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Form **990-PF**

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

OMB No 1545-0052

**2011**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>Manoogian Simone Foundation</b>		A Employer identification number <b>38-1799107</b>						
Number and street (or P O box number if mail is not delivered to street address) <b>21001 Van Born Road</b>	Room/suite	B Telephone number (see instructions) <b>313-274-8799</b>						
City or town, state, and ZIP code <b>Taylor MI 48180</b>		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply. <table style="display:inline-table; vertical-align:top;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 77,756,363</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

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) (see instructions))		(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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	50,075	50,075		
	4 Dividends and interest from securities	1,782,115	1,782,115		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	311,129			
	b Gross sales price for all assets on line 6a <b>1,380,200</b>				
	7 Capital gain net income (from Part IV, line 2)		311,129		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) <b>Stmt 1</b>	1,005	567			
12 Total. Add lines 1 through 11	2,144,324	2,143,886	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <b>Stmt 2</b>	2,112			2,112
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) <b>Stmt 3</b>	70,068	27,840		
	19 Depreciation (attach schedule) and depletion <b>Stmt 4</b>				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (att. sch) <b>Stmt 5</b>	4,671	4,671			
24 Total operating and administrative expenses. Add lines 13 through 23	76,851	32,511	0	2,112	
25 Contributions, gifts, grants paid	4,104,500			4,104,500	
26 Total expenses and disbursements. Add lines 24 and 25	4,181,351	32,511	0	4,106,612	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,037,027				
b Net investment income (if negative, enter -0-)		2,111,375			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

DAA

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	16,672,424	13,454,781	13,454,781
	3 Accounts receivable ▶	4,147		
	Less: allowance for doubtful accounts ▶	4,147	4,147	4,147
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att schedule) ▶			
	Less: allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) See Stmt 6	8,945,333	10,582,465	43,041,373
	c Investments—corporate bonds (attach schedule) See Stmt 7	1,508,293	508,293	504,610
	11 Investments—land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach sch) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule) See Statement 8	24,906,318	25,771,357	20,692,928	
14 Land, buildings, and equipment basis ▶ 42,360				
Less: accumulated depreciation (attach sch) ▶ Stmt 9 42,360				
15 Other assets (describe ▶ See Statement 10 )	100,752	58,524	58,524	
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	52,137,267	50,379,567	77,756,363	
<b>Liabilities</b>	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 (attach schedule)			
	22 Other liabilities (describe ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	52,137,267	50,379,567	
	30 <b>Total net assets or fund balances</b> (see instructions)	52,137,267	50,379,567	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	52,137,267	50,379,567	

**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	52,137,267
2 Enter amount from Part I, line 27a	2	-2,037,027
3 Other increases not included in line 2 (itemize) ▶ See Statement 11	3	279,327
4 Add lines 1, 2, and 3	4	50,379,567
5 Decreases not included in line 2 (itemize) ▶	5	
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	50,379,567

**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.)
<b>1a Millicom Intl Cell</b>	<b>P</b>	<b>11/16/10</b>	<b>04/25/11</b>
<b>b See Schedule Attached</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>c Smith Barney STCG Distribution</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>d Smith Barney LTCG Distributions</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>e</b>			

(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)
<b>a 50,512</b>		<b>46,045</b>	<b>4,467</b>
<b>b 1,025,069</b>		<b>1,023,026</b>	<b>2,043</b>
<b>c 10,018</b>			<b>10,018</b>
<b>d 294,601</b>			<b>294,601</b>
<b>e</b>			

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))
<b>a</b>			<b>4,467</b>
<b>b</b>			<b>2,043</b>
<b>c</b>			<b>10,018</b>
<b>d</b>			<b>294,601</b>
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	<b>311,129</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>14,485</b>

**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 the 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	<b>3,716,551</b>	<b>85,966,698</b>	<b>0.043232</b>
2009	<b>5,615,757</b>	<b>76,048,599</b>	<b>0.073844</b>
2008	<b>7,551,284</b>	<b>109,543,051</b>	<b>0.068934</b>
2007	<b>7,691,420</b>	<b>155,470,404</b>	<b>0.049472</b>
2006	<b>8,778,181</b>	<b>164,078,649</b>	<b>0.053500</b>

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>0.288982</b>
<b>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</b>	<b>3</b>	<b>0.057796</b>
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>	<b>4</b>	<b>83,941,601</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>4,851,489</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>21,114</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>4,872,603</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.	<b>8</b>	<b>4,106,612</b>

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1a</b>	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>b</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	<b>1</b>	<b>42,228</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>42,228</b>
<b>4</b>	Substitute A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>42,228</b>
<b>6</b>	Credits/Payments:		
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	<b>54,752</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>54,752</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	<b>12,524</b>
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> <b>12,524</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. <b>\$</b> _____ (2) On foundation managers. <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>MI</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>Joseph J. Trudel, CPA</b> <b>21001 Van Born Road</b> Located at ► <b>Taylor</b> MI ZIP+4 ► <b>48180</b> Telephone no ► <b>313-274-8799</b>			
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 ► <b>15</b>			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b> ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	<b>N/A</b>	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	<b>N/A</b>	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. ► 20 , 20 , 20 , 20			
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.)	<b>N/A</b>	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)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**N/A****5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**N/A****7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(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
Louise M. Simone 21001 Van Born Road Taylor MI 48180	Pres. & Dir 8.00	0	0	0
Christine M. Simone 21001 Van Born Road Taylor MI 48180	Sec & Treas 8.00	0	0	0
David Simone 21001 Van Born Road Taylor MI 48180	VP & Dir 2.00	0	0	0
Mark Simone 21001 Van Born Road Taylor MI 48180	Director 2.00	0	0	0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services</b>		

**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 (see instructions)**

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	
<b>Total. Add lines 1 through 3</b>	



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>46,932,449</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>16,090,704</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>22,196,747</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>85,219,900</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>85,219,900</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>1,278,299</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>83,941,601</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>4,197,080</b>

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>4,197,080</b>
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	<b>42,228</b>
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>42,228</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>4,154,852</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>4,154,852</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>4,154,852</b>

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>4,106,612</b>
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>4,106,612</b>
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	<b>0</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>4,106,612</b>

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				<b>4,154,852</b>
<b>2</b> Undistributed income, if any, as of the end of 2011.				
<b>a</b> Enter amount for 2010 only			<b>3,905,233</b>	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ <b>4,106,612</b>				
<b>a</b> Applied to 2010, but not more than line 2a			<b>3,905,233</b>	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2011 distributable amount				<b>201,379</b>
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				<b>3,953,473</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

**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  
**N/A**

**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:  
**N/A**

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

**c** Any submission deadlines:  
**N/A**

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year <b>See Schedule</b>  <b>See Schedule</b>  <b>See Schedule</b>			<b>Charitable</b>  <b>Educational</b>  <b>Religious/ Cultural</b>	 <b>3,020,000</b>   <b>1,071,000</b>   <b>13,500</b>
<b>Total</b>			<b>► 3a</b>	<b>4,104,500</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>► 3b</b>	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	50,075	
4 Dividends and interest from securities				14	1,782,115	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				14	311,129	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a _____						
b <b>Smith Barney - Nondividend</b>						438
c <b>Smith Barney - Miscellaneous</b>						567
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			0		2,143,319	1,005
13 Total. Add line 12, columns (b), (d), and (e)					13	2,144,324

(See worksheet in line 13 instructions to verify calculations )

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- 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
  - (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
  - (2)** Purchases of assets from a noncharitable exempt organization
  - (3)** Rental of facilities, equipment, or other assets
  - (4)** Reimbursement arrangements
  - (5)** Loans or loan guarantees
  - (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		<b>X</b>
1a(2)		<b>X</b>
1b(1)		<b>X</b>
1b(2)		<b>X</b>
1b(3)		<b>X</b>
1b(4)		<b>X</b>
1b(5)		<b>X</b>
1b(6)		<b>X</b>
1c		<b>X</b>

[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
<b>N/A</b>		

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 instructions)? ☐ Yes

**Sign  
Here**

Louise M. Simone  
Signature of officer or trustee

6/21/12  
Date

President

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

MICHAEL J. ALEXANDER CPA'S  
ALEXANDER & HEMLOCK, CPA'S  
Firm's name ▶  
4491 LIPPINCOTT RD.  
Firm's address ▶  
LAPEER, MI 48446  
38-3582844  
(810) 684-4197

Preparer's signature Ying F. Shadecross PTIN

6.15.12

PTIN P00130743

Firm's EIN ▶

Phone no.

## Federal Statements

### Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Smith Barney - Nondividend	\$ 438	\$	\$
Smith Barney - Miscellaneous	567	567	
Total	\$ 1,005	\$ 567	\$ 0

### Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Michael J. Alexander, CPA	\$ 2,112	\$	\$	\$ 2,112
Total	\$ 2,112	\$ 0	\$ 0	\$ 2,112

### Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal Excise Tax	\$ 42,228	\$	\$	\$
Foreign Taxes	27,840	27,840		
Total	\$ 70,068	\$ 27,840	\$ 0	\$ 0

**Federal Statements****Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation**

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Equipment	8/15/95	\$	37,523	\$	37,523	S/L	5	\$	\$
Equipment	7/19/95		4,837		4,837	S/L	5		
Total		\$	42,360	\$	42,360		\$	0	\$

**Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Deductions Related to Portfolio	4,425	4,425		
Broker Fees	246	246		
Total	\$ 4,671	\$ 4,671	0	0



**Federal Statements****Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Schedule	\$ 8,945,333	\$ 10,582,465	Market	\$ 43,041,373
Total	\$ 8,945,333	\$ 10,582,465		\$ 43,041,373

**Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Schedule	\$ 1,508,293	\$ 508,293	Market	\$ 504,610
Total	\$ 1,508,293	\$ 508,293		\$ 504,610

**Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Mutual Funds - See Schedule	\$ 24,084,972	\$ 24,652,005	Market	\$ 19,573,576
Long Pointe Capital	821,346	1,119,352	Cost	1,119,352
Total	\$ 24,906,318	\$ 25,771,357		\$ 20,692,928

**Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment**

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$	\$ 42,360	\$ 42,360	\$
Total	\$ 0	\$ 42,360	\$ 42,360	\$ 0

**Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Fine Art Objects - Manuscripts	\$ 46,000	\$ 46,000	\$ 46,000
Prepaid Federal Excise Tax	54,752	12,524	12,524
Total	<u>\$ 100,752</u>	<u>\$ 58,524</u>	<u>\$ 58,524</u>

**Statement 11 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
Unrealized Gain - Long Point Capital	\$ 279,278
Other Portfolio Deductions - Long Pointe Capital	49
Total	<u>\$ 279,327</u>

• 381799107 Manoogian Simone Foundation

38-1799107

## Federal Statements

• FYE: 12/31/2011

### Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Long Pointe Capital	\$ 23,104			14	
Solomon Smith Barney	26,971			14	
Total	<u>\$ 50,075</u>				

### Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Salomon Smith Barney	\$ 922,990			14	
Masco Corporation	859,125			14	
Total	<u>\$ 1,782,115</u>				

381799107 Manoogian Simone Foundation

38-1799107

FYE: 12/31/2011

# Federal Asset Report

## Indirect Depreciation

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
<b>Other Depreciation:</b>										
1	Equipment	8/15/95	37,523				37,523	5 MO S/L	37,523	0
2	Equipment	7/19/95	4,837				4,837	5 MO S/L	4,837	0
	<b>Total Other Depreciation</b>		<u>42,360</u>				<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Total ACRS and Other Depreciation</b>		<u>42,360</u>				<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Grand Totals</b>		42,360				42,360		42,360	0
	<b>Less: Dispositions and Transfers</b>		0				0		0	0
	<b>Less: Start-up/Org Expense</b>		0				0		0	0
	<b>Net Grand Totals</b>		<u>42,360</u>				<u>42,360</u>		<u>42,360</u>	<u>0</u>

381799107 Manoogian Simone Foundation

38-1799107

FYE: 12/31/2011

# AMT Asset Report

## Indirect Depreciation

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	Per	Conv	Meth	Prior	Current
<b>Other Depreciation:</b>												
1	Equipment	8/15/95	0				0	0	HY		0	0
2	Equipment	7/19/95	0				0	0	HY		0	0
	<b>Total Other Depreciation</b>		0				0				0	0
	<b>Total ACRS and Other Depreciation</b>		0				0				0	0
	<b>Grand Totals</b>		0				0				0	0
	<b>Less: Dispositions and Transfers</b>		0				0				0	0
	<b>Net Grand Totals</b>		0				0				0	0

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

	End of Year	
	Book Value	Fair Market Value
<u>Line 2 - Savings and Temporary Cash Investments:</u>	(b)	(c)
Smith Barney - Broker Account	14,020	14,020
Smith Barney - Money Fund Account	<u>13,440,761</u>	<u>13,440,761</u>
Totals	<u><u>13,454,781</u></u>	<u><u>13,454,781</u></u>

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

Line 10 b - Investments: Corporate Stock	Number of Shares	(b)	End of Year	
			Book Value	(c) Fair Market Value
Corporate Name				
<u>Common Stocks</u>				
ACCENTURE LTD CL A	3,500.00000		91,864.10	186,305.00
ADOBE SYSTEMS INC	2,300.00000		61,386.86	65,021.00
AFLAC INC	2,100.00000		82,586.13	90,846.00
ALLSCRIPTS HEALTHC	1,200.00000		20,040.00	22,728.00
ALTRIA GROUP INC	5,000.00000		96,248.54	148,250.00
AMERICAN TOWER C	1,800.00000		92,872.00	108,018.00
AMGEN INC	1,500.00000		89,220.90	96,315.00
ANHEUSER-BUSH IN	1,000.00000		54,540.00	60,990.00
AT&T INC	6,037.00000		30,003.53	182,558.88
BANK OF AMERICA COR	18,548.00000		1,017,774.91	103,126.88
BARD C R INC	1,100.00000		53,591.37	94,050.00
BAXTER INTL INC	3,000.00000		115,920.77	148,440.00
BERKSHIRE HATHAWA	750.00000		56,842.50	57,225.00
BHP BILLITON LTD	1,000.00000		70,878.30	70,630.00
BOEING COMPANY	1,500.00000		129,940.00	110,025.00
BP P L C	1,000.00000		52,590.00	42,740.00
CISCO SYSTEMS INC	5,890.00000		102,886.43	106,491.20
CLOROX COMPANY	1,000.00000		63,090.00	66,560.00
COACH INC	2,100.00000		99,800.91	128,184.00
COLGATE PALMOLIVE	2,040.00000		118,972.11	188,475.60
COMERICA INC	53,900.00000		83,410.08	1,390,620.00
CONOCOPHILLIPS	1,220.00000		47,609.02	88,901.40
CONSOLIDATED EDI	1,000.00000		48,890.00	62,030.00
CORE LABORATORIES	1,000.00000		83,790.00	113,950.00
CUMMINGS INC.	500.00000		48,020.00	44,010.00
DEVON ENERGY CORP	2,230.00000		58,657.29	138,260.00
DIAGEO PLC	1,150.00000		73,075.94	100,533.00
DRYSHIPS INC	1,000.00000		6,609.30	2,000.00
DUKE ENERGY CORP	2,000.00000		37,120.00	44,000.00
ECOLAB INC	2,200.00000		62,204.37	127,182.00
ELECTRONIC ARTS	1,500.00000		51,620.96	30,900.00
ELI LILLY & CO	800.00000		52,976.40	33,248.00
EMC CORP MASS	4,000.00000		48,514.46	86,160.00
EMERSON ELECTRIC CO	3,480.00000		128,523.65	162,133.20
EOG RESOURCES INC	1,400.00000		44,633.06	137,914.00
EXELON CORP	3,500.00000		53,742.94	151,795.00
EXPEDITORS INTL WA	2,000.00000		101,080.00	81,920.00
EXXON MOBIL CORP	14,392.00000		130,642.77	1,219,865.92
FISERV INC	500.00000		17,277.14	29,370.00

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

Line 10 b - Investments: Corporate Stock	Number of Shares	(b)	End of Year	
			Book Value	(c) Fair Market Value
Corporate Name				
<u>Common Stocks</u>				
FORD MOTOR CO	5,000.00000		59,200.00	53,800.00
FREEPORT-MCMORAN	2,000.00000		86,080.00	73,580.00
FRONTIER COMMUNICATION	339.00000		798.90	1,745.85
GILEAD SCIENCES INC	5,400.00000		74,956.94	221,022.00
GOLDMAN, SACHS GR	3,000.00000		404,645.00	271,290.00
GOOGLE INC CL A	590.00000		261,021.63	381,081.00
HALLIBURTON CO	3,000.00000		89,880.00	103,530.00
HONEYWELL INC	1,500.00000		71,081.04	81,525.00
INGERSOLL RAND CO	1,000.00000		39,920.00	30,470.00
INTEL CORPORATION	4,380.00000		101,069.35	106,215.00
INTUTIVE SURGICAL	500.00000		128,332.50	231,505.00
JOHNSON & JOHNSON	9,452.00000		554,654.65	619,862.16
KELLOGG COMPANY	2,940.00000		129,700.45	148,675.80
KOHL'S CORP	2,000.00000		99,287.00	98,700.00
LABORATORY CORP AME	600.00000		41,249.04	51,582.00
LAS VEGAS SANDS COR	4,000.00000		314,575.00	170,920.00
MARKET VECTORS JR	2,000.00000		61,580.00	49,400.00
MASCO CORPORATION	2,863,750.00000		775,561.15	30,012,100.00
MCDONALDS CORP	1,900.00000		86,154.69	190,627.00
MEDCO HEALTH SOL	2,000.00000		117,330.00	111,800.00
METTLER-TOLEDO INTL	600.00000		46,349.19	88,626.00
MICROSOFT CORP	1,800.00000		48,928.21	46,728.00
MONSANTO CO NEW	1,200.00000		64,097.07	84,084.00
NOBLE CORP	1,960.00000		74,534.19	59,231.20
NORDSTROM INC	800.00000		43,183.33	39,768.00
OCEAN RIG UDW	7.00000		99.31	85.40
OMNICOM GROUP INC	2,480.00000		88,771.98	110,558.40
PARKER HANNIFIN	750.00000		43,193.42	57,187.50
PAYCHEX, INC	2,700.00000		98,906.50	81,297.00
PEPSICO INC	3,680.00000		169,337.52	244,168.00
PHILIP MORRIS INTL	5,000.00000		219,320.42	392,400.00
PLUM CREEK TIMBER	5,000.00000		190,870.00	182,800.00
POTASH CORP	1,000.00000		53,040.00	41,280.00
PRAXAIR INC	700.00000		44,677.87	74,830.00
PROCTER & GAMBLE CO	5,100.00000		258,619.74	340,221.00
QUALCOMM INC	1,000.00000		42,824.56	54,700.00
SCHLUMBERGER LTD	2,900.00000		96,003.36	198,099.00
SHAW GROUP INC	1,000.00000		59,040.00	26,900.00
STAPLES INC	5,100.00000		77,600.41	70,839.00



Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

Line 10 b - Investments: Corporate Stock	Number of Shares	(b)	End of Year	
			Book Value	(c) Fair Market Value
Corporate Name				
<u>Common Stocks</u>				
SIEMENS A G SPONS	1,000.00000		97,040.00	95,610.00
STARBUCKS CORP	1,800.00000		61,198.00	82,818.00
SUNCOR ENERGY INC	1,000.00000		29,540.00	28,830.00
TARGET CORP	2,850.00000		124,677.28	145,977.00
TATA MOTORS LTD	3,000.00000		50,338.00	50,700.00
TELEFONICA S.A. SPO	9,000.00000		193,950.00	154,710.00
TEVA PHARMACHEUTI	4,000.00000		204,420.00	161,440.00
TEXAS INSTRUMENTS	4,100.00000		90,273.66	119,351.00
TRANSOCEAN SEDCO	965.00000		53,084.09	37,046.35
UNITED TECHNOLOGIES	4,100.00000		200,385.45	299,669.00
UNITED HEALTH GROUP	2,000.00000		61,080.00	101,360.00
VALERO ENERGY CORP	1,300.00000		57,405.63	27,365.00
VEOLIA ENVIRONNEMEN	1,000.00000		88,310.00	11,050.00
VERIZON COMMUNICATI	1,414.00000		12,097.91	56,729.68
VIMPLE COMMUNICATIO	1,000.00000		32,540.00	9,470.00
WALGREEN COMPANY	3,500.00000		117,716.49	115,710.00
WASTE MGMT INC D	4,000.00000		132,730.00	130,840.00
YAHOO INC	800.00000		25,163.01	12,904.00
ZIMMER HLDGS INC	1,400.00000		54,593.98	74,788.00
Totals			10,582,464.66	43,041,373.42

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

Line 10 c -Investments: Corporate Bonds	Number of Shares	(b)	End of Year	
			Book Value	(c) Fair Market Value
Corporate Name				
Masco Corp Notes				
Reg. DTD 3/10/10	500		508,293	504,610
Int: 7.125%, Maty 03/15/2020			508,293	504,610

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF

Schedule Attached to and Made Part of Form 990-PF  
for the year ended December 31, 2011

Page 2, Part II, Balance Sheets

Line 13 - Investments: Other	Number of Shares	(b)	End of Year	
			Book Value	Fair Market Value
Funds			(c)	
AGIC EQUITY & CONV	5,000.00000		125,000.00	78,000.00
DELAWARE EMRG MKTS	45,375.14100		819,268.07	563,105.50
DELAWARE DIV INCOME	39,718.34700		512,962.96	399,963.75
DELAWARE INTL VALUE	374,392.12600		6,582,050.11	3,889,934.19
FRANKLIN EUROPEAN	50,523.47200		1,218,679.90	939,231.34
FRANKLIN INCOME FD	579,807.68300		1,535,166.92	1,217,596.13
INVESCO ASIAN PACF	91,967.38700		2,546,593.67	2,354,365.11
INVESCO DEVELOP MK	14,106.05700		448,536.20	402,445.81
INVESCO DYNAMICS	24,665.77000		614,438.85	510,334.78
ISHARES BARCLAYS	2,000.00000		207,430.00	233,380.00
ISHARES IBOXX BON	1,500.00000		155,389.70	170,640.00
MACQUARIE GLOBAL IN	1,000.00000		28,250.00	16,990.00
MARKET VECTORS VI	1,000.00000		24,340.00	14,550.00
MUTUAL GLOBAL DIS	193,886.11800		5,864,030.93	5,262,069.24
PIMCO CORP OPPTY	6,000.00000		93,390.00	104,220.00
PIMCO HIGH INCOME	5,000.00000		52,050.00	60,100.00
POWERSHARES FINANC	7,000.00000		115,690.00	112,840.00
SPDR S&P 500	2,000.00000		280,939.00	251,000.00
TEMPLETON BRIC CL A	56,704.18000		746,376.01	623,178.94
TEMPLETON EMG MKTS	22,035.40800		269,894.70	198,979.73
TEMPLETON FGN SM CO	22,984.83400		400,676.97	293,746.18
TEMPLETON GLBL BOND	64,887.75500		750,535.69	805,257.04
TEMPLETON INCOME	421,908.76800		1,260,314.95	1,071,648.27
Totals			24,652,004.63	19,573,576.01

**Sold Securities**  
**SIMONE FDTN. SMITH BARNEY**  
**Date Range - 01/01/2011 Thru 12/31/2011**

<u>Security</u>	<u>Acquisition Date</u>	<u>Sale Date</u>	<u>Years Held</u>	<u>Unit Quantity</u>	<u>Total Cost</u>	<u>Unit Cost</u>	<u>Sale Price</u>	<u>Proceeds</u>	<u>Realized Gain/Loss</u>
<b><u>Short Term Activity:</u></b>									
MILICOM INTL CELL	11/16/10	04/25/11	0 438	500.00000	92 090	46,045 00	101 024	50,512 02	4,467 02
<b><u>Total Short Term Activity:</u></b>						<u>46,045 00</u>		<u>50,512 02</u>	<u>4,467.02</u>
<b><u>Long Term Activity:</u></b>									
OCEAN RIG UDW	04/14/10	10/05/11	1 477	0 26600	15 113	4 02	15 677	4 17	0.15
G E CAP CORP MED TR	05/04/06	11/12/11	5 529	1,000 00000	100 000	1,000,000 00	100 000	1,000,000 00	0.00
MILICOM INTL CELL	11/16/10	12/22/11	1 099	250 00000	92.090	23,022 50	100 258	25,064 51	2,042.01
<b><u>Total Long Term Activity:</u></b>						<u>1,023,026 52</u>		<u>1,025,068 68</u>	<u>2,042 16</u>
<b><u>Total Net Activity</u></b>						<u>1,069,071 52</u>		<u>1,075,580 70</u>	<u>6,509 18</u>

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF  
for the year ended December 31, 2011

Part XV, Supplementary Information  
Line 3a, Charitable Grants and Contributions Paid During the Year

Recipients Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Armenian Eyecare Project P. O. Box 5630 Newport Beach, CA 92662	Public	Operating Fund	25,000
Armenian General Benevolent Union 55 E. 59th Street New York, NY 10022	Public	Operating Fund	2,600,000
Children of Armenia Fund - COAF 162 Fifth Avenue, Suite 900 New York, NY 10010	Public	Operating Fund	300,000
Doctors Without Borders 333 Seventh Ave., 2nd Floor New York, NY 10001-5004	Public	Operating Fund	50,000
Police Athletic League 34-1/2 East 12th Street New York, NY 10003	Public	Operating Fund	40,000
WNET.New York Public Media 825 Eighth Avenue New York, NY 10122	Public	Operating Fund	5,000
Total Charitable Contributions			<u><u>3,020,000</u></u>

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF  
for the year ended December 31, 2011

Part XV, Supplementary Information  
Line 3a, Educational Grants and Contributions Paid During the Year

<u>Recipients Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
American University of Armenia - AUA 300 Lakeside Drive, 12th Floor Oakland, CA 94612	Public	Operating Fund	1,021,000
University of California, Berkeley 2080 Addison St. Berkeley, CA 94720	Public	Operating Fund	50,000
Total Educational Contributions			<u>1,071,000</u>

Manoogian Simone Foundation 38-1799107  
2011 Return of Private Foundation, Form 990-PF  
for the year ended December 31, 2011

Part XV, Supplementary Information  
Line 3a, Religious and Cultural Grants and Contributions Paid During the Year

<u>Recipients Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
The Armenian Apostolic Society 22001 Northwestern Hwy. Southfield, MI 48075	Public	Operating Fund	1,000
Diocese of the Armenian Church 630 Second Avenue New York, NY 10016	Public	Operating Fund	10,000
St. John's Armenian Church 22001 Northwestern Highway Southfield, MI 48075	Public	Operating Fund	2,500
Total Religious and Cultural Contributions			<u>13,500</u>

Form **8868**  
(Rev. January 2012)**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury  
Internal Revenue Service▶ **File a separate application for each return.**

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.  <b>Manoogian Simone Foundation</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>38-1799107</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>21001 Van Born Road</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>Taylor MI 48180</b>	

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

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**Joseph J. Trudel, CPA**  
**21001 Van Born Road**

- The books are in the care of ▶ **Taylor**

**MI 48180**Telephone No. ▶ **313-274-8799**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/12**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year **2011** or▶ ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$ <b>54,752</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$ <b>54,752</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ <b>0</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.For Privacy Act and Paperwork Reduction Act Notice, see Instructions.  
DAAForm **8868** (Rev. 1-2012)