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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

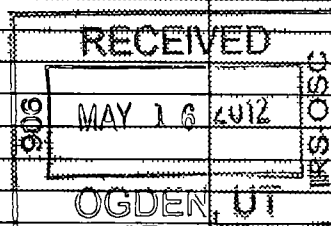
Name of foundation ATWATER KENT FOUNDATION, INC.		A Employer identification number 51-0081303
Number and street (or P.O. box number if mail is not delivered to street address) 101 SPRINGER BLDG, 3411 SILVERSIDE RD		B Telephone number (302) 478-4383
City or town, state, and ZIP code WILMINGTON, DE 19810-4811		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) \$ 1718519.	J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) TAX 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))		(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 ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2.	2.		Statement 1
4 Dividends and interest from securities		6537.	6537.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3810.			
b Gross sales price for all assets on line 6a		161305.			
7 Capital gain net income (from Part IV, line 2)			3810.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		10349.	10349.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		284.	213.		71.
b Accounting fees Stmt 4		8018.	6014.		2004.
c Other professional fees					
17 Interest					
18 Taxes Stmt 5		85.	46.		15.
19 Depreciation and depletion					
20 Occupancy		1859.	1394.		465.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		326.	244.		82.
24 Total operating and administrative expenses. Add lines 13 through 23		10572.	7911.		2637.
25 Contributions, gifts, grants paid		92200.			92200.
26 Total expenses and disbursements. Add lines 24 and 25		102772.	7911.		94837.
27 Subtract line 26 from line 12		-92423.			
a Excess of revenue over expenses and disbursements			2438.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 16 2012

Revenue

Operating and Administrative Expenses

8
3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing		1182.	1217.	1217.		
	2 Savings and temporary cash investments						
	3 Accounts receivable	776.					
	Less allowance for doubtful accounts		582.	776.	776.		
	4 Pledges receivable						
	Less allowance for doubtful accounts						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons						
	7 Other notes and loans receivable						
	Less allowance for doubtful accounts						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10a Investments - U.S. and state government obligations Stmt 7		1163777.	1097804.	1097804.		
	b Investments - corporate stock Stmt 8		518535.	491857.	618722.		
	c Investments - corporate bonds						
Liabilities	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) ROUNDING ADJUSTMENT		1.	-1.	0.		
	16 Total assets (to be completed by all filers)		1684077.	1591653.	1718519.		
	17 Accounts payable and accrued expenses						
	18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe)						
23 Total liabilities (add lines 17 through 22)		0.	0.				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☐					
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☒					
	27 Capital stock, trust principal, or current funds		1684077.	1591653.			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.			
30 Total net assets or fund balances		1684077.	1591653.				
31 Total liabilities and net assets/fund balances		1684077.	1591653.				

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	1684077.
2 Enter amount from Part I, line 27a	2	-92423.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1591654.
5 Decreases not included in line 2 (itemize)	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1591653.

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 SCHEDULE ATTACHED	P	Various	Various
b SCHEDULE ATTACHED	P	Various	Various
c Capital Gains Dividends			
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 11325.		10783.	542.
b 149969.		146712.	3257.
c 11.			11.
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))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			542.
b			3257.
c			11.
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	3810.
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) If (loss), enter -0- in Part I, line 8	}	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	93325.	1767847.	.052790
2009	94578.	1763292.	.053637
2008	95351.	1880983.	.050692
2007	94515.	1992093.	.047445
2006	94380.	1972600.	.047845

2 Total of line 1, column (d)	2	.252409
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	.050482
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1763474.
5 Multiply line 4 by line 3	5	89024.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24.
7 Add lines 5 and 6	7	89048.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	94837.

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)		1	24.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	24.
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	24.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 800.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	800.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	776.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 776. Refunded ☒		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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 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) ☒ DE		
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

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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 ► JAMES R. WEAVER, SECRETARY Telephone no ► (302) 478-4383 Located at ► 101 SPRINGER BLDG, 3411 SILVERSIDE RD, WILMINGTON ZIP+4 ► 19810-4811			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		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 ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
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?	☐ 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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 9		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

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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	1787584.
b	Average of monthly cash balances	1b	2745.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1790329.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1790329.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26855.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1763474.
6	Minimum investment return. Enter 5% of line 5	6	88174.

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	88174.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	24.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	24.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	88150.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	88150.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	88150.

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	94837.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	94837.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	24.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	94813.

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.

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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				88150.
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				
b From 2007				
c From 2008	2532.			
d From 2009	6601.			
e From 2010	6533.			
f Total of lines 3a through e	15666.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 94837.				
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				88150.
e Remaining amount distributed out of corpus	6687.			
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:	22353.			
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	22353.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008	2532.			
c Excess from 2009	6601.			
d Excess from 2010	6533.			
e Excess from 2011	6687.			

N/A

►

☐ 4942(I)(3) or ☐ 4942(I)(5)

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

HOPE P. ANNAN, PRESIDENT, (302) 478-4383

101 SPRINGER, 3411 SILVERSIDE RD, WILMINGTON, DE 19810

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

STATEMENT ATTACHED

c Any submission deadlines

NONE

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

STATEMENT ATTACHED

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				
STATEMENT ATTACHED				
STATEMENT ATTACHED				
STATEMENT ATTACHED				92200.
Total			3a	92200.
b Approved for future payment				
None				
Total			3b	0.

Form 990-PF (2011)

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

GEORGE P. WARREN,
JR.

Preparer's signature

GEORGE P. WARREN,

Date

03/24/12

Check ☒ if self-employed

PTIN

P00047030

Firm's name ► **GEORGE P. WARREN, JR., CPA**

Firm's EIN ► 23-6585684

Firm's address ► 52 ULVERSTON DRIVE

KENNETT SQUARE, PA 19348-2044

Phone no 610-388-0617

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
FIDELITY INVESTMENTS CHECKING	1.
FIDELITY INVESTMENTS CORE ACCOUNT	1.
Total to Form 990-PF, Part I, line 3, Column A	2.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
FIDELITY INVESTMENTS - AGENT	6422.	0.	6422.
US GOVERNMENT SECURITIES	115.	0.	115.
Total to Fm 990-PF, Part I, ln 4	6537.	0.	6537.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	284.	213.		71.
To Fm 990-PF, Pg 1, ln 16a	284.	213.		71.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	8018.	6014.		2004.
To Form 990-PF, Pg 1, ln 16b	8018.	6014.		2004.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL EXCISE TAX	24.	0.		0.	
DELAWARE ANNUAL FEE	61.	46.		15.	
FOREIGN INCOME TAXES	0.	0.		0.	
To Form 990-PF, Pg 1, ln 18	85.	46.		15.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
STATIONERY & SUPPLIES	155.	116.		39.	
TELEPHONE	8.	6.		2.	
POSTAGE	163.	122.		41.	
SOFTWARE MAINTENANCE	0.	0.		0.	
To Form 990-PF, Pg 1, ln 23	326.	244.		82.	

Form 990-PF	U.S. and State/City Government Obligations			Statement	7
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value	
U S GOVERNMENT OBLIGATIONS	X		1097804.	1097804.	
Total U.S. Government Obligations			1097804.	1097804.	
Total State and Municipal Government Obligations					
Total to Form 990-PF, Part II, line 10a			1097804.	1097804.	

Form 990-PF	Corporate Stock	Statement	8
Description	Book Value	Fair Market Value	
CORPORATION STOCK	466327.	595848.	
MUTUAL FUNDS	25530.	22874.	
Total to Form 990-PF, Part II, line 10b	491857.	618722.	

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	9
Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Expense Contrib Account
HOPE P. ANNAN SEE NOTE ATTACHED PALM BEACH, FL 33480	TRUSTEE & PRESIDENT 0.00	0.	0. 0.
A. ATWATER KENT, III SEE NOTE ATTACHED PALM BEACH, FL 33480	TRUSTEE & VICE-PRESIDENT 0.00	0.	0. 0.
CHRISTOPHER B. KENT SEE NOTE ATTACHED SANTE FE, NM 87501	TRUSTEE & TREASURER 0.00	0.	0. 0.
JAMES R. WEAVER 1343 WEST BALTIMORE PIKE, A-302 MEDIA, PA 19063	SECRETARY 0.00	0.	0. 0.
JOANNE STEPPI 8 SANDALWOOD DRIVE, APT 6 NEWARK, DE 19713	ASSISTANT SECRETARY 0.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		0.	0. 0.

ATWATER KENT FOUNDATION, INC.
INVESTMENTS
DECEMBER 31, 2011

51-0081303 PART II - LINE 10

<u>Principal Amount</u>	<u>Book Value</u>	<u>Market Value Dec. 31, 2011</u>
<u>U. S. Government Obligations</u>		
1,097,803.56 Fidelity US Government Reserves	1,097,803.56	1,097,803.56
	=====	=====
<u>Mutual Funds</u>		
562.664 Fidelity Diversified International	15,565.41	14,359.19
414.969 Fidelity Emerging Markets	9,964.40	8,515.16
	25,529.81	22,874.35
	=====	=====
<u>Shares</u>		
210 AccenturePLC Class A	11,324.01	11,178.30
910 Amphenol Corp. Class A	30,121.84	41,304.90
690 Ansys Inc.	30,116.51	39,523.20
110 Apple Inc.	23,043.58	44,550.00
415 Celgene Corp.	25,579.25	28,054.00
2,510 Charles Schwab Corp. New	30,257.01	28,262.60
450 Express Scripts Inc.	18,210.00	20,110.50
78 Google Inc. Class A	31,918.52	50,380.20
222 Illinois Tool Works Inc.	10,017.04	10,369.62
290 Intercontinental Exchange Inc.	30,058.97	34,959.50
75 Mastercard Inc. Class A	21,912.30	27,961.50
600 Netapp Inc.	27,146.26	21,762.00
890 Oracle Corp.	30,565.15	22,828.50
400 Praxair Inc.	25,859.15	42,760.00
360 Proctor & Gamble Co.	19,252.57	24,015.60
235 Ralph Lauren Corp. Class A	15,547.10	32,448.80
445 Target Corp.	13,726.58	22,792.90
245 United Technologies Corp.	16,233.37	17,907.05
425 Urban Outfitters Inc.	13,741.38	11,713.00
525 Verisk Analytics Inc. Class A	16,249.74	21,068.25
710 Yum Brands Inc.	25,446.17	41,897.10
	466,326.50	595,847.52
	=====	=====
	1,589,659.87	1,716,525.43
	=====	=====

REALIZED GAINS AND LOSSES

ATWATER KENT FOUNDATION

51-0081303 PART IV

AKF-FID

From 01-01-11 Through 12-31-11

Security	Quantity	Buy Date	Date Sold	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
TARGET CORP	90 000	10-15-02	01-13-11	4,990 11	2,896 20		2,093 91
APPLE INC	20 000	04-26-10	01-20-11	6,710 02	5,405 69	1,304 33	
BECTON DICKINSON & CO	35 000	08-24-07	04-18-11	2,892 79	2,697 90		194 89
MASTERCARD INC CL A COM	10 000	06-16-08	04-29-11	2,737 99	2,958.09		-220 10
MYRIAD GENETICS INC	200 000	02-22-10	05-03-11	4,234 69	4,470 95		-236 26
MYRIAD GENETICS INC	175 000	02-22-10	05-03-11	3,705 36	3,905 49		-200 13
BECTON DICKINSON & CO	100 000	08-24-07	05-04-11	8,634 38	7,708 29		926 09
MYRIAD GENETICS INC	25.000	02-22-10	05-04-11	555 57	557 93		-2 36
MYRIAD GENETICS INC	90.000	02-23-10	05-04-11	2,000 07	2,004 15		-4 08
BECTON DICKINSON & CO	30 000	08-24-07	05-06-11	2,584.00	2,312.49		271 51
MYRIAD GENETICS INC	335 000	02-12-10	05-06-11	7,503.44	7,011 83		491 61
STAPLES INC	250 000	04-12-07	06-14-11	3,771 39	6,620 50		-2,849 11
STAPLES INC	200 000	04-13-07	06-14-11	3,017.11	5,330 00		-2,312 89
STAPLES INC	400 000	05-09-07	06-14-11	6,034 23	9,968 00		-3,933 77
STAPLES INC.	150 000	07-24-08	06-14-11	2,262 83	4,073 32		-1,810 49
BECTON DICKINSON & CO	10.000	08-24-07	06-30-11	857 23	770 83		86.40
BECTON DICKINSON & CO	20 000	04-28-09	06-30-11	1,714 47	1,256 40		458 07
BECTON DICKINSON & CO	60.000	04-28-09	07-22-11	5,242 37	3,769 20		1,473 17
BECTON DICKINSON & CO	40 000	08-10-09	07-22-11	3,494 91	2,596 80		898 11
TARGET CORP	85.000	10-15-02	08-09-11	4,065 17	2,735 30		1,329 87
TARGET CORP	55 000	02-02-09	08-09-11	2,630.40	1,700 42		929 98
PROCTER & GAMBLE CO COM	35 000	05-03-05	08-29-11	2,202.25	1,919.37		282 88
PEPSICO INC	240 000	07-19-05	09-15-11	14,664 47	13,195 68		1,468 79
PEPSICO INC	125 000	07-25-05	09-15-11	7,637 74	6,808 00		829 74
PEPSICO INC	25 000	02-07-08	09-15-11	1,527 55	1,741 50		-213 95
PEPSICO INC	10 000	10-20-08	09-15-11	611.02	549 19		61 83
PEPSICO INC	90.000	10-20-08	09-15-11	5,500 69	4,942 71		557 98
FIDELITY EMERGIN MARKETS	239.1200	11-02-09	09-26-11	4,748 93	5,000.00		-251 07
FIDELITY EMERGIN MARKETS	2 6720	12-04-09	09-26-11	53 07	60 02		-6 95
FIDELITY EMERGIN MARKETS	14 3270	09-20-10	09-26-11	284 53	343 85		-59 32
UNITED TECHNOLOGIES CORP	85 000	12-18-07	09-27-11	6,211 38	6,370 32		-158 94
APPLE INC	25.000	04-26-10	10-05-11	9,104 62	6,757 11		2,347 51
GOOGLE INC CLASS A	5 000	10-11-07	10-06-11	2,529 20	3,203 95		-674 75
PRAXAIR INC.	50 000	12-23-09	10-27-11	5,302 59	3,991.50		1,311 09
PRAXAIR INC	25 000	04-29-11	10-27-11	2,651 30	2,661 95	-10 65	
RALPH LAUREN CORP CLASS A	45 000	06-10-08	11-10-11	6,723 92	2,977 10		3,746 82
URBAN OUTFITTERS INC	40 000	09-27-10	12-09-11	1,043.60	1,378 90		-335 30
URBAN OUTFITTERS INC.	60.000	09-28-10	12-09-11	1,565 39	2,090.23		-524 84
URBAN OUTFITTERS INC	160 000	09-28-10	12-09-11	4,188 40	5,573 94		-1,385 54
URBAN OUTFITTERS INC.	120.000	11-22-10	12-09-11	3,141.30	4,464 29		-1,322 99

REALIZED GAINS AND LOSSES

ATWATER KENT FOUNDATION

51-0081303 PART IV

AKF-FID

From 01-01-11 Through 12-31-11

Security	Quantity	Buy Date	Date Sold	Proceeds	Cost Basis	Gain Or Loss	
						Short Term	Long Term
URBAN OUTFITTERS INC	75 000	01-12-11	12-09-11	1,963 31	2,715 41	-752 10	
						1,304 33	19,760 26
						-762 75	-16,502 84
				161,293.79	157,494.79	541.58	3,257.42
3,799 00							

SUMMARY

	<u>Proceeds</u>	<u>Cost</u>	Gain (Loss) <u>Per Books</u>
Short term	11,324 63	10,783.05	541 58
Long term	149,969.16	146,711.74	3,257 42
Totals	161,293.79	157,494.79	3,799.00

PART XV - Lines 2b & d

SUGGESTED PROCEDURE FOR GRANT APPLICATION

Application for a grant from the Atwater Kent Foundation, Inc., should be made in writing and directed to the attention of Hope P. Annan, President, in care of the foundation office, 101 Springer Building, 3411 Silverside Road, Wilmington, Delaware 19810. No special form is required; just describe the general activities of your organization and the specific need for, and purpose of, the requested grant.

Please be sure that your application includes the following information:

- (1) The complete legal name and address of your organization.
- (2) Determination letters from Internal Revenue Service indicating:
 - (a) Approval of tax exempt status under Section 501(c)(3) or other appropriate section of the Internal Revenue Code.
 - (b) That the organization is not a private foundation.
 - (c) For private schools and colleges only, that the institution meets the non-discriminatory policy guidelines of the Internal Revenue Service.
- (3) Your most recent annual report and certified financial statements.
- (4) A detailed project budget.
- (5) For public supported charities qualifying under the provisions of Sections 170(b)(1)(A)(vi) or 509(a)(2) of the Internal Revenue Code, a statement that compliance by the Foundation with the grant request will not result in an adverse impact on this exemption status.

Proposals received by the Foundation are reviewed periodically by the Trustees. Applications will not be considered in the following circumstances:

- (1) Organizations which have applied for tax exempt status but have not yet received their ruling.
- (2) Organizations whose purposes or programs are not in accordance with Internal Revenue regulations or guidelines.
- (3) Organizations which act as conduits to pass funds through to non-exempt organizations or activities.
- (4) Grants to individuals
- (5) Institutions which in policy or practice unfairly discriminate against race, age, creed or sex.

Historically, the Foundation has focused its program of gifts principally in the metropolitan Philadelphia, Pennsylvania and Palm Beach, Florida areas. Such emphasis is not designed, however, to preclude organizations in other areas with worthwhile projects and demonstrated needs from applying for consideration. In recent years, annual grants have totalled approximately \$70,000 and have ranged in size from \$100 to \$5,000, with a few special grants up to \$10,000.

GRANTS AWARDED BY Atwater Kent Foundation, Inc. 01/01/2011 - 12/31/2011

51-0081303

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	PART XV <u>AMOUNT</u> 3a
ANIMAL WELFARE				
	Animal Medical Center(The)	New York	current operations	\$350.00
	Friends Feral Felines	Charlotte	current operations	\$250.00
	Peggy Adams AnimalRescueLeague	West Palm Beach	current operations	\$500 00
	Spirit of the Hills Wildlife	Spearfish	Yurt Discovery Center	\$1,500 00
Total forANIMAL WELFARE				\$2,600.00
CHARITABLE - COMMUNITY ORGANIZATIONS				
	Acadia Community Association	Bar Harbor	MDI Skate Park	\$500.00
	American Youth Hostels	Philadelphia	current operations	\$500.00
	Asian Americans United	Philadelphia	current operations	\$300.00
	Boys & Girls Clubs of PB Co.	West Palm Beach	current operations	\$450.00
	Career Transition for Dancers	New York	current operations	\$1,000 00
	CharlottePoliceBenevolentFund	Charlotte	current operations	\$500 00
	Harbor House Comm.Serv.Ctr	Southwest Harbr	H2O Underground	\$200 00
	Heritage Foundation	Washington	current operations	\$500 00
	Island Connections	Bar Harbor,	current operations	\$300 00
	Island Housing Trust	Mount Desert	current operations	\$300.00
	MDI Comm Sailing Ctr.	SouthwestHarbor	current operations	\$100 00
	Maine Coast Hentage Trust	Topsham	current operations	\$1,050 00
	Maine Granite Industry Hist So	Mt Desert	current operations	\$500.00
	Manchester Historical Soc	Manchester	current operations	\$500.00
	National Runaway Switchboard	Chicago	current operations	\$300 00
	Parents & Friends, Lesb & Gays	Washington	current operations	\$400 00
	Philadelphia PFLAG	Philadelphia	current operations	\$400 00
	Santa Fe Teen Arts Ctr	Santa Fe	Warehouse # 21	\$1,000.00
	Taller Puertorriqueno, Inc	Philadelphia	current operations	\$300.00
	Talleyville Fire Company	Wilmington	current operations	\$150.00
	Trustees of Reservations(The)	Beverly	current operations	\$250 00
Total forCHARITABLE - COMMUNITY ORGANIZATIONS				\$9,500.00
CHARITABLE - HOSPITALS				
	Albert Schweitzer Hopital	Pittsburgh,	current operations	\$500 00
	Mayo Clinic	Rochester	current operations	\$200.00
	Mt. Desert Island Hospital	Bar Harbor	current operations	\$550.00
Total forCHARITABLE - HOSPITALS				\$1,250.00
CHARITABLE - OTHER MEDICAL & HEALTH				
	Hospice Guild of Palm B County	West Palm Beac	current operations	\$1,000.00
	Mt Desert Medical Ctr(Town of)	Nrtheast Harbor	current operations	\$900 00
	OCI Healing Research Found	Quincy	current operations	\$500.00

GRANTS AWARDED BY Atwater Kent Foundation, Inc. 01/01/2011 - 12/31/2011

51-0081303
PART XV - LINE 3a

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
CHARITABLE - OTHER MEDICAL & HEALTH				
	PlannedParent FL-HPA	West Palm Beach	current operations -	\$2,000 00
	Seeing Eye (The)	Morristown	current operations	\$350 00
Total forCHARITABLE - OTHER MEDICAL & HEALTH				\$4,750.00
CHARITABLE - RELIEF				
	Calcutta House	Philadlephia	Phila Aids Care	\$100 00
	Fresh Air Fund (The)	New York	current operations	\$550 00
	Habitat for Humanity	Americus	current operations	\$500 00
	Philadelphia Fight	PHILADELPHIA	critical path project	\$100.00
	Salvation Army	Portland	current operations	\$250.00
Total forCHARITABLE - RELIEF				\$1,500.00
EDUCATIONAL - CULTURAL INSTITUTIONS				
	American Ballet Theatre	New York	current operations	\$3,000 00
	Atwater Kent Museum	Philadelphia	Matching Gift	\$20,000 00
	Brinton Assn.of America	West Chester	current operations	\$100.00
	Essex County Greenbelt	Essex	current operations	\$450 00
	Friends of Acadia	Bar Harbor	current operations	\$1,550 00
	Hist. Society PalmBeach County	West Palm Beach	current operations	\$2,000.00
	Historic Philadelphia, Inc	Philadelphia	Betsy Ross House	\$200.00
	Institute of Classical Archite	New York	current operations	\$500.00
	Mystic Seaport, Inc	Mystic	current operations	\$950 00
	Northeast Historic Film	Bucksport	Memory of Diane Lee	\$100.00
	Penobscot Marine Museum	Searsport	current operations	\$850.00
	Philadelphia Museum of Art	Philadelphia	current operations	\$250.00
	Preserv Fdn of Palm Beach	Palm Beach	current operations	\$5,000 00
	Project Schoolhouse	Austin	current operations	\$1,500.00
	Rockport Art Association	Rockport	current operations	\$200.00
	Seaport Museum of New York	New York	current operations	\$750.00
	The Henry Morrison Flagler Mus	Palm Beach	current operations	\$3,000.00
	Tibet House New York	New York	current operations	\$550.00
	Vizcayan Foundation	Miami	current operations	\$3,000 00
	Willistown Conservation Trust	Newtown Square	current operations	\$500.00
	Zoological Soc. Palm Beaches	West Palm Beach	current operations	\$1,000 00
	Zoological Soc of Phila.	Philadelphia	current operations	\$550.00
Total forEDUCATIONAL - CULTURAL INSTITUTIONS				\$46,000.00
EDUCATIONAL - PUBLIC INFORMATION				
	Aids Help,Inc	Key West	current operations	\$350.00
	Greenpeace USA	Washington .	current operations	\$650.00

GRANTS AWARDED BY Atwater Kent Foundation, Inc. 01/01/2011 - 12/31/2011

PART XV - LINE - 3a
51-0081303

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
EDUCATIONAL - PUBLIC INFORMATION				
	Hetrick-Martin Institute	New York	current operations	\$200 00
	IVC of Philadelphia	Philadelphia	current operations	\$100.00
	Nature Conservancy	Arlington	current operations	\$800.00
	New Dimensions Foundation	Ukiah	current operations	\$600.00
	Salt Pond Comm.Broadcasting	East Orland	WERU Radio	\$5,350 00
	Southwest Harbor Library	Southwest Harbo	current operations	\$300 00
	The Galaei Project	Philadelphia	RAVE Program	\$100 00
Total forEDUCATIONAL - PUBLIC INFORMATION				\$8,450.00
EDUCATIONAL - SCHOOLS & COLLEGES				
	Childrens Storefront	New York	current operations	\$450.00
	College of the Atlantic	Bar Harbor	current operations	\$500 00
	Manch.Essex Reg High School	Mach-by-the-Se	current operations	\$1,000 00
	Manchester Essex Reg Mid Scho	Manc-by-the-Sea	current operations	\$1,000.00
	Outward Bound USA	Long Island Cit	current operations	\$550.00
	Palm Beach Day Academy	Palm Beach	current operations	\$100 00
	Santa Fe Prep School	Santa Fe	Fund for Sante Fe Prep	\$2,000.00
	Wissahickon Charter School	Philadelphia	current operations	\$100.00
	Woods Hole Oceanographic Inst	Woods Hole	current operations	\$1,050.00
	Worcester Polytechnic Inst	Worcester	memory of AAK,Sr	\$1,000.00
Total forEDUCATIONAL - SCHOOLS & COLLEGES				\$7,750.00
GOVERNMENT & MUNICIPAL SERVICES				
	Freedom Works Foundation	Washington	current operations	\$500 00
	Manchester Police Dept	Manchester	current operations	\$1,000.00
	Nat'l Legal & Policy Ctr	Falls Church	current operations	\$1,000.00
	Town of Manchester By The Sea	Manchester	current operations	\$1,000.00
	Town of Mount Desert	Nrtheast Harbor	current operations	\$550.00
	Vermont Historical Society	Barre	current operations	\$500.00
Total forGOVERNMENT & MUNICIPAL SERVICES				\$4,550.00
RELIGIOUS				
	Bethesda By The Sea	Palm Beach	current operations	\$1,100.00
	CRAVE	Lexington	current operations	\$500 00
	Campus Crusade for Christ	Orlando	current operations	\$500.00
	Fresh Fire Ministries	Pineville	current operations	\$500.00
	Old West Church	Calais	current operations	\$100.00
	St. David's Church (Episcopal)	Wayne	current operations	\$350 00
Total forRELIGIOUS				\$3,050.00
SCIENTIFIC				

GRANTS AWARDED BY Atwater Kent Foundation, Inc. 01/01/2011 - 12/31/201151-0081303
PART XV - LINE 3a

<u>CLASS</u>	<u>DONEE</u>	<u>CITY</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
SCIENTIFIC				
	Buckminster Fuller Institute	Brooklyn	current operations	\$2,600.00
	Mt. Desert Biological Lab	Salisbury Cove	current operations	\$100.00
	The Chewonki Foundation	Wiscasset	current operations	\$100 00
		Total forSCIENTIFIC		\$2,800.00
			Grand Total	\$92,200.00