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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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

Name of foundation
Donald and Marilyn Keough Foundation

% MICHAEL KEOUGH

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
200 Galleria Parkway

City or town, state, and ZIP code
Atlanta, GA 30339

A Employer identification number
58-1709967

B Telephone number (see page 10 of the instructions)
(770) 852-5005

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 9,523,041

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	62	62		
	4	Dividends and interest from securities.	251,260	251,260		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	31,058			
	b	Gross sales price for all assets on line 6a 84,841				
	7	Capital gain net income (from Part IV, line 2) . . .		63,858		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	2,775			
	12	**Total.** Add lines 1 through 11	285,155	315,180		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	11,231			
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule).	1,074	467		467
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,305	467		467
	25	Contributions, gifts, grants paid.	410,000			410,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	422,305	467		410,467
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-137,150			
	b	**Net investment income** (if negative, enter -0-)		314,713		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	154,598	72,771	72,771
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,365,758	2,311,975	9,450,270
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,520,356	2,384,746	9,523,041
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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	2,365,758	2,311,974	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	500	500	
	29	Retained earnings, accumulated income, endowment, or other funds	154,098	72,272	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,520,356	2,384,746	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,520,356	2,384,746	

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	2,520,356
2	Enter amount from Part I, line 27a	2	-137,150
3	Other increases not included in line 2 (itemize) ▶	3	1,540
4	Add lines 1, 2, and 3	4	2,384,746
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,384,746

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)
1 a	750 SHS HSN INC		2009-09-03	2011-06-21
b	750 SHS INTERVAL LEISURE GROUP		2009-09-03	2011-06-21
c	5000 SHS LIVE NATION ENTERTAINMENT		2007-07-21	2011-06-21
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	22,817		4,773	18,044
b	9,418		5,739	3,679
c	52,606		10,471	42,135
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				18,044
b				3,679
c				42,135
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	63,858
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	340,378	8,320,330	0 040909
2009	356,614	6,836,484	0 052163
2008	361,479	7,230,392	0 049994
2007	302,575	7,386,247	0 040965
2006	300,459	6,140,941	0 048927

2	**Total** of line 1, column (d).	2	0 232958
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 046592
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	9,222,270
5	Multiply line 4 by line 3.	5	429,684
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,147
7	Add lines 5 and 6.	7	432,831
8	Enter qualifying distributions from Part XII, line 4.	8	410,467

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,294
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	6,294
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	6,294
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,900		
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	5,900
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	31
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	425
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	0	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____ **(2)** On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶MICHAEL KEOUGH Telephone no ▶(770) 852-5005

Located at ▶200 GALLERIA PKWY STE 970 ATLANTA GA ZIP+4 ▶30339

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

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	9,249,027
b	Average of monthly cash balances	1b	113,684
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	9,362,711
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	9,362,711
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	140,441
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,222,270
6	**Minimum investment return.** Enter 5% of line 5	6	461,114

Part XI Distributable Amount (see page 25 of the 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	461,114
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,294		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,294
3	Distributable amount before adjustments Subtract line 2c from line 1			3	454,820
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	454,820
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	454,820

Part XII Qualifying Distributions (see page 25 of the 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	410,467
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	410,467
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	410,467

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				454,820
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			408,189	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007. 0				
c From 2008. 0				
d From 2009. 0				
e From 2010. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 410,467				
a Applied to 2010, but not more than line 2a			408,189	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				2,278
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				452,542
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . . 0				
c Excess from 2009. . . . 0				
d Excess from 2010. . . . 0				
e Excess from 2011. . . . 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the 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))

DONALD R KEOUGH

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
2011 Grants SEE ATTACHMENT SEE ATTACHMENT VARIOUS,VA 00000	NONE	VARIOUS	GENERAL	410,000
Total . . . . ▶ **3a**				410,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	62	
4 Dividends and interest from securities. . . .			14	251,260	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	31,058	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a TAX REFUND			01	2,775	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				285,155	

13 Total. Add line 12, columns (b), (d), and (e). **13** 285,155

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

Signature of officer or trustee

2012-05-13
Date

Title

Paid Preparer's Use Only

Preparer's Signature Claire F Steinke	Date	Check if self-employed ☐	PTIN
Firm's name ERNST & YOUNG US LLP		Firm's EIN	
Firm's address 55 IVAN ALLEN BLVD SUITE 1000 ATLANTA, GA 30308		Phone no (404)874-8300	

May the IRS discuss this return with the preparer shown above? See instructions ☐ **Yes** ☑ **No**

TY 2011 Other Expenses Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	239	119		120
DUES EXPENSE	695	348		347
	140			

Additional Data

Software ID:	
Software Version:	
EIN:	58-1709967
Name:	Donald and Marilyn Keough Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 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
DONALD R KEOUGH 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE, CHAIRMAN 0	0	0	0
MARILYN M KEOUGH 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE, PRESIDENT 0	0		
MICHAEL L KEOUGH 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		
KATHLEEN K SOTO 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		
SHAYLA K RUMELY 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		
PATRICK J KEOUGH 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		
EILEEN K MILLARD 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		
CLARKE R KEOUGH 200 Galleria Parkway Atlanta, GA 30339	TRUSTEE 0	0		

TY 2011 All Other Program Related Investments Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

TY 2011 Investments Corporate Stock Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA-COLA STOCK	1,789,571	9,019,973
COCA-COLA STOCK	105,015	146,097
COCA-COLA AMATIL STOCK	29,542	118,000
HSN INC	0	0
INTERVAL LEISURE GROUP INC	0	0
LIVE NATION ENTERTAINMENT	387,847	166,200

TY 2011 Land, Etc. Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

TY 2011 Other Income Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TAX REFUND	2,775		

TY 2011 Other Increases Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Description	Amount
REIMBURSEMENT FROM PATRICK KEOUGH	1,540

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135008512

TY 2011 Taxes Schedule

Name: Donald and Marilyn Keough Foundation

EIN: 58-1709967

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES PAID	11,231			

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

CHARITY 2011	STATUS/ RELATIONSHIP	CHARITY STATUS	PURPOSE	DATE GIVEN	AMOUNT	TAX ID
THE METROPOLITAN OPERA Lincoln Center New York, NY 10023	Public/None	501(C)3	General	3/29/2011	2,500	13-1624087
IGNATIUS HOUSE JESUIT RETREAT CENTER 6700 Riverside Drive NW Atlanta, GA 30328	Public/None	501(C)3	General	6/15/2011 12/15/2011	25,000 25,000	58-0862903
CONGREGATION OF HOLY CROSS P.O Box 765 Notre Dame, IN 46556	Public/None	501(C)3	General	6/16/2011 12/20/2011	25,000 7,500	35-6026424
HIGH MUSEUM OF ART 1280 Peachtree Street NE Atlanta, GA 30309	Public/None	501(C)3	General	7/14/2011	10,000	58-0633971
GLOBAL ETHICAL LEADERSHIP FOUNDATION P.O. Box 76442 Atlanta, GA 30358	Public/None	509(A)1	General	7/15/2011	5,000	27-3763337
CENTER FOR PUPPETRY ARTS 1404 Spring Street NW Atlanta, GA 30309	Public/None	509(A)1	General	7/15/2011	5,000	58-1275610
EMORY UNIVERSITY Office of Gifts and Records 1762 Clifton Road, Suite 1400 Atlanta, GA 30322-1710	Public/None	509(A)1	General	9/11/2011	2,500	58-0566256
CAMP SUNSHINE 1850 Clarimont Road Decatur, GA 30033-3405	Public/None	509(A)1	General	9/11/2011	2,500	58-1872217
THE LOVETT SCHOOL 4075 Paces Ferry Road, N.W Atlanta GA 30327-3099	Public/None	501(C)3	General	9/13/2011 11/1/2011 11/15/2011	10,000 4,500 5,500	58-0619038
PATHWAYS 205 West Wacker Drive Suite 1400 Chicago IL 60606	Public/None	509(A)1	General	9/15/2011	10,000	52-2456459

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

CIHC 850 Fifth Avenue New York, NY 10065	Public/None	509(A)1	General	9/22/2011	5,000	13-3652518
FLAX TRUST/AMERICA 320 Park Avenue, 4th Floor New York, NY 10022	Public/None	509(A)1	General	9/22/2011	2,500	25-1482764
THE MARCUS AUTISM CENTER 1920 Briarcliff Road Atlanta, GA 30329	Public/None	509(A)1	General	10/31/2011	10.000	58-2327952
St. Simons Land Trust P.O. Box 24615 St. Simmons Island, GA 31522	Public/None	509(A)1	General	10/31/2011	2,500	58-2598986
SAINT DAVID'S SCHOOL 12 East 89th Street New York, NY 10128	Public/None	509(A)1	General	10/31/2011	2,000 5,000	13-1655283
HOLY FAMILY CATHOLIC SCHOOL 9400 Neehah Ave Austin, TX 78717-5338	Public/None	509(A)1	General	11/1/2011	3,000	74-2799477
DUCHESNE ACADEMY 10202 Memorial Drive Houston, Texas 77024	Public/None	509(A)1	General	11/1/2011	2,500	74-1390041
SUSAN G. KOMEN BREAST CANCER FOUNDATION 5005 LBJ Freeway Suite 250 Dallas, Tax 75233	Public/None	509(A)1	General	11/1/2011	1,500	75-1835298
NATIONAL MULTIPLE SCLEROSIS SOCIETY Lone Star Chapter 8111 N. Stadium Drive Suite 100 Houston Texas 77054	Public/None	509(A)1	General	11/1/2011	4,000	74-1266225
ST VINCENT DE PAUL CATHOLIC CHURCH 9500 Neenar Avenue Austin Texas [illegible]	Public/None	509(A)1	General	11/1/2011	4 000	74-2752063

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

CREIGHTON UNIVERSITY 2500 California Plaza Omaha, Nebraska 68178	Public/None	509(A)1	General	11/1/2011	5,000	47-0376583
UNIVERSITY OF NOTRE DAME 405 Main Building Notre Dame, Indiana 45665	Public/None	509(A)1	General	11/1/2011 11/15/2011 11/16/2011	5,000 5,000 2,500	35-0868188
COLLEGE OF THE HOLY CROSS One College Street Worchester, MA 01210	Public/None	509(A)1	General	11/1/2011	5,000	042-103558
ATLANTA SPEECH SCHOOL 3160 Northside Parkway, NW Atlanta, GA 30327	Public/None	509(A)1	General	11/1/2011	2,000	58-0566198
CATHEDRAL OF CHRIST THE KING 2699 Peachtree Road Atlanta, GA 30305	Public/None	509(A)1	General	11/1/2011	1,000	58-0644901
EAST LAKE COMMUNITY FOUNDATION, INC. 2606 Alston Drive Atlanta, Georgia 30317	Public/None	509(A)1	General	11/1/2011	2,500	58-2204306
AMERIICAN IRISH HISTORICAL SOCIETY 991 Fifth Avenue New York, NY 10028	Public/None	509(A)1	General	11/1/2011	6,500	13-1656636
ATLANTA CANCER CARE FOUNDATION 5670 Peachtree Dunwoody Road Suite 1100 Atlanta, Ga 30342	Public/None	509(A)1	General	11/1/2011	25,000	58-2607802
ST. PIUS X CATHOLIC HIGH SCHOOL 2674 Johnson Road NE Atlanta, Georgia 30345	Public/None	509(A)1	General	11/15/2011	1,500	58-0707914
THE HOWARD SCHOOL 1246 Ponce de Leon Avenue Atlanta, Georgia 30306	Public/None	509(A)1	General	11/15/2011 12/15/2011	5,000 2,500	58-0611768
SAINT MARY'S COLLEGE 105 Le Mans Hall Notre Dame, IN 46556	Public/None	509(A)1	General	11/15/2011	1,500	35-0868158

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

THE CHILDREN'S MUSEUM OF ATLANTA 275 Centennial Olympic Park Drive NW Atlanta, GA 30313-1827	Public/None	509(A)1	General	11/15/2011	1,500	58-1785489
PORT CHESTER CARVER CENTER 400 Westchester Avenue Port Chester, NY 10573	Public/None	509(A)1	General	11/16/2011	2,500	13-1832949
OPEN DOOR FAMILY MEDICAL CENTERS Development Office 2 Church Street Ossining, NY 10562	Public/None	509(A)1	General	11/16/2011	1,000	13-2813103
RYE HISTORICAL SOCIETY 1 Purchase Street Rye, NY 10580	Public/None	509(A)2	General	11/16/2011	1,000	13-6156446
PART OF THE SOLUTION 2763 Webster Avenue Bronx, New York 10458	Public/None	509(A)1	General	11/16/2011	2,000	13-3425071
MICHIGAN STATE UNIVERSITY 300 Spartan Way East Lansing, MI 48824	Public/None	509(A)1	General	11/16/2011	1,000	38-6005984
KALAMAZOO COLLEGE 1200 Academy Street Kalamazoo, MI 49006	Public/None	509(A)1	General	11/16/2011	2,500	38-1358014
CHATTAHOOCHEE NATURE CENTER 9135 Willeo Road Roswell, GA 30075	Public/None	509(A)1	General	11/18/2011	2,500	58-1275604
CATHOLIC FOUNDATION OF NORTH GEORGIA 780 Johnson Ferry Road, Suite 750 Atlanta, GA 30342	Public/None	509(A)1	General	11/18/2011	25,000	58-20008930
ATLANTA OPERA 728 West Peachtree Street, N.W Atlanta GA 30308-1139	Public/None	509(A)1	General	11/18/2011	25,000	58-1371843

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

CONCERN WORLDWIDE US INC. 110 East 40th Street Suite 903 New York, NY 10016	Public/None	509(A)1	General	11/18/2011	10,000	58-0566205
PATH FOUNDATION P.O. Box 14327 Atlanta, GA 30324	Public/None	509(A)1	General	11/18/2011	5,000	58-1949696
AQUINAS CENTER AT EMORY UNIVERSITY 1703 Clifton Road #F-5 Atlanta, GA 30329	Public/None	509(A)1	General	11/18/2011	1,000	58-1757854
GEORGIA METH PROJECT 3625 Cumberland Blvd. Suite 980 Atlanta, GA 30339	Public/None	509(A)1	General	12/1/2011	2,500	26-4238232
NATURE CONSERVANCY IN GEORGIA 1330 West Peachtree Street NW Atlanta, GA 30309	Public/None	509(A)1	General	12/1/2011	2,500	53-0242652
FERNBANK MUSEUM OF NATRUAL HISTORY 767 Clifton Road NE Atlanta, GA 30307-1221	Public/None	509(A)1	General	12/1/2011	5,000	58-6028607
BRIAR CLIFF UNIVERSITY 3303 Rebecca Street P O Box 2100 Sioux City, Iowa 51104-9988	Public/None	509(A)1	General	12/1/2011	1,000	42-0707124
CONVENT OF THE SACRED HEART One East 91st Street New York, NY 10128-4745	Public/None	509(A)	General	11/28/2011 12/1/2011	8,000 5,000	13-1628166
JUNIOR ACHIEVEMENT OF GEORGIA 460 Abernathy Road NE Atlanta, GA 30328	Public/None	509(A)1	General	12/1/2011	5,000	58-0598050
SMITHSONIAN AMERICAN ART MUSEUM MRC 970 P O BOX 37012 Washington, D C 20013-7012	Public/None	509(A)1	General	12/1/2011	1,000	53-0206027

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

KELLOGG SCHOOL OF MANAGEMENT Northwestern University 650 Fifth Avenue. Suite 1905 New York, NY 10111	Public/None	509(A)1	General	11/28/2011	3,000	36-2167817
UNIVERSITY OF NORTH CAROLINA Arts and Sciences Foundation CB 6115 Chapel Hill, NC 27599-6115	Public/None	509(A)1	General	11/28/2011	2,000	56-1150509
FREEDOM INSTITUTE 515 Madison Avenue New York, NY 10022	Public/None	509(A)1	General	11/28/2011	2,000	13-2877912
EARTH UNIVERSITY FOUNDATION Five Piedmont Center Suite 215 3525 Piedmont Road, NE Atlanta, GA 30305-1509	Public/None	509(A)1	General	12/9/2011	1,000	38-2920639
THE CARTER CENTER 453 Freedom Parkway One Copenhill Atlanta, GA 30307	Public/None	509(A)1	General	12/9/2011	2,000	58-1454716
UNIVERSITY OF DUBLIN FUND c/o Cahill, Gordon, Reindel Eighty Pine Street New York, NY 10005-1702	Public/None	509(A)1	General	12/9/2011	1,000	13-6129707
MOREHOUSE COLLEGE 830 Westview Drive, S.W. Atlanta, GA 30314-3773	Public/None	509(A)1	General	12/9/2011	5,000	58-0566205
PIEDMONT PARK CONSERVANCY P.O. Box 7795 Atlanta, GA 3035	Public/None	509(A)1	General	12/15/2011	10,000	58-1551369
ST VINCENT DE PAUL SOCIETY 2699 Peachtree Road NE Atlanta, GA 30305	Public/None	509(A)	General	12/15/2011	5 000	58-0644901
HOLY SPIRIT CATHOLIC CHURCH 4465 Northside Drive NW	Public/None	509(A)	General	12/15/2011	5 000	58-0969299

DONALD AND MARILYN KEOUGH FOUNDATION
2011 GIFTS

Atlanta, GA 30327						
HOLY CROSS MISSION CENTER PO Box 543 Notre Dame, IN 46556-0543	Public/None	509(A)1	General	12/20/2011	4,500	53-0196617
SPECIAL OLYMPICS 1133 19th Street, NW Washington, DC 20036-3604	Public/None	509(A)	General	12/20/2011	5,000	52-0889518
ORDER OF MALTA XXVII Lourdes Pilgrimage P.O. Box 10023 Uniondale, NY 11555	Public/None	509(A)	General	12/20/2011	2,500	23-7095245
TOTAL					410,000	