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

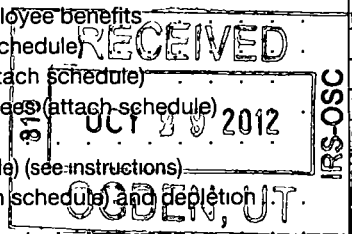
Department of the Treasury
Internal Revenue Service

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 , 2011, **and ending** , 20

Name of foundation The Crowther Foundation		A Employer identification number 38-3353260
Number and street (or P O box number if mail is not delivered to street address) 8253 New Haven Way	Room/suite 102	B Telephone number (see instructions) 734-207-0504
City or town, state, and ZIP code Canton, MI 48187		C If exemption application is pending, 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 <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"/>
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) \$ 804,825.00	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)	.00			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	.00	.00	.00	
	4 Dividends and interest from securities	23,614.00	23,614.00	23,614.00	
	5a Gross rents	.00	.00	.00	
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(13,144.00)			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		.00		
	8 Net short-term capital gain			.00	
	9 Income modifications			.00	
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	.00		.00		
11 Other income (attach schedule)	.00	.00	.00		
12 Total. Add lines 1 through 11	10,470.00	23,614.00	23,614.00		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	.00	.00	.00	.00
	14 Other employee salaries and wages	.00	.00	.00	.00
	15 Pension plans, employee benefits	.00	.00	.00	.00
	16a Legal fees (attach schedule)	4,043.00	4,043.00	4,043.00	4,043.00
	b Accounting fees (attach schedule)	.00	.00	.00	.00
	c Other professional fees (attach schedule)	.00	.00	.00	.00
	17 Interest	.00	.00	.00	.00
	18 Taxes (attach schedule) (see instructions)	344.00	344.00	344.00	344.00
	19 Depreciation (attach schedule) and depletion	.00	.00	.00	.00
	20 Occupancy	.00	.00	.00	.00
	21 Travel, conferences, and meetings	.00	.00	.00	.00
	22 Printing and publications	.00	.00	.00	.00
	23 Other expenses (attach schedule)	91.00	91.00	91.00	91.00
	24 Total operating and administrative expenses. Add lines 13 through 23	4,478.00	4,478.00	4,478.00	4,478.00
	25 Contributions, gifts, grants paid	35,000.00			35,000.00
26 Total expenses and disbursements. Add lines 24 and 25	39,478.00	4,478.00	4,478.00	39,478.00	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(29,008.00)				
b Net investment income (if negative, enter -0-)		19,136.00			
c Adjusted net income (if negative, enter -0-)			19,136.00		



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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .	.00	.00	.00
	2	Savings and temporary cash investments	14,915.00	15,572.00	15,572.00
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	.00	.00	.00
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶	.00	.00	.00
	5	Grants receivable . . . . .	.00	.00	.00
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	.00	.00	.00
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶	.00	.00	.00
	8	Inventories for sale or use . . . . .	.00	.00	.00
	9	Prepaid expenses and deferred charges . . . . .	.00	.00	.00
	10a	Investments—U.S. and state government obligations (attach schedule)	.00	.00	.00
	b	Investments—corporate stock (attach schedule)	446,895.00	417,230.00	789,253.00
	c	Investments—corporate bonds (attach schedule) . . . . .	.00	.00	.00
	11	Investments—land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation (attach schedule) ▶	.00	.00	.00	
12	Investments—mortgage loans . . . . .	.00	.00	.00	
13	Investments—other (attach schedule) . . . . .	.00	.00	.00	
14	Land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation (attach schedule) ▶	.00	.00	.00	
15	Other assets (describe ▶)	.00	.00	.00	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	461,810.00	432,802.00	804,825.00	
Liabilities	17	Accounts payable and accrued expenses . . . . .	.00	.00	
	18	Grants payable . . . . .	.00	.00	
	19	Deferred revenue . . . . .	.00	.00	
	20	Loans from officers, directors, trustees, and other disqualified persons	.00	.00	
	21	Mortgages and other notes payable (attach schedule) . . . . .	.00	.00	
	22	Other liabilities (describe ▶)	.00	.00	
	23	Total liabilities (add lines 17 through 22) . . . . .	.00	.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	461,810.00		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .	.00		
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	.00		
30	Total net assets or fund balances (see instructions)	461,810.00			
31	Total liabilities and net assets/fund balances (see instructions)	461,810.00			

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	461,810.00
2	Enter amount from Part I, line 27a	2	(29,008.00)
3	Other increases not included in line 2 (itemize) ▶	3	.00
4	Add lines 1, 2, and 3	4	432,802.00
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	432,802.00

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	256 shs Fifth Third Bancorp	P	Various	5-31-11
b	300 shs General Electric Co.	P	Various	5-31-11
c	200 shs Merck & Co. Inc.	P	Various	5-31-11
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	3,148.00	0	11,918.00	(8,770.00)
b	5,703.00	0	7,214.00	(1,511.00)
c	7,103.00	0	9,966.00	(2,863.00)
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	(13,144.00)	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3		

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			
2009			
2008			
2007			
2006			

2	Total of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4 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.	8	

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	383	00
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		00
3	Add lines 1 and 2	3	383	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	383	00
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	200	00
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	200	00
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	183	00
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?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> Michigan		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12		✓
13	✓	
- 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)
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶
- 14 The books are in care of ▶ **Brian V. Howe** Telephone no ▶ **734-207-0504**
Located at ▶ **8253 New Haven Way, Suite 102, Canton, MI** ZIP+4 ▶ **48187-8210**
- 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶ **15**

15		
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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.

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

1b		
----	--	--
- 1c

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____ Yes No
 - 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.) Yes No
 - 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____
- 2b

2b		
----	--	--
- 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
- b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) Yes No
- 3b

3b		
----	--	--
- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Yes No
- 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? Yes No
- 4a

4a		✓
4b		✓

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)? Yes No
 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? 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? Yes No
 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? Yes No

5b		
6b		
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
H. Richard Crowther P. O. Box 274 Oley, PA 19547	President Part-Time	-0-	-0-	-0-
Nancy H Crowther P. O. Box 274 Oley, PA 19547	Vice President Part-Time	-0-	-0-	-0-
Brian V. Howe 8253 New Haven Way, Ste 102, Canton, MI 48187	Secretary Part-Time	-0-	-0-	-0-
Timothy Richard Crowther 2256 Sudbury Way Bloomfield Hills, MI 48304	Treasurer Part-Time	-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

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		
.....		
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services ▶

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 None	
.....	
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 None	
.....	
2	
.....	
All other program-related investments. See instructions	
3	
.....	
Total. Add lines 1 through 3 ▶	

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	872,926.00
b	Average of monthly cash balances	1b	.00
c	Fair market value of all other assets (see instructions)	1c	.00
d	Total (add lines 1a, b, and c)	1d	872,926.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	872,926.00
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	13,094.00
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	859,832.00
6	Minimum investment return. Enter 5% of line 5	6	42,992.00

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	42,992.00
2a	Tax on investment income for 2011 from Part VI, line 5	2a	383.00
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	383.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	42,609.00
4	Recoveries of amounts treated as qualifying distributions	4	.00
5	Add lines 3 and 4	5	42,609.00
6	Deduction from distributable amount (see instructions)	6	.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	42,609.00

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	39,478.00
b	Program-related investments—total from Part IX-B	1b	.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	.00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	.00
b	Cash distribution test (attach the required schedule)	3b	.00
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	39,478.00
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 (see instructions)	5	.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,478.00

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)

- 1 Distributable amount for 2011 from Part XI, line 7
- 2 Undistributed income, if any, as of the end of 2011:
 - a Enter amount for 2010 only
 - b Total for prior years: 20__20__, 20__20__
- 3 Excess distributions carryover, if any, to 2011:
 - a From 2006
 - b From 2007
 - c From 2008
 - d From 2009
 - e From 2010
 - f **Total** of lines 3a through e
- 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$
- 5 Applied to 2010, but not more than line 2a
 - a Applied to undistributed income of prior years (Election required—see instructions)
 - b Treated as distributions out of corpus (Election required—see instructions)
 - c Applied to 2011 distributable amount
 - d Remaining amount distributed out of corpus
 - e Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)
- 6 Enter the net total of each column as indicated below:
 - a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5
 - b Prior years' undistributed income. Subtract line 4b from line 2b
 - 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
 - d Subtract line 6c from line 6b. Taxable amount—see instructions
 - e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions
 - f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012
- 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)
- 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)
- 9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a
- 10 Analysis of line 9:
 - a Excess from 2007
 - b Excess from 2008
 - c Excess from 2009
 - d Excess from 2010
 - e Excess from 2011

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1				42,609.00
2				
3				
3a				.00
3b				.00
3c				.00
3d				.00
3e				.00
3f	14,245.00			
4	39,478.00			
5a				.00
5b				.00
5c				.00
5d	3,131.00			
5e				
6a	40,830.00			
6b				
6c				
6d				
6e				
6f				
7				
8				
9				
10				
10a				.00
10b				.00
10c	18,351.00			
10d	11,365.00			
10e	11,114.00			

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

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

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

None

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

None

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here 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				
Christ Episcopal Church Reading, PA 19601	N/A	501(c)3	For assistance with youth programs	10,000.00
Olivet Boys and Girls Club 1161 Pershing Blvd, Reading, PA 19611	N/A	501(c)3	For assistance to various youth programs	10,000.00
The Salvation Army Reading, PA 19603	N/A	501(c)3	For assistance to indigent children	10,000 00
YMCA of Reading and Berks County	N/A	501(c)3	For assistance in youth programs	5,000.00
Total				35,000 00
b Approved for future payment				
Total				3b

THE CROWTHER FOUNDATION

2011 AVERAGE MONTHLY MARKET VALUE

January	926,024
February	936,639
March	928,582
April	1,010,580
May	991,889
June	948,126
July	846,201
August	785,752
September	705,425
October	824,108
November	774,874
December	796,908
Total	10,475,108
Average	872,926

The Crowther Foundation

2011 990-PF

Part II, 10b—Investments

<u>Description</u>	<u>Book Value</u>	<u>Market Value</u>
390 shares BP PLC ADR	\$ 22,461.00	\$ 16,669.00
600 shares Home Depot Inc.	\$ 10,769.00	\$ 25,224.00
16,000 shares Illinois Tool Works Inc.	<u>\$ 384,000.00</u>	<u>\$ 747,360.00</u>
	\$ 417,230.00	\$ 789,253.00

THE CROWTHER FOUNDATION

2011 990-PF

PART I 16a-Legal fees

Brian V. Howe, P.C.
8253 New Haven Way, Suite 102
Canton, MI 48187

Legal Services Rendered:

Consultations and correspondence with Richard Crowther regarding Foundation assets, 501(c)3 charitable organizations considered for contributions, and preparation of Return of Private Foundation (Form 990-PF), Conversations with Timothy Crowther regarding various Foundation activities. Review of Foundation assets and both monthly and annual reports from RBC Dain Raucher. Preparation of annual Michigan Corporate Report, and Public Notice for publication in Detroit Legal News.....\$4,043.00

THE CROWTHER FOUNDATION

2011 990-PF

SCHEDULE B

Part I, 23-Other Expenses

<u>Description</u>	<u>Amount</u>
State of Michigan – Annual Corporation Filing Fee	\$ 20.00
Detroit Legal News – Publication Fee	<u>\$ 71.00</u>
	\$ 91.00