Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation
LYNN STUBBERFIELD FOUNDATION

A Employer identification number
38-3571515

Number and street (or P O box number if mail is not delivered to street address)
126 E. CHURCH STREET

Room/suite

B Telephone number (see instructions)
517-263-2567

City or town, state, and ZIP code
ADRIAN, MI 49221

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 611,023

J Accounting method: ☐ Cash ☑ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ ☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	5	5		
4	Dividends and interest from securities	18,673	18,673		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		36,111		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	18,678	54,789		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	2,500	2,500		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,000	1,000		
c	Other professional fees (attach schedule)	7,738	7,738		
17	Interest				
18	Taxes (attach schedule) (see instructions)	979	979		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	20	20		
24	**Total operating and administrative expenses.** Add lines 13 through 23				
25	Contributions, gifts, grants paid	30,000			30,000
26	**Total expenses and disbursements.** Add lines 24 and 25	42,237	12,237		30,000
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-23,559			
b	**Net investment income** (if negative, enter -0-)		42,552		
c	**Adjusted net income** (if negative, enter -0-)			0	

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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
Assets	1	Cash—non-interest-bearing	12,355	8,836	8,836
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	615,553	602,187	602,187
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ PREPAID INCOME TAX)	244		
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	628,152	611,023	611,023
Liabilities	17	Accounts payable and accrued expenses		625	
	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 ▶ CHARITIES PAYABLE)	29,728	29,728	
	23	**Total liabilities** (add lines 17 through 22)	29,728	30,353	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	598,424	580,670	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	598,424	580,670	
	31	**Total liabilities and net assets/fund balances** (see instructions)	628,152	611,023	

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	598,424
2	Enter amount from Part I, line 27a	2	-23,559
3	Other increases not included in line 2 (itemize) ▶ SEE ATTACHED	3	5,805
4	Add lines 1, 2, and 3	4	580,670
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	580,670

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	LPL FINANCIAL(SEE ATTACHED)	P	VARIOUS	6/27/11
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	348,432		312,321	36,111
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	36,111
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	30,000	617,306	0.048598
2009	39,429	585,648	0.067325
2008	31,242	613,898	0.050891
2007	37,973	763,091	0.049762
2006	36,470	737,280	0.049466

2	**Total** of line 1, column (d)	2	0.266042
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	0.0532084
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	617,306
5	Multiply line 4 by line 3	5	32,846
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	426
7	Add lines 5 and 6	7	33,272
8	Enter qualifying distributions from Part XII, line 4	8	30,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. ________ **(attach copy of letter if necessary—see instructions)**						
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b				1	851	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		
3	Add lines 1 and 2				3	851	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				4		
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-				5	851	00
6	Credits/Payments:						
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	244	00			
b	Exempt foreign organizations—tax withheld at source	6b					
c	Tax paid with application for extension of time to file (Form 8868)	6c	500	00			
d	Backup withholding erroneously withheld	6d					
7	Total credits and payments. Add lines 6a through 6d				7	744	00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached				8		
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶				9	107	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 ▶**			**Refunded ▶**	11		

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
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)?	1b		✓
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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

			Yes	No
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	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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶

14 The books are in care of ▶ DAN E. BRUGGEMAN, PC Telephone no. ▶ 517-263-7897

Located at ▶ 126 E. CHURCH ST ADRIAN, MI ZIP+4 ▶ 49221

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		✓
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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?	☐ 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)?			1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?			1c		✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes	☐ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)			2b		
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?	☐ 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.)*			3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		✓
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		✓

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)? **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? . . . . ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . **6b**

If "Yes" to 6b, file Form 8870.

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? . **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
DAN E BRUGGEMAN 126 E. CHURCH ST ADRIAN, MI 49221	MANAGER 1.0	2,500	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 APPROVED CHARITIES PER FOUNDATION'S BY-LAWS	30,000
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	
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	600,026
b	Average of monthly cash balances			1b	26,681
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	626,707
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	626,707
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)			4	9,401
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	617,306
6	**Minimum investment return.** Enter 5% of line 5			6	30,865

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	30,865
2a	Tax on investment income for 2011 from Part VI, line 5	2a	851		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	851
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	30,014
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	30,014
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	30,014

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	30,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	30,000

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

				(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1		Distributable amount for 2011 from Part XI, line 7					30,014
2		Undistributed income, if any, as of the end of 2011:					
	a	Enter amount for 2010 only				0	
	b	Total for prior years: 20 07 ,20 08 ,20 09			0		
3		Excess distributions carryover, if any, to 2011:					
	a	From 2006	0				
	b	From 2007	0				
	c	From 2008	0				
	d	From 2009	1,323				
	e	From 2010	0				
	f	**Total** of lines 3a through e		1,323			
4		Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 30,000					
	a	Applied to 2010, but not more than line 2a				0	
	b	Applied to undistributed income of prior years (Election required—see instructions)			0		
	c	Treated as distributions out of corpus (Election required—see instructions)		0			
	d	Applied to 2011 distributable amount					30,000
	e	Remaining amount distributed out of corpus		0			
5		Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6		**Enter the net total of each column as indicated below:**					
	a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		1,323			
	b	Prior years' undistributed income. Subtract line 4b from line 2b			0		
	c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0		
	d	Subtract line 6c from line 6b. Taxable amount—see instructions			0		
	e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
	f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8		Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		0			
9		**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		1,323			
10		Analysis of line 9:					
	a	Excess from 2007	0				
	b	Excess from 2008	0				
	c	Excess from 2009	1,323				
	d	Excess from 2010	0				
	e	Excess from 2011	0				

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 . . . . . . ▶ NA

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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).)

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.

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:

DAN E. BRUGGEMAN, PC 126 E. CHURCH ST ADRIAN, MI 49221

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*				
MORENCI EDUCATION FOUNDATION				30,000
Total . . . . ▶ 3a				30,000
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) 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			523000	5	
4 Dividends and interest from securities			523000	18,673	
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			523000	36,111	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				54,789	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 54,789

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

▶ 7-16-12 ▶ Trustee

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name PHILIP R RUBLEY	Preparer's signature	Date 7/17/12	Check ☑ if self-employed	PTIN
Firm's name ▶ PHILIP R RUBLEY, CPA			Firm's EIN ▶	38-2209950
Firm's address ▶ 133 W. MAIN ST MORENCI, MI 49221			Phone no	517-458-2274

Name of the organization	Employer identification number
LYNN STUBBERFIELD FOUNDATION	38-3571515

990-PF PART I, LINE 16b:

ACCOUNTING FEE TO PREPARE ALL NECESSARY FORMS	$ 1,000

990-PF PART 1, LINE 16c:

INVESTMENT FEES FROM LPL FINANCIAL	$ 7,738

990-PF PART I, LINE 18:

FEDERAL INCOME TAX PD.	$ 868
LPL FINANCIAL TAX WITHHELD	111

990-PF PART I, LINE 23:

ANNUAL MICHIGAN CORP. UPDATE	$ 20

LPL Financial

LYNN STUBBERFIELD FOUNDATION NON PROFIT ORGINAZATION 3879-2088
Investment Objective: Growth

Strategic Asset Management (SAM)

For questions regarding your account contact:
PHILIP C BENEDICT 770-671-8227

Portfolio Summary

December 31, 2011

Portfolio Summary

	Market Value	Percentage
Exch Traded Funds	28,691	4.76 %
Mutual Funds	146,939	24.40 %
Equities	402,792	66.89 %
Cash & Equivalents	23,766	3.95 %
Total	$ 602,187	100.00 %

Net Invested Dollars (Contributions Less Withdrawals)	$ 355,795
Net Change Since Inception (Inception July 2, 1998)	$ 246,392

Portfolio Changes

Portfolio Value on December 31, 2010	$ 615,681
Inflows*	0
Outflows*	(30,112)
Market Fluctuation	5,502
Interest	4
Dividends	18,850
Advisory Fee	(7,738)
Portfolio Value on December 31, 2011	$ 602,187
Net Change	$ 16,618

* Inflows and Outflows reflect the market value of cash and/or positions deposited into or withdrawn from the account including miscellaneous account expenses.

If you have any questions regarding the enclosed reports, or if your investment objective or financial situation has changed in any way, please contact your advisor. In addition, you will need to make your advisor aware of changes to any specific instructions you have regarding the management of your account. This will ensure that you continue to receive advice that is tailored to meet your specific needs.

37049

Realized Gains and Losses

From January 1, 2011 Through December 31, 2011

Acquisition Date	Closing Date	Quantity	Security	Cost Basis	Proceeds	Short Term Gain or Loss	Long Term Gain or Loss
02-01-99	06-27-11	5,065.290	Alger Midcap Growth Fund Cl A	37,515	36,267		(1,248)
12-22-05	06-27-11	193.590	Alger Midcap Growth Fund Cl A	1,663	1,386		(277)
12-22-05	06-27-11	395.260	Alger Midcap Growth Fund Cl A	3,395	2,830		(565)
12-21-06	06-27-11	312.830	Alger Midcap Growth Fund Cl A	2,672	2,240		(432)
12-21-06	06-27-11	324.280	Alger Midcap Growth Fund Cl A	2,769	2,322		(448)
		6,291.250		48,014	45,045		(2,969)
09-18-07	06-27-11	1,593.190	Fairholme Funds Inc	52,597	50,240		(2,356)
12-21-07	06-27-11	13.500	Fairholme Funds Inc	422	426		3
12-21-07	06-27-11	15.000	Fairholme Funds Inc	469	473		4
12-21-07	06-27-11	15.470	Fairholme Funds Inc	484	488		4
12-19-08	06-27-11	10.080	Fairholme Funds Inc	213	318		105
12-19-08	06-27-11	41.450	Fairholme Funds Inc	875	1,307		432
12-17-09	06-27-11	15.190	Fairholme Funds Inc	451	479		28
		1,703.880		55,512	53,731		(1,781)
10-22-01	06-27-11	3,553.270	Income Fund of America Inc Cl F	55,798	60,015		4,217
12-17-02	06-27-11	7.080	Income Fund of America Inc Cl F	101	120		19
12-17-02	06-27-11	58.420	Income Fund of America Inc Cl F	829	987		158
03-18-03	06-27-11	60.480	Income Fund of America Inc Cl F	835	1,021		187
06-17-03	06-27-11	54.210	Income Fund of America Inc Cl F	843	916		73
09-16-03	06-27-11	54.670	Income Fund of America Inc Cl F	857	923		66
12-28-04	06-27-11	36.080	Income Fund of America Inc Cl F	668	609		(58)
12-28-05	06-27-11	100.600	Income Fund of America Inc Cl F	1,831	1,699		(132)
12-27-06	06-27-11	118.480	Income Fund of America Inc Cl F	2,393	2,001		(392)
12-26-07	06-27-11	176.650	Income Fund of America Inc Cl F	3,429	2,984		(445)
		4,219.950		67,583	71,275		3,692
05-17-04	06-27-11	386.720	Longleaf Partners Tr Sh Ben Int	11,214	11,595		381
11-16-04	06-27-11	14.310	Longleaf Partners Tr Sh Ben Int	432	429		(3)
12-31-04	06-27-11	3.330	Longleaf Partners Tr Sh Ben Int	104	100		(4)
11-10-05	06-27-11	4.130	Longleaf Partners Tr Sh Ben Int	127	124		(4)

LYNN STUBBERFIELD FOUNDATION NON PROFIT ORGINAZATION 3879-2088
Investment Objective: Growth

Realized Gains and Losses

From January 1, 2011 Through December 31, 2011

Acquisition Date	Closing Date	Quantity	Security	Cost Basis	Proceeds	Short Term Gain or Loss	Long Term Gain or Loss
11-10-05	06-27-11	22.950	Longleaf Partners Tr Sh Ben Int	708	688		(20)
12-29-05	06-27-11	6.830	Longleaf Partners Tr Sh Ben Int	213	205		(8)
11-09-06	06-27-11	1.550	Longleaf Partners Tr Sh Ben Int	54	47		(7)
11-09-06	06-27-11	55.000	Longleaf Partners Tr Sh Ben Int	1,907	1,649		(258)
12-28-06	06-27-11	3.280	Longleaf Partners Tr Sh Ben Int	115	98		(17)
11-08-07	06-27-11	0.110	Longleaf Partners Tr Sh Ben Int	4	3		(1)
11-08-07	06-27-11	35.550	Longleaf Partners Tr Sh Ben Int	1,267	1,066		(201)
11-20-07	06-27-11	892.060	Longleaf Partners Tr Sh Ben Int	30,026	26,746		(3,280)
12-28-07	06-27-11	3.510	Longleaf Partners Tr Sh Ben Int	118	105		(12)
11-14-08	06-27-11	72.860	Longleaf Partners Tr Sh Ben Int	1,166	2,184		1,018
12-31-08	06-27-11	3.520	Longleaf Partners Tr Sh Ben Int	54	105		51
12-17-09	06-27-11	0.760	Longleaf Partners Tr Sh Ben Int	18	23		5
		1,506.480		47,529	45,168		(2,361)
03-07-05	06-27-11	1,755.420	Loomis Sayles Fds Il Strategic Inc Cl Y	25,072	26,695		1,623
		1,755.420		25,072	26,695		1,623
03-07-05	06-27-11	268.610	New World Fd Inc New Cl F 1	9,252	14,400		5,148 *
		268.610		9,252	14,400		5,148
05-17-04	06-27-11	1,489.200	Royce Fd Premier Series	20,026	31,925		11,899
12-06-04	06-27-11	5.890	Royce Fd Premier Series	88	126		39
12-06-04	06-27-11	65.400	Royce Fd Premier Series	972	1,402		430
12-06-05	06-27-11	3.490	Royce Fd Premier Series	59	75		16
12-06-05	06-27-11	74.310	Royce Fd Premier Series	1,247	1,593		346
12-07-06	06-27-11	0.440	Royce Fd Premier Series	8	9		1
12-07-06	06-27-11	6.630	Royce Fd Premier Series	120	142		23
12-07-06	06-27-11	56.450	Royce Fd Premier Series	1,018	1,210		192
12-11-07	06-27-11	27.310	Royce Fd Premier Series	480	585		105
12-11-07	06-27-11	31.480	Royce Fd Premier Series	553	675		121
12-11-07	06-27-11	190.980	Royce Fd Premier Series	3,358	4,094		737
12-10-08	06-27-11	0.510	Royce Fd Premier Series	6	11		5

Realized Gains and Losses

From January 1, 2011 Through December 31, 2011

Acquisition Date	Closing Date	Quantity	Security	Cost Basis	Proceeds	Short Term Gain or Loss	Long Term Gain or Loss
12-10-08	06-27-11	32.730	Royce Fd Premier Series	375	702		327
		1,984.830		28,308	42,550		14,242
03-19-03	06-27-11	903.350	Third Avenue Value Fund Inc	26,463	45,425		18,962
12-23-05	06-27-11	72.010	Third Avenue Value Fund Inc	3,970	3,621		(349)
12-21-06	06-27-11	0.150	Third Avenue Value Fund Inc	9	8		(1)
12-21-06	06-27-11	1.750	Third Avenue Value Fund Inc	103	88		(15)
12-20-07	06-27-11	0.070	Third Avenue Value Fund Inc	4	4		(1)
12-20-07	06-27-11	8.340	Third Avenue Value Fund Inc	500	420		(80)
12-24-08	06-27-11	0.030	Third Avenue Value Fund Inc	1	2		1
		985.710		31,050	49,567		18,517
TOTAL				312,321	348,432	0	36,111
TOTAL	GAINS					0	46,726
TOTAL	LOSSES					0	(10,615)

REALIZED GAIN OR LOSS	36,111

LYNN STUBBERFIELD FOUNDATION NON PROFIT ORGINAZATION 3879-2088
Investment Objective: Growth