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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>ARCHIE D. &amp; BERTHA H. WALKER FOUNDATION</b>		A Employer identification number <b>41-6022758</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>23505 SMITHTOWN ROAD</b>	Room/suite <b>#260</b>	B Telephone number <b>952-380-1350</b>
City or town, state, and ZIP code <b>EXCELSIOR, MN 55331</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ <b>5,996,821.</b>	J Accounting method <input type="checkbox"/> Cash <input checked="" 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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		153.	153.		
4 Dividends and interest from securities		153,020.	153,020.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		143,439.			
b Gross sales price for all assets on line 6a		978,631.			
7 Capital gain net income (from Part IV, line 2)			143,439.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,610.	1,610.		STATEMENT 1
12 Total. Add lines 1 through 11		298,222.	298,222.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		31,450.	0.		31,450.
c Other professional fees STMT 3		83,180.	49,347.		33,833.
17 Interest					
18 Taxes STMT 4		5,633.	669.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		33,603.	0.		33,603.
24 Total operating and administrative expenses. Add lines 13 through 23		153,866.	50,016.		98,886.
25 Contributions, gifts, grants paid		253,830.			248,605.
26 Total expenses and disbursements. Add lines 24 and 25		407,696.	50,016.		347,491.
27 Subtract line 26 from line 12		-109,474.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			248,206.		
c Adjusted net income (if negative, enter -0-)				N/A	

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SCANNED NOV 21 2012

Revenue

Operating and Administrative Expenses

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NOV 19 2012

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**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	4,785.	5,891.	5,891.
	2 Savings and temporary cash investments	180,712.	145,437.	145,437.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	1,170,464.	1,224,148.	1,365,236.
	b Investments - corporate stock STMT 7	2,572,501.	2,544,186.	3,928,898.
	c Investments - corporate bonds STMT 8	624,683.	525,453.	527,700.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9)	26,348.	23,659.	23,659.	
<b>16 Total assets (to be completed by all filers)</b>	<b>4,579,493.</b>	<b>4,468,774.</b>	<b>5,996,821.</b>	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	14,935.	19,924.	
	18 Grants payable	13,735.	5,225.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	0.	2,276.	
<b>23 Total liabilities (add lines 17 through 22)</b>	<b>28,670.</b>	<b>27,425.</b>		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	4,550,823.	4,441,349.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input 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			
<b>30 Total net assets or fund balances</b>	<b>4,550,823.</b>	<b>4,441,349.</b>		
<b>31 Total liabilities and net assets/fund balances</b>	<b>4,579,493.</b>	<b>4,468,774.</b>		

**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	4,550,823.
2 Enter amount from Part I, line 27a	2	-109,474.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,441,349.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,441,349.

**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 SHORT TERM - SEE STATEMENT 15</b>	P		
<b>b LONG-TERM - SEE STATEMENT 15</b>	P		
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 28,789.		35,411.	-6,622.
b 949,842.		799,781.	150,061.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
a			-6,622.
b			150,061.
c			
d			
e			

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	143,439.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	310,414.	5,892,574.	.052679
2009	303,513.	5,332,013.	.056923
2008	512,114.	6,248,999.	.081951
2007	521,556.	7,139,126.	.073056
2006	463,315.	6,893,844.	.067207

<b>2</b> Total of line 1, column (d)	2	.331816
<b>3</b> 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	.066363
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,090,833.
<b>5</b> Multiply line 4 by line 3	5	404,206.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	2,482.
<b>7</b> Add lines 5 and 6	7	406,688.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	347,491.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,964.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,964.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,964.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,677.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,400.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,077.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	3.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	110.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 110. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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 ► N/A	13	X	
14	The books are in care of ► JANET DENBESTE Located at ► 23505 SMITHTOWN ROAD #260, EXCELSIOR, MN Telephone no ► 952-380-1350 ZIP+4 ► 55331			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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	N/A	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?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

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

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10	PART TIME			
	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2011)





**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>	6,171,877.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	11,710.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	6,183,587.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	6,183,587.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	92,754.
<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>	6,090,833.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	304,542.

**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>	304,542.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	4,964.
<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>	4,964.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	299,578.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	299,578.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	299,578.

**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>	347,491.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<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>	347,491.
<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	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	347,491.

**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				299,578.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	127,686.			
b From 2007	174,404.			
c From 2008	204,484.			
d From 2009	40,860.			
e From 2010	18,257.			
f Total of lines 3a through e	565,691.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	347,491.			
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				299,578.
e Remaining amount distributed out of corpus	47,913.			
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:	613,604.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	127,686.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	485,918.			
10 Analysis of line 9				
a Excess from 2007	174,404.			
b Excess from 2008	204,484.			
c Excess from 2009	40,860.			
d Excess from 2010	18,257.			
e Excess from 2011	47,913.			

N/A

▶

☐ 4942(i)(3) or ☐ 4942(i)(5)

**(4) Gross investment income**

[illegible]

N/A

**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
<b>a Paid during the year</b>				
SEE STATEMENT 12				248,605.
<b>Total</b>			<b>▶ 3a</b>	248,605.
<b>b Approved for future payment</b>				
SEE STATEMENT 13				5,225.
<b>Total</b>			<b>▶ 3b</b>	5,225.



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

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


[illegible]

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

- | b If "Yes," complete the following schedule |                          |                                 |
|---|--------------------------|---------------------------------|
| (a) Name of organization                    | (b) Type of organization | (c) Description of relationship |
| N/A   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |
|   |                          |                                 |

**Sign  
Here**

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

  
Signature of officer or trustee

141/13/12  
Date

ASST TREASURER

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JOHN THORVILSON

Preparer's signature

*John Wilson*  
WILSON KAUFMANN ET

Date \_\_\_\_\_

11/12/12

Check ☐ self-employed

PTIN

P00003339

Firm's name ► MOQUIST THORVILSON KAUFMANN ET AL. LLC

Firm's EIN ► 41-1841185

Firm's address ► 7650 EDINBOROUGH WAY STE 225  
EDINA, MN 55435-5921

Phone no (952) 854-5700

Form **990-PF** (2011)

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MISCELLANEOUS INCOME	1,610.	1,610.		
TOTAL TO FORM 990-PF, PART I, LINE 11	1,610.	1,610.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUDIT FEES	10,012.	0.		10,012.	
TAX RETURN PREPARATION	2,000.	0.		2,000.	
BOOKKEEPING	19,438.	0.		19,438.	
TO FORM 990-PF, PG 1, LN 16B	31,450.	0.		31,450.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL AND INVESTMENT EXPENSES	49,347.	49,347.		0.	
OTHER PROFESSIONAL FEES	33,833.	0.		33,833.	
TO FORM 990-PF, PG 1, LN 16C	83,180.	49,347.		33,833.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAXES	4,964.	0.		0.	
FOREIGN TAXES PAID	669.	669.		0.	
TO FORM 990-PF, PG 1, LN 18	5,633.	669.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUSTEE EXPENSES	22,338.	0.		22,338.	
OFFICE EXPENSE	8,244.	0.		8,244.	
DUES & SUBSCRIPTIONS	2,760.	0.		2,760.	
OTHER MANAGEMENT EXPENSES	261.	0.		261.	
TO FORM 990-PF, PG 1, LN 23	33,603.	0.		33,603.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	X		1,224,148.	1,365,236.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,224,148.	1,365,236.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,224,148.	1,365,236.	



FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	2,544,186.	3,928,898.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,544,186.	3,928,898.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT 14	525,453.	527,700.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	525,453.	527,700.	

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	24,860.	23,659.	23,659.
FEDERAL EXCISE TAX RECEIVABLE	1,488.	0.	0.
TO FORM 990-PF, PART II, LINE 15	26,348.	23,659.	23,659.

## STATEMENT 10

ARCHIE D. AND BERTHA H. WALKER FOUNDATION  
OFFICERS AND TRUSTEES  
E.I.N. #41-6022758  
2011

James H. Heron  
President and Trustee  
9 Pocahontas Trail  
Medford, NJ 08055

Herbert J. Motley, Jr  
Trustee  
6 Cary Street  
Nahant, MA 01908

Janet DenBeste  
Assistant Treasurer  
23505 Smithtown Rd., #260  
Excelsior, MN 55331

Julia W. Gilmore  
Trustee  
Box 82  
Blue Hill, ME 04614

Sally L. Walker  
Vice President and Trustee  
637 Third Street N.E.  
Washington, D C. 20002

Dana D. McCannel  
Trustee  
23505 Smithtown Rd., #260  
Excelsior, MN 55331

Berta B. Walker  
Trustee  
208 Bradford Street  
Provincetown, MA 02657

William S. Fitts  
Trustee  
38 Nelson Avenue  
Provincetown, MA 02657

Harriet W. Fitts  
Secretary and Trustee  
38 Nelson Avenue  
Provincetown, MA 02657

Catherine L. Lamb  
Treasurer and Trustee  
P O. Box 860  
Springfield, VT 05156

Joan Schoepke  
Assistant Secretary  
23505 Smithtown Rd., #260  
Excelsior, MN 55331

Bronwyn A.E. Griffith  
Trustee  
466 Portland Avenue  
St. Paul, MN 55102

Alexa Griffith Winton  
Trustee  
414 Hicks Street, A504  
Brooklyn, NY 11201

Louise W. McCannel  
Trustee Emeritus  
23505 Smithtown Rd., #260  
Excelsior, MN 55331

Amy C. Walker  
Trustee  
1707 Caribbean Drive  
Sarasota, FL 34231

Teri M. Motley  
Trustee  
7 Dustin Lane  
Jaffrey, NH 03452

**STATEMENT 11**  
**ARCHIE D. & BERTHA H. WALKER FOUNDATION**  
**EIN # 41-6022758**  
**GRANT GUIDELINES, PART XV, LINE 2**  
**12/31/11**

Mail to: Archie D. & Bertha H. Walker Foundation  
23505 Smithtown Road #260  
Excelsior, MN 55331

Attention: Ms. Jan DenBeste

Telephone Number: (952) 380-1350

Grant Guidelines: The Archie D. & Bertha H. Walker Foundation places primary emphasis upon grants to programs dealing with chemical dependency, chiefly alcoholism, upon children and their development.

The Trustees also consider grant proposals in areas of long-standing Foundation interests. These interests include programs in the arts, especially ones with which the Foundation has been historically associated, and programs addressing the treatment of racism, prejudice, and exclusivity.

In addition, approximately 20 grants of \$1,000 each are made annually in the areas of health, culture, conservation, recreation, education, international affairs, and social welfare. The total of these awards normally is limited to \$20,000 (not including matching grants).

The Foundation customarily limits its grant making activities to the State of Minnesota. Grants are usually awarded for a one-year period. The Foundation will ordinarily give preference to grants for programs over grants for capital needs. No grants are made either to individuals or private foundations.

Grant applications should include a description of the organization, the qualifications of responsible personnel, description of the project, its significance, a budget, and financial projections showing continuity of support if the request is for a new program. A copy of the organization's application must include a one-page project summary and budget submitted on the form provided by the Foundation.

**ARCHIE D. AND BERTHA H. WALKER FOUNDATION****EIN #41-6022758****CONTRIBUTIONS PAID****Year Ended December 31, 2011**

	<u>2011</u>
<b>Chemical Dependency:</b>	
Ascension Place	\$ 3,000
Bagosendaan	2,500
Bridge for Runaway Youth	1,500
Cabrini Partnership	1,500
Comunidades Latinas Unidas En Servicio	1,500
Employment Action Center (WIT)	3,000
Guild Incorporated	1,295
H.E.A.R.T., Inc.	1,000
House of Charity	4,000
Humane Services, Inc. (HSI)	2,000
Midwest Challenge, Inc.	3,000
Minneapolis American Indian Center	2,500
Minneapolis Community Technical College	3,000
Minnesota Assistance Council for Veterans	3,000
Minnesota Teen Challenge Academy	3,000
Perspectives, Inc.	3,000
Rebuild Resources, Inc.	2,500
RELATE, Inc.	3,000
St. Stephen's Human Services	2,000
Sexual Violence Center	3,000
Teens Alone	2,500
Twelfth Step House, Inc.	5,000
Walk-In Counseling Center	3,000
West Side Community Health Services	3,000
	<u>\$ 62,795</u>
<b>Racism:</b>	
Access Justice, PSC	\$ 2,000
Achieve Minneapolis	2,000
Admission Possible	4,000
Center for Victims of Torture	3,000
Emerge Community Development	2,000
Girl Scout Council of Greater Minnesota & Wisconsin River Valleys	1,500
Indian Child Welfare Law Center	3,000
Minnesota Children's Museum	2,000
Minnesota Computers for Schools	2,000
Minnesota Youth Intervention Programs Association	1,000
Na-way-ee Center School	1,500
Oromo Community of Minnesota	3,000

**ARCHIE D. AND BERTHA H. WALKER FOUNDATION**

EIN #41-6022758

**CONTRIBUTIONS PAID**

Year Ended December 31, 2011

	2011
<b>Racism (Continued):</b>	
Page Education Foundation	\$ 3,000
Ramsey County Historical Society	3,000
Sabathani Community Center	3,000
St. Paul Area Council of Churches	3,000
Southside Family Nurturing Center	1,000
Twin Cities Media Alliance	1,000
YouthCARE	1,000
	<u>\$ 42,000</u>
<b>Family Interests:</b>	
The ALS Association MN Chapter	\$ 1,000
Fine Arts Work Center/Provincetown	15,525
Library Foundation of Hennepin County	5,000
St. Croix River Association	5,000
The Walker Center	15,000
United Way of the Greater Twin Cities	2,150
	<u>\$ 43,675</u>
<b>Arts and Culture:</b>	
Arena Dances, Inc	\$ 4,000
Bright Water Elementary	1,000
Children's Theatre Company	2,000
Coffee House Press	3,000
Franconia Sculpture Park	3,000
Free Arts for Abused Children of Minnesota	3,500
History Theater	1,000
Illusion Theater and School, Inc.	2,000
In the Heart of the Beast	1,000
James Sewell Ballet	1,500
The Jungle Theater	1,000
The Loft Literary Center	1,000
MacPhail Center for Music	3,000

**ARCHIE D. AND BERTHA H. WALKER FOUNDATION**

EIN #41-6022758

**CONTRIBUTIONS PAID**

Year Ended December 31, 2011

	2011
<b>Arts and Culture (continued):</b>	
Midwest Art Conservation Center	\$ 2,000
The Minnesota Orchestral Association	1,000
The Minnesota Sinfonia	5,000
Mixed Blood Theatre Company	1,000
Native American Community Development Institute	1,000
Northfield Union of Youth	1,000
Northwest Youth & Family Services	2,000
Ordway Center for the Performing Arts	1,000
Pangea World Theater	1,000
Park Square Theatre	1,000
Penumbra Theater Company, Inc.	1,000
Pillsbury United Communities	3,000
St. Catherine University	2,000
St. Paul Chamber Orchestra	3,000
Sample Night Live	1,000
Skylark Opera	2,000
Stages Theatre Company	1,000
Stepping Stone Theatre	2,000
Ten Thousand Things Theater	2,000
Textile Center of Minnesota	1,000
TU Dance	1,000
Twin Cities Public Television	1,000
Upstream Arts	3,000
Urban Spectrum Theatre	2,000
Urban Ventures Leadership Foundation	1,000
Weavers Guild of Minnesota	1,000
Youth Performance Company	1,000
Zenon Dance Company	3,000
	<u>\$ 74,000</u>

**ARCHIE D. AND BERTHA H. WALKER FOUNDATION****EIN #41-6022758****CONTRIBUTIONS PAID****Year Ended December 31, 2011**

	<u>2011</u>
<b>Matching Grants:</b>	
Big Brother/Big Sister of Orange County	\$ 1,500
Carey Rural Fire Protection	500
Center for Victims of Torture	75
Compatible Technology International	1,450
Friends of Central School	650
Friends of Provincetown Council on Aging, Inc.	200
Groton School	250
Joyce Meyer Ministries	500
Jungle Theater	150
Monadnock Chorus	90
Nahant Historical Society	25
Nahant Village Church	1,020
Perspectives, Inc.	1,500
Planned Parenthood Federation	500
Ringling International Arts	1,500
Saengerfest Concert Chorus	125
St. Croix River Association	200
Salvation Army	1,000
Sanibel Music Festival, Inc.	250
Sun Valley Center for the Arts	500
The Park Theatre	100
The Walker Center	1,000
Tustin Area Women's Club	1,500
Vassar College	250
Wilbraham & Monson Academy	250
Yale Alumni Fund	50
	<u>\$ 15,135</u>
<b>Minor Grants:</b>	
Advance Opportunities	\$ 1,000
The ARC of Minnesota	1,000
Domestic Abuse Project	1,000
Fraser	1,000
Learning Disabilities Association	1,000
Minnesota Land Trust	1,000
Northern Voices	1,000
Science Museum of Minnesota	1,000
Thomas Irvine Dodge Nature Center	1,000
Wild Life Rehabilitation and Release	1,000
Women Venture	1,000
	<u>\$ 11,000</u>
<b>Total contributions paid during the year</b>	<u><u>\$ 248,605</u></u>

**ARCHIE D. AND BERTHA H. WALKER FOUNDATION**

**EIN #41-6022758**

**CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT**

**Year Ended December 31, 2011**

	<u>2011</u>
Arden Theater Company	\$ 1,000
Chamber Orchestra of Philadelphia	1,000
Doctors Without Borders	500
Harvard University-Villa	1,000
Juvenile Diabetes Research	25
Phillips Academy	1,000
Society of the Cincinnati Anderson House	50
Soup Kitchen of Provincetown	150
The Philadelphia School	500
Total contributions approved for future payment	<u>\$ 5,225</u>



# ARCHIE D. AND BERTHA H. WALKER FOUNDATION

## MARKETABLE SECURITIES

December 31, 2011 and 2010

DESCRIPTION	December 31, 2011			December 31, 2010		
	Face Amount or Number of Shares	Cost	Market Value	Face Amount or Number of Shares	Cost	Market Value
Corporate stocks:						
Accenture PLC	2,975	\$ 96,458	\$ 158,359	3,800	\$ 123,207	\$ 184,262
Automatic Data Processing, Inc	3,150	106,492	170,131	3,850	130,157	178,178
Bard C R, Inc	1,630	123,777	139,365	2,010	152,633	184,458
Bemis, Inc	4,850	62,613	145,888	4,850	62,613	158,401
Cisco Systems, Inc	-	-	-	8,135	118,444	164,571
CVS/Caremark Corp	4,520	71,687	184,326	4,520	71,687	157,160
Danaher Corp	3,130	115,395	147,235	3,780	139,359	178,303
Donaldson Co Inc	2,440	103,640	166,115	2,775	117,869	161,727
Ecolab, Inc	3,165	155,229	182,969	3,165	155,229	159,579
Expeditors International Washington, Inc	3,590	114,248	147,046	2,860	83,715	156,156
Fedex Corporation	1,850	168,317	154,494	1,850	168,317	172,069
Franklin Resources Inc	1,415	50,099	135,925	1,415	50,099	157,362
Illinois Tool Works, Inc	3,160	21,642	147,604	3,160	21,642	168,744
Johnson & Johnson	2,385	121,979	156,408	2,385	121,979	147,512
Johnson Controls, Inc	5,200	152,235	162,552	-	-	-
Kohls Corp	2,850	117,627	140,648	2,850	117,627	154,869
Medtronic, Inc	4,450	66,336	170,213	4,450	66,336	165,050
Microsoft Corp	6,150	148,441	159,654	6,150	148,441	171,646
Novartis AG - ADR	2,630	162,507	150,357	-	-	-
Omnicom Group	-	-	-	3,450	130,131	158,010
Oracle Corporation	5,360	131,620	137,484	5,360	131,620	167,768
Proctor & Gamble Co	2,600	162,555	173,446	2,600	162,555	167,258
Sherwin Williams Company	1,735	40,311	154,883	2,060	47,863	172,525
Sigma Aldrich Corporation	2,160	21,369	163,021	2,160	21,369	173,722
Stryker Corp	2,855	142,703	141,922	2,855	142,703	153,313
Sysco Corporation	5,950	55,343	174,513	5,950	55,343	174,930
Wal Mart Stores, Inc	2,750	31,563	164,340	2,750	31,563	148,308
Total corporate stocks	82,950	\$ 2,544,186	\$ 3,928,898	89,190	\$ 2,572,501	\$ 4,135,881

STATEMENT 14

# ARCHIE D. AND BERTHA H. WALKER FOUNDATION

## MARKETABLE SECURITIES

December 31, 2011 and 2010

DESCRIPTION	December 31, 2011			December 31, 2010		
	Face Amount or Number of Shares	Cost	Market Value	Face Amount or Number of Shares	Cost	Market Value
<b>United States notes:</b>						
United States Treasury notes, 5 00%, due 2/15/11	-	\$ -	\$ -	50,000	\$ 50,094	\$ 50,282
United States Treasury notes, 4 25%, due 8/15/15	150,000	150,006	169,980	150,000	150,006	166,091
United States Treasury notes, 4 875%, due 8/15/16	-	-	-	150,000	154,364	170,965
United States Treasury notes, 4 25%, due 11/15/17	100,000	108,149	118,117	100,000	108,149	110,242
United States Treasury notes, 3 125%, due 5/15/19	150,000	144,289	168,187	100,000	94,265	101,055
United States Treasury notes, 3 625%, due 2/15/20	150,000	159,852	173,966	100,000	108,507	103,781
United States Treasury notes, 3 625%, due 2/15/21	150,000	156,773	174,153	-	-	-
Total United States notes	700,000	719,069	804,403	650,000	665,385	702,416
<b>State government and federal agency bonds:</b>						
Grand Rapids, MN, 5 875%, due 6/1/13	100,000	100,967	106,627	100,000	100,967	109,683
Des Plaines III, 4 75%, due 12/1/12	100,000	102,530	102,760	100,000	102,530	104,739
Baltimore, MD, 5 625%, due 10/15/17	100,000	100,974	119,053	100,000	100,974	107,704
Michigan State, 4 99%, due 5/1/18	100,000	99,921	115,843	100,000	99,921	98,930
Federal Farm Credit Bank, 4 41%, due 1/18/18	100,000	100,687	116,550	100,000	100,687	109,915
Total state government and federal agency bonds	500,000	505,079	560,833	500,000	505,079	530,971
<b>Corporate bonds:</b>						
Abbott Laboratories, 5 60%, due 5/15/11	-	-	-	150,000	151,399	152,954
Coca-Cola Co, 3 625%, due 3/15/14	200,000	211,979	212,904	200,000	211,979	211,678
Hewlett-Packard Co, 4 50%, due 3/1/13	100,000	102,351	102,845	100,000	102,351	107,036
Merck & Co Inc, 4 00%, due 6/30/15	50,000	53,208	55,062	50,000	53,208	53,645
Occidental Petroleum Corp, 2 50%, due 2/1/16	150,000	157,915	156,889	-	-	-
Pfizer Inc, 4 45%, due 3/15/12	-	-	-	100,000	105,746	104,346
Total corporate bonds	500,000	525,453	527,700	600,000	624,683	629,659
Total marketable securities		\$ 4,293,787	\$ 5,821,834		\$ 4,367,648	\$ 5,998,927

STATEMENT 14

## WALKER FOUNDATION

## Income for 2011

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (\*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

## Short term gains and losses

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
CISCO SYSTEMS INC	17275R102	1775	12/13/10	09/08/11	\$28,788.88	\$35,411.07	\$-6,622.19
Total short term gains/loss:					\$28,788.88	\$35,411.07	\$-6,622.19

## Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
US TREASURY NOTE 5.000% 2/15/11	9128276T4	50000	02/14/02	02/15/11	\$50,000.00	\$50,093.75	\$-93.75
DANAHER CORP	235851102	650	08/16/07	04/05/11	\$34,127.59	\$23,963.78	\$10,163.81
AUTOMATIC DATA PROCESSING INC COMM	053015103	700	08/14/02	04/05/11	\$38,449.97	\$23,664.83	\$12,785.14
BARD C R INCORPORATED	067383109	380	10/27/09	04/05/11	\$38,143.66	\$28,855.95	\$9,287.71
ACCENTURE PLC	G1151C101	825	06/17/09	04/05/11	\$45,539.12	\$26,748.81	\$18,790.31
ABBOTT LABORATORIES 5.600% 5/15/11	002824A59	150000	08/08/07	05/15/11	\$150,000.00	\$151,398.50	\$-1,398.50
OMNICOM GROUP	681919106	2610	07/12/05	08/01/11	\$122,412.65	\$104,374.17	\$18,038.48
OMNICOM GROUP	681919106	840	11/05/08	08/01/11	\$39,397.17	\$25,757.26	\$13,639.91
CISCO SYSTEMS INC	17275R102	60	09/15/08	09/08/11	\$973.15	\$1,384.71	\$-411.56



# 2011 Tax Information

Account Number 12163600

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## WALKER FOUNDATION

### Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
CISCO SYSTEMS INC	17275R102	6300	05/06/02	09/08/11	\$102,180.25	\$81,648.00	\$20,532.25
DONALDSON CO INC	257651109	335	07/14/08	11/11/11	\$22,216.70	\$14,229.29	\$7,987.41
US TREASURY NOTES 4.875% 8/15/16	912828FQ8	50000	02/27/08	11/18/11	\$59,340.63	\$54,238.28	\$5,102.35
US TREASURY NOTES 4.875% 8/15/16	912828FQ8	100000	05/23/07	11/18/11	\$118,681.25	\$100,125.00	\$18,556.25
PFIZER INC 4.450% 3/15/12	717081CZ4	100000	08/30/10	12/08/11	\$101,057.68	\$105,746.00	\$-4,688.34
SHERWIN WILLIAMS CO	824348108	325	09/14/99	12/27/11	\$29,321.81	\$7,551.15	\$21,770.66
Total long term gains/losses for sales of assets:					\$949,841.61	\$799,780.48	\$150,061.13

Short term gains and losses  
Long term gains and losses

(6,622.19) P.5  
150,061.13 ①

#143,438.94

12/31/11 Balance 00,5450.00  
Capital Gains

143,438.93

Variance

.01 Pass -  
due to  
rounding

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

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	Employer identification number (EIN) or
	ARCHIE D. & BERTHA H. WALKER FOUNDATION	<input checked="" type="checkbox"/> 41-6022758
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	23505 SMITHTOWN ROAD, NO. #260	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	EXCELSIOR, MN 55331	

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-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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

JANET DENBESTE

- The books are in the care of ☒ 23505 SMITHTOWN ROAD #260 - EXCELSIOR, MN 55331

Telephone No. ☒ 952-380-1350

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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning                     , and ending                     .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION REQUIRED IN ORDER TO PREPARE THE RETURN.

8a 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.	8a	\$	5,077.
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 and any amount paid previously with Form 8868.	8b	\$	5,077.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☐

Title ☒ ASST TREASURER

Date ☐

Form 8868 (Rev. 1-2012)