreciation,



Wendy Kopp
CEO & Founder

Please retain this letter for tax purposes as official acknowledgement of your contribution. Teach For America affirms that neither goods nor services were provided in exchange for this gift.



AN AMERICORPS PROGRAM

TWICE BLESSED INC

POB 1094
716 Rte 100N
Wilmington, VT 05363
802 464 7500

November 30, 2011

Franklin Philanthropic foundation
180 North Stetson Avenue
Suite 1940
Chicago, Illinois 60601

Attention: Charles Moles


First, both, Twice Blessed and Deerfield Valley Human Web would like to offer our sincere gratitude for your generosity. Although this valley suffered devastating damage to our homes and businesses, contribution such as yours are aiding in the rebuilding of our properties, relocating families and replenishing our strong spirits. We are a testament to miracles happening through the grace of others.

By accepting this check, our organization certifies to the Franklin Philanthropic Foundation that (1) no tangible benefit, goods, or services have been received by any donor or advisor connected with the Fund, their family members, or any entities controlled by aforesaid persons and (2) this donation will not be used by our organization to satisfy payment of any pledge or other personal financial obligation on behalf of any advisors.

Again thank you and to the Goodman family for apply on our behalf and granting us these funds for the purpose of Flood Relief incurred by Tropical Storm Irene August 28, 2011

Gratefully yours,

Mary Jane Q. Finnegan


President/Treasurer
Twice Blessed Inc

11/30/11

Cc: Julie Lineburger/Deerfield Valley Human web

FRANKLIN PHILANTHROPIC FOUNDATION
180 NORTH STETSON AVENUE
SUITE 1940
CHICAGO, ILLINOIS 60601
(312) 819-4060

November 7, 2011



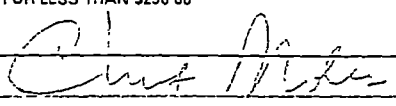
Ms. Mary Jane Q. Finnegan, President
Twice Blessed, Inc.
P.O. Box 1094
716 Rte. 100 N.
Wilmington, VT 05263

Dear Ms. Finnegan:

The Board of Directors of the Franklin Philanthropic Foundation approved a donation to the Twice Blessed, Inc. in the amount of \$5,000.00 and our check in that amount is enclosed. It is our intent that the donation be used to aid local businesses which have been disrupted as a result of Hurricane Irene. Please send copies of your most recent IRS tax-exemption letter, your most recent Annual Report and your most recent Audited Financial Statements. Failure to send the requested material (or a reasonable explanation for its absence) will preclude your organization from being considered for future donations. Those documents and your acknowledgment letter in a form acceptable to the Internal Revenue Service should be sent to:

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Please call or write if you have questions about this donation or the request for

FRANKLIN PHILANTHROPIC FDN C/O JOHN A SHEA 222 W ADAMS STREET CHICAGO, IL 60606-5312		WILLIAM BLAIR & COMPANY CASH MANAGEMENT SERVICE	197
		Date <u>11-7-11</u>	5-2/110
Pay to the order of	<u>Twice Blessed, Inc.</u>	\$ <u>5,000.00</u>	
	<u>Five Thousand and no/100s</u>		Dollars 
 State Street State Street Bank and Trust Company Boston, Massachusetts 02101		NOT VALID FOR LESS THAN \$250.00	
For			



**Donations for Emergency Funds
Deerfield River Valley Human Web**

Please follow us @ www.DRVHumanWeb.org

Name for Public Acknowledgment: Franklin Philanthropic Foundation
(Name to be published, ex. your name, organization name, anonymous)

Name: _____

Address: 180 N. Stetson Avenue #1940 Chicago IL 60601

Amount Donated: \$5,000

Special Instructions: via Twice Blessed Check #1019

Michael Goodman Family

Please Make Checks Payable to "**DRV Human Web**".
(under the umbrella of 501(c)(3) Twice Blessed: 03-0362869)

Thank you

Check # / Cash: Twice Blessed Check #1019

Received by: Julie Smiley

Date: 5 December 2011

Deerfield River Valley Human Web

These funds will be used to help affected families along the Deerfield River path. People are able to apply for grants from this fund to help displaced renters, people who have lost work and jobs because of the flooding, lost furniture, etc in the towns of Wardsboro, Dover, Wilmington, Halifax, Whitingham, Searsburg, Marlboro, and Readsboro. Checks made out to "DRV Human Web" can be sent to the fund at 14 Castle Hill Road, Wilmington, VT 05363.

FRANKLIN PHILANTHROPIC FOUNDATION
180 NORTH STETSON AVENUE
SUITE 1940
CHICAGO, ILLINOIS 60601
(312) 819-4060

November 7, 2011



Ms. Mary Jane Q. Finnegan, President
Twice Blessed, Inc.
P.O. Box 1094
716 Rte. 100 N.
Wilmington, VT 05263

Dear Ms. Finnegan:

The Board of Directors of the Franklin Philanthropic Foundation approved a donation to the Deerfield Family Human Web of \$5,000.00 and our check in that amount made payable to Twice Blessed, Inc. in its capacity as fiscal agent for the Deerfield Family Human Web is enclosed. Please send copies of your most recent IRS tax-exemption letter, your most recent Annual Report and your most recent Audited Financial Statements. Failure to send the requested material (or a reasonable explanation for its absence) will preclude your organization from being considered for future donations. Those documents and your acknowledgment letter in a form acceptable to the Internal Revenue Service should be sent to:

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Please call or write if you have questions about this donation or the request for

FRANKLIN PHILANTHROPIC FDN C/O JOHN A SHEA 222 W ADAMS STREET CHICAGO, IL 60606-5312		WILLIAM BLAIR & COMPANY CASH MANAGEMENT SERVICE		196
		Date <u>11-7-11</u>		5-2/110
Pay to the order of <u>Twice Blessed Inc.</u>		\$ <u>5000.00</u>		
<u>Five Thousand and no/100s</u>				Dollars 
 State Street Bank and Trust Company Boston, Massachusetts 02101		NOT VALID FOR LESS THAN \$250.00		
For <u>Deerfield Family Human Web</u>		<u>Chris Moles</u>		

THE NEWBERRY LIBRARY

60 WEST WALTON STREET
CHICAGO, IL 60610

(312) 943-9090
WWW.NEWBERRY.ORG

November 18, 2011

Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 N. Stetson Ave
Suite 1940
Chicago, IL 60601

Dear Mr. Moles:

I wish to extend my sincere gratitude for your gift of \$2,000 to the Newberry Library from the Franklin Philanthropic Foundation.

The Newberry is characterized not only by its unparalleled collection of books and manuscripts but also by its public service and leadership education. The Library offers a vast array of exhibits, lectures, seminars, and concerts related to the collections. Today, the Newberry serves more than 100,000 visitors annually, and a growing number of on-line users, including scholars, teachers, students and members of the general public with an interest in the humanities.

We deeply appreciate your generosity. Your faithful support is vital to keeping the Newberry an important and unique institution that is accessible to life-long learners in our own community and around the world. Thank you.

Sincerely,



Michelle Miller Burns
Vice President for Development
(312) 255-3560

In accordance with IRS requirements, this letter serves as your official gift receipt for tax purposes. Gifts to the Newberry Library are tax deductible to the extent provided by law. No goods and/or services have been provided to the donor by the Newberry Library in consideration of this gift.



Union of Concerned Scientists

Citizens and Scientists for Environmental Solutions

November 21, 2011

Ms. Charles F. Moles, Secretary
Franklin Philanthropic Foundation
180 North Stetson Avenue, Suite 1940
Chicago, IL 60601

Dear Mr. Moles:


Thank you for the generous donation of \$10,000 to the Union of Concerned Scientists which we received on November 14, 2011 from the Franklin Philanthropic Foundation. We are grateful to have the Foundation's support, which provides UCS with the resources to achieve real change – now, and for generations to come.

For over 40 years, the partnership of leadership supporters like Ms. Goodman and Mr. Cubells has allowed UCS to make critical progress on the issues of the day. Decision makers, the public and the media turn to UCS for the science-based information they need across a range of critical issues. In the coming year, we will continue to implement the aggressive agenda we've set for ourselves in our five-year strategic plan. Through a coordinated set of activities at the national, regional, and state levels, we will seek to increase our nation's use of clean, renewable energy to drive down U.S. global warming emissions, expose and challenge corporate influence over government science, watchdog nuclear power plants, and reduce the number of nuclear weapons in the world.

If you have any questions or comments about our work, please do not hesitate to contact Corinne Dunster, Development Officer, at 617-301-8040 or by email at cdunster@ucsusa.org.

Thank you for your strong vote of confidence and for the trust you place in UCS's unique ability to bring the power of independent science to bear on some of the most pressing issues of the day, and for sharing our commitment to creating a safer and healthier world.

Sincerely,


Kevin Knobloch
President

*I am so grateful for the trust
you place in UCS.*

P.S. Neither you nor the foundation has received any goods or services as a result of this contribution. Please keep a copy of this letter as a receipt for tax purposes.



Vermont Institute of Natural Science

6565 Woodstock Road | P.O. Box 1281 | Quechee, VT 05059 | ph 802.359.5000 | fax 802.359.5001 | www.vinsweb.org

November 18, 2011

Charles Moles
Franklin Philanthropic Foundation
180 North Stetson Ave
Suite 1940
Chicago, IL 60601

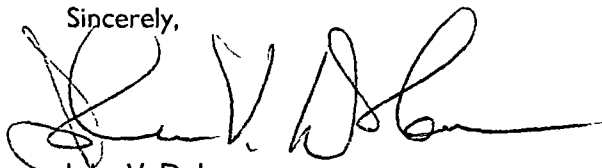
Dear Mr. Moles:

On November 14, 2011, we received \$5,000.00 from the Franklin Philanthropic Foundation on behalf of Debrah Goodman to the Vermont Institute of Natural Science (VINS). The support of the foundation enables us to continue to engage and instill in people a desire to care for the wildlife and diverse natural habitats they encounter in their daily lives.

Over the last 40 years, VINS has been a leader in environmental education and wildlife conservation and care. Students, educators, families, and communities have turned to VINS as a source of information and inspiration.

Enclosed please find our most recent IRS tax-exemption letter, our most recent Annual Report and our most recent Audited Financial Statements. If you have any questions or comments please contact Hannah Meyer, Development Coordinator, by email at hmeyer@vinsweb.org or by calling 802.359.5001 ext. 246.

Sincerely,




John V. Dolan
President

P.S. Please visit us online at www.vinsweb.org and www.vtnature.blogspot.com.

This letter serves as your tax receipt. VINS is a 501(c)(3) organization. Your contribution is tax-deductible to the full extent permitted by law.

*Charlie,
Good to talk to you,
and thanks for your support.*



Yale University

*Yale School of Public Health
P.O. Box 208034
60 College St.
New Haven, Connecticut 06520-8034*

William Casey King
Yale Center for Analytical Sciences
Yale University
300 George Street Suite 555
New Haven, CT 06510
Telephone: 203-737-5946

January 27th, 2012

Charlie Moles
Ashcraft & Ashcraft, Ltd.
180 North Stetson Avenue, Suite 1940
Chicago, Illinois 60601
Telephone: (312) 819-4060

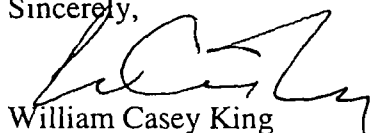
Dear Mr. Moles,

Thank you for your generous support of the Young Scholars Program.

Your gift of \$3000.00 will further the mission of Yale Center for Analytical Sciences to educate and inspire New Haven students through exposure to scientific research and statistics. This program has already made a difference for 12 students. Your gift through the Franklin Philanthropic Foundation will facilitate the continued growth of this project in reaching new students, exposing them to areas of research many of them did not know existed.

Thank you again for the gift. We are truly grateful for your support.

Sincerely,



William Casey King
Executive Director
Yale Center for Analytical Sciences



THE SIERRA CLUB FOUNDATION

85 SECOND STREET, SUITE 750 SAN FRANCISCO, CA 94105-3441
TELEPHONE: 415.995.1780 FAX: 415.995.1791 WWW.TSCF.ORG

Franklin Philanthropic Fdn
180 N Stetson Ave Ste 1940
Chicago, IL 60601-6750

November 30, 2011

Dear Franklin Philanthropic Fdn,

I want to thank you for supporting The Sierra Club Foundation—from the tallest Redwood to the tiniest grizzly cub—your generous contribution of \$3,000.00 for The Sierra Club Foundation helps protect our national heritage.

Your generous support of the education and conservation projects funded by The Sierra Club Foundation will help us fight global warming and protect our nation's natural treasures. Our highest long-term priority is the Climate Recovery Partnership, a comprehensive project that aims to cut carbon emissions 80 percent by 2050, reduce our dependence on foreign oil, create a clean-energy economy, and protect our communities and country from the consequences of global warming.

To hear more about nature's victories and to read our annual report, visit www.sierraclub.org/foundation. If you have any additional questions or comments, please contact Ann Pinkerton in Member Services at (415)977-5616 or ann.pinkerton@sierraclub.org.

Please continue to explore, enjoy and protect the planet. Thank you for your generosity and confidence in our work.

Sincerely,

Peter Martin
Executive Director



"...one of the most
productive charities—
dollar for deed—
in the world."
—*The New York Times*

November 22, 2011

Franklin Philanthropic Foundation
180 N Stetson Ave Ste 1940
Chicago, IL 60601-6750

Dear Smile Train Supporter,

I'm writing to thank you for your recent donation and to welcome you to Smile Train's Premier Circle!

Our mission to help children with clefts has resonated with many supporters, but only a few individuals – like you – have provided such a generous level of support. Thank you so very much on behalf of every child who is hoping for a second chance at life.

As a member of our Premier Circle, you can look forward to receiving personal correspondence and updates (many from our partners around the world) on how we're using your support to give children new smiles and new lives. Look in your mailbox in a few months-I'll be sending you a photo of a child helped by your generosity so you can see the "Smile Train miracle" for yourself.

Many of the children we help have suffered many years, but then a simple surgery changes their lives forever. Seeing a child smile for the first time is an unforgettable experience. If you ever have the opportunity to travel to one of the many countries where Smile Train works, we'd be delighted to arrange a visit to one of our partner-hospitals so you can experience this life-changing event for yourself.

From our small staff here at Smile Train – and the 100,000+ children we hope to help this year – many thanks for your generosity.

All the best,

Priscilla Ma
Executive Director

P.S. I've enclosed a DVD of Smile Train's Oscar®-winning documentary, *Smile Pinki*. Pop it in your DVD player at home, and you'll meet Pinki and see the difference you're making in the lives of poor children born with clefts. I know it will put a smile on your face!

Smile Train is a non-profit 501(c)(3) organization (tax ID# 13-3661416) and per IRS guidelines we affirm that no goods or services were provided in exchange for your gift of \$3,333.00 received on 11/16/2011, making it tax deductible to the full extent allowed by law.



Envisioning a world where women and children are safe from slavery

January 23, 2012

Franklin Philanthropic Foundation
Attn: Charles Moles
222 W. Adams Street
Chicago, IL 60606

Dear Franklin Philanthropic Foundation,

On behalf of the staff and Board of Directors of Somaly Mam Foundation, we thank you for your continued and generous support of this organization. Please use this document as a tax receipt for your donation(s), as described below.

If you have questions about this receipt, please contact us at (646) 746-6580.

Sincerely,

Rigmor Schneider
Interim Executive Director

Donation Amount: \$2,000.00

Donation Date: 12/5/2011

*Somaly Mam Foundation is a 501(c)3 nonprofit organization, Federal Tax ID# 26-0392207
No goods or services were received in consideration of this gift.*

FRANKLIN PHILANTHROPIC FOUNDATION

E.I.N. 36-3668125

JANUARY 1, 2011 - DECEMBER 31, 2011
SCHEDULE OF INFORMATION FOR FORM 990-PF

PART I - LINE 16(a)

Legal Fees:

Ashcraft & Ashcraft, Ltd.

for preparation of State and Federal

Compliance Returns and Corporate Matters

\$ 20,530.52

PART I - LINE 16(c)

Other Professional Fees:

William Blair & Co.

Investment Counsel

40,143.02

PART I - LINE 18

United States Treasury - 2010 Excise Tax Refund

-2,875.00

PART I - LINE 23

Filing Fees - Annual Report and Illinois

25.00

Annual/Special Meeting - Board of Directors

15,088.33

Insurance

750.00

Association Fees

1,190.00

17,053.33

PART VII B - LINE 1(a)(4)

During 2011, the Foundation paid \$40,143.02 to

William Blair & Co., for investment counseling.

John A. Shea, a Director and the Treasurer of the

Foundation, is an employee of William Blair & Co.

The payment is specifically excepted from the

prohibition of self-dealing by Regulation

§53.4941(d)(3)(c) - Example No. 2

During 2011, the Foundation paid \$20,530.52 to

Ashcraft & Ashcraft, Ltd. for legal services.

Charles F. Moles is a principal of Ashcraft &

Ashcraft, Ltd. and is a Director and Secretary

of the Foundation. The payment is specifically

excepted from the prohibition of self-dealing by

Regulation §53.4941(d)(3)(c) - Example No. 1

PART II - BALANCE SHEETS

CURRENT ASSETS	SECURITY	TOTAL COST
CASH	CASH BALANCE	182 50
MONEY MARKET FUNDS	FEDERATED MONEY MRKT OBLIG TR PRIME MGMT O	40,876 78
		41,059 28
FIXED ASSETS		
US TREASURY SECURITIES	FEDERAL HOME LOAN BANK	500,367 00
	1 500% Due 01-16-13	
	FEDERAL HOME LOAN BANK	90,348 84
	1 625% Due 03-20-13	
	FEDERAL HOME LOAN MTG CORP	369,350 80
	1.720% Due 04-11-13	
	FEDERAL NATIONAL MTG ASSN	180,750 60
	1 125% Due 06-27-14	
		1,140,817 24
COMMON STOCK		
	AFFILIATED MANAGERS GROUP INC	61,717 50
	ALLIANCE DATA SYSTEM CORP	58,505 99
	APACHE CORP	57,524 15
	APPLE INC	58,424 19
	BED BATH & BEYOND INC	58,331 64
	BODY CENTRAL CORP	60,741 89
	COACH INC	48,501 92
	CONCUR TECHNOLOGIES INC	27,971 94
	DICE HLDGS INC	91,197 30
	DISCOVER FINANCIAL SERVICES	59,416 17
	ECOLAB INC	58,300 68
	EMC CORP-MASS	58,414 86
	EOG RES INC	58,130 78
	EXPRESS SCRIPTS INC COMMON	103,539 49
	FASTENAL CO	37,742 77
	GENTEX CORP	57,442 15
	GLOBAL PAYMENTS INC	58,481 94
	HARLEY DAVIDSON INC	60,261 12
	HFF INC CL A	59,886 27
	HMS HOLDINGS CORP	55,556 21
	INTERCONTINENTALEXCHANGE INC	58,883 50
	INTUITIVE SURGICAL INC NEW	81,918 57
	IPC THE HOSPITALIST CO INC	62,730 01
	IRON MOUNTAIN INC	33,434 56
	J2 GLOBAL INC	29,167 77
	K12 INC	40,977 58
	OCCIDENTAL PETE CORP	57,990 90
	PORTFOLIO RECOVERY ASSOCIATES INC	55,108 80
	PRAXAIR INC	59,039 43
	PRECISION CASTPARTS CORP	58,416 13
	SALESFORCE COM INC	26,373 26
	TRACTOR SUPPLY CO	59,388 96
	ULTA SALON COSMETICS & FRAGRANCE INC	60,361 33
	ULTIMATE SOFTWARE GROUP INC	57,698 55
	VALMONT INDUSTRIES INC	63,061 49
	VALUECLICK INC	91,332 10
	VISA INC CL A COMMON STOCK	96,303 18
		2,182,275 09
FOREIGN STOCK, FUNDS AND UNITS	SCHLUMBERGER LTO	56,951 18
		56,951 18
TOTAL PORTFOLIO		3,421,102 79

FRANKLIN PHILANTHROPIC FOUNDATION

E.I.N. 36-3668125

JANUARY 1, 2011 - DECEMBER 31, 2011

SCHEDULE OF INFORMATION FOR FORM 990-PF

PART X - LINE 1(a), 1(b) and 1(d)

2011 Cash / Security Balances

Date	Cash	Securities	Total
1/27/2011	202,652.30	4,032,404.97	4,235,057.27
2/24/2011	197,922.59	4,061,669.35	4,259,591.94
3/24/2011	103,607.11	4,207,550.73	4,311,157.84
4/28/2011	157,166.04	4,321,909.53	4,479,075.57
5/26/2011	196,618.08	4,204,133.16	4,400,751.24
6/23/2011	230,834.66	4,090,582.02	4,321,416.68
7/28/2011	342,366.69	4,023,759.64	4,366,126.33
8/25/2011	244,901.33	3,717,800.42	3,962,701.75
9/22/2011	374,411.69	3,618,819.05	3,993,230.74
10/27/2011	262,931.88	4,115,435.27	4,378,367.15
11/23/2011	158,908.70	3,807,771.41	3,966,680.11
12/22/2011	45,467.18	3,994,059.31	4,039,526.49
Average:	209,815.69	4,016,324.57	4,226,140.26

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

SOURCE	AMOUNT
WILLIAM BLAIR #452-26837-15 (CDS)	3,098.
WILLIAM BLAIR #452-26837-15 (US TREAS. OBLIG. 16,484- 45 ACCRUED)	16,439.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	19,537.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WILLIAM BLAIR #452-26837-15	16,112.	0.	16,112.
WILLIAM BLAIR #452-26837-15 (MM)	308.	0.	308.
TOTAL TO FM 990-PF, PART I, LN 4	16,420.	0.	16,420.

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	20,531.	16,531.		4,000.
TO FM 990-PF, PG 1, LN 16A	20,531.	16,531.		4,000.

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 ADVISORY FEE	40,143.	40,143.		0.
TO FORM 990-PF, PG 1, LN 16C	40,143.	40,143.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REFUND OF 2010 EXCISE TAX	-2,875.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	-2,875.	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	
ANNUAL REPORT AND FILING FEE - ILLINOIS	25.	25.		0.	
ANNUAL AND SPECIAL MEETING EXPENSE 2010	15,088.	15,088.		0.	
INSURANCE	750.	750.		0.	
ASSOCIATION FEES	1,190.	1,190.		0.	
TO FORM 990-PF, PG 1, LN 23	17,053.	17,053.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U.S. GOVERNMENT OBLIGATIONS	X		1,140,817.	1,156,778.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,140,817.	1,156,778.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,140,817.	1,156,778.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK/BONDS	2,239,226.	2,846,965.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,239,226.	2,846,965.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MORRIS F. GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JOHN A. SHEA C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	TREASURER/DIRECTOR 0.00	0.	0.	0.
CHARLES F. MOLES C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	SECRETARY/DIRECTOR 0.00	0.	0.	0.
STANLEY GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.

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LINDA GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JOYCE GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
JENNY GOODMAN-BOWDEN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
WILLIAM MICHAEL GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
DEBORAH GOODMAN C/O FRANKLIN PHIL. FOUND., 180 N. STETSON AVE #1940 CHICAGO, IL 60601	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.	0.	0.
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FRANKLIN PHILANTHROPIC FOUNDATION

E.I.N. 36-3668125

JANUARY 1, 2011 - DECEMBER 31, 2011

REALIZED GAINS AND LOSSES

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
03-10-05	01-03-11	2,827	AEROPOSTALE	42,520 06	67,734 00		25,213 93
12-03-09	01-06-11	2,120	ZEBRA TECHNOLOGIES CORP-CL A-	58,126 75	79,341 09		21,214 34
11-30-09	01-07-11	1,530	TIJX COMPANIES INC NEW	58,104 52	69,519 74		11,415 22
12-02-09	01-24-11	540	FASTENAL CO	20,586 96	32,375 72		11,788 75
12-03-09	02-09-11	2,590	LOWES COMPANIES INC	58,406 47	63,111 10		4,704 63
12-03-09	02-10-11	3,260	KNIGHT TRANSPORTATION INC	58,331 51	59,221 02		889 51
11-30-09	02-24-11	1,080	DEVRY INC-DEL	58,701 41	57,725 22		-976 19
11-30-09	03-03-11	1,050	CELGENE CORP	58,116 19	56,490 38		-1,625 81
11-30-09	03-21-11	1,090	KOHL'S CORP	58,147 78	57,733 84		-413 94
12-02-09	03-29-11	1,900	MORGAN STANLEY	58,406 53	51,793 00		-6,613 53
12-02-09	04-14-11	1,040	IRON MOUNTAIN INC	25,015 78	35,662 15		10,646 36
12-02-09	04-15-11	975	K12 INC	17,876 12	35,050 88		17,174 75
01-21-11	05-09-11	1,220	***ROYAL CARIBBEAN CRUISES LTD	59,345 06	48,749 89	-10,595 17	
08-16-02	05-13-11	1,173	PRICE T ROWE GROUP INC	16,292 99	72,548 70		56,255 70
05-18-09	05-17-11	90,000	GE CAP FINL INC RETAIL C/D FDIC INS TO LIMITS 2 500% Due 05-20-11	90,000 00	90,000 00		0 00
12-03-09	05-18-11	935	***VISTAPRINT NV US LISTED	55,021 77	45,766 17		-9,255 60
05-18-09	05-18-11	90,000	BANNER BK WALLA WALLA WASH C/D FDIC INS TO LIMITS 2 400% Due 05-23-11	90,000 00	90,000 00		0 00
05-18-09	06-22-11	90,000	PLANTERSFIRST CORDELE GA C/D FDIC INS TO LIMITS 2 400% Due 06-27-11	90,000 00	90,000 00		0 00
08-16-02	06-27-11	2,308	RESMED INC	18,978 30	69,123 29		50,144 98
02-08-11	07-19-11	2,395	REALD INC	61,301 56	45,983 11	-15,318 45	
12-03-09	07-29-11	55	***VISTAPRINT NV US LISTED	3,236 57	1,532 37		-1,704 20
07-30-10	07-29-11	1,140	***VISTAPRINT NV US LISTED	37,634 16	31,761 99	-5,872 17	
12-01-09	08-24-11	580	FLOWSERVE CORP	59,003 84	49,798 25		-9,205 59
12-02-09	08-30-11	1,440	J2 GLOBAL INC	29,167 77	46,333.50		17,165 72
03-07-11	09-07-11	2,075	COMSCORE INC	58,998 72	32,581 64	-26,417 08	
12-20-10	09-16-11	1,120	SCRIPPS NETWORKS INTERACTIVE INC CL A	58,504.25	48,254.30	-10,249 95	
02-25-11	11-11-11	1,085	ROVI CORP	60,330 49	31,412 49	-28,918 00	
TOTAL GAINS						0 00	226,613 92
TOTAL LOSSES						-97,370 82	-29,794 87
TOTAL REALIZED GAIN/LOSS				1,360,155.60	1,459,603.84	-97,370.82	196,819.05