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

2011

Department of the Treasury
Internal Revenue Service

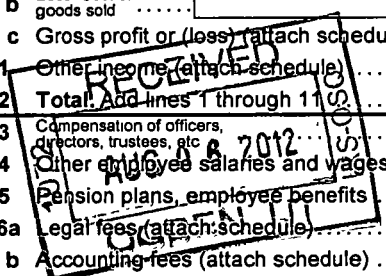
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

Name of foundation THE BLOOM FOUNDATION INC		A Employer identification number 58-6032601
Number and street (or P.O. box number if mail is not delivered to street address) 527 YEOPIM ROAD	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code EDENTON NC 23792-9412		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 606,504.	J Accounting method. <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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 instr.))				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temp cash investments	39.	39.		
4 Dividends and interest from securities	12,885.	12,885.		
5a Gross rents				
b (Net rental income or (loss))				
6a Net gain/(loss) from sale of assets not on line 10	13,375.			
b Gross sales price for all assets on line 6a	390,247.			
7 Capital gain net income (from Part IV, line 2)		13,375.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	5,694.	5,694.		
12 Total. Add lines 1 through 11	31,993.	31,993.		
13 Compensation of officers, directors, trustees, etc.	500.	500.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	1,250.	750.		500.
c Other professional fees (attach schedule)	1,230.	615.		615.
17 Interest				
18 Taxes (attach schedule) (see instructions)	582.	582.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	3,562.	2,447.		1,115.
25 Contributions, gifts, grants paid	27,400.			27,400.
26 Total exp & disbursements. Add lines 24 and 25	30,962.	2,447.		28,515.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	1,031.			
b Net investment income (if neg., enter -0-)		29,546.		
c Adjusted net income (if neg., enter -0-)				

Operating and Administrative Expenses AUG 8 2012



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See inst)		
		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			
	3 Accounts receivable			
	Less: allowance for doubtful accts			
	4 Pledges receivable			
	Less: allowance for doubtful accts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 govt. obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	538,691.	539,722.	606,504.
	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)	538,691.	539,722.	606,504.	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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, ck. here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	538,691.	539,722.		
30 Total net assets or fund balances (see instructions)	538,691.	539,722.		
31 Total liabilities and net assets/fund balances (see instructions)	538,691.	539,722.		

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	538,691.
2 Enter amount from Part I, line 27a	2	1,031.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	539,722.
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	539,722.

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	WELLS FARGO ADVISORS	P			
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a	390,247.	376,872.	13,375.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
a			13,375.		
b					
c					
d					
e					
2	Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	13,375.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px; display: inline-block;"> } </div>		3	13,375.

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

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

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

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

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

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))	
2010	26,500.	566,042.	0.0468	
2009	29,220.	502,584.	0.0581	
2008	27,663.	522,246.	0.0530	
2007	27,995.	596,719.	0.0469	
2006	34,793.	608,762.	0.0572	
2	Total of line 1, column (d)		2	0.2620
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	0.0524
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4	557,771.
5	Multiply line 4 by line 3		5	29,227.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	295.
7	Add lines 5 and 6		7	29,522.
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	28,515.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	591.
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	591.
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	591.
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	700.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	700.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	109.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 109. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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. \$ _____ (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.		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)▶ NC		
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 in instructions)? 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

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?	13		X
Website address ▶ _____				
14	The books are in care of ▶ CLEMENT A BLOOM Telephone no ▶ 252-482-7496 Located at ▶ 527 YEOPIM RD NC EDENTON ZIP+4 ▶ 27932-7496			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		<input type="checkbox"/>
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	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶ _____				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

- 5a During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No
- b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
CLEMENT A BLOOM NORTH CAROLINA	PRES/TRES 1	250.		
LINDA S BLOOM NORTH CAROLINA	VICE PRES 1	250.		

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical info 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 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	
3 All other program-related investments. See instructions.	
Total Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	566,265.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	566,265.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	566,265.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,494.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	557,771.
6	Minimum investment return. Enter 5% of line 5.	6	27,889.

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	27,889.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	591.
2b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
2c	Add lines 2a and 2b	2c	591.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,298.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	27,298.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,298.

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	28,515.
b	Program-related investments-total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	28,515.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	28,515.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				27,298.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior yrs.. 20__, 20__, 20__				
3 Excess distrib. carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				1,157.
d From 2009				4,995.
e From 2010				
f Total of lines 3a through e	6,152.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 28,515.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				27,298.
e Remaining amt. distributed out of corpus	1,217.			
5 Excess distrib. carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in col (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, & 4e. Subtract line 5	7,369.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	7,369.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				1,157.
c Excess from 2009				4,995.
d Excess from 2010				
e Excess from 2011				1,217.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C) and (D).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees).				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a _____				
b _____				
c _____				
d _____				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e				
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year SEE ATTA				
Total				▶ 3a 27,400.
b Approved for future payment				
Total				▶ 3b

US 990**Other Income****2011**

Description	Revenue and expenses per books	Investment income	Adjusted net income
ANNUITY	5,694. 5,694.	5,694. 5,694.	

US 990**Other Professional Fees****2011**

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
ADVISOR FEES	1,230. 1,230.	615. 615.		615. 615.

US 990	Taxes			2011
Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
EXCISE TAXES	582. 582.	582. 582.		

THE BLOOM FOUNDATION, INC.
58-6032601
December 31, 2011

Statement 1
Part 1

Attachment to Form 990-PF

	(a) Expenses Per Books	(b) Net Investment Income	(d) Charitable Purposes
Compensation of Officer			
Williams Mullen	500	250	250
Total Part 1, Line 16a	<u>500</u>	<u>250</u>	<u>250</u>
Accounting Fees			
Hayes and Associates	1,250	750	500
Total Part 1, Line 16b	<u>1,250</u>	<u>750</u>	<u>500</u>
Taxes			
Excise Taxes	582	582	
Total Part 1, Line 18	<u>582</u>	<u>582</u>	

NOTE - Allocation Basis

Accounting fees are allocated based on an estimate of time spent on verifying and accounting for contributions versus general foundation activities. For the current year expenses are allocated 60% general contribution.

Taxes are allocated based on an estimate of time spent on verifying and accounting for contributions versus general foundation activities. For the current year expenses are allocated 100% to net investment income.

Other expenses, investment fees are allocated based on an estimate of time spent on verifying and accounting for contributions versus general foundation activities. For the current year expenses are allocated 50% general contribution.

THE BLOOM FOUNDATION, INC.
58-6032601
DECEMBER 31, 2011
ATTACHMENT TO PAGE 11, PART XV
GRANTS AND CONTRIBUTIONS

Name and Address	Foundation Status of Receipt	Purpose of Grant or Contribution	Amount
Heifer International P.O. Box 1692 Mearfield, VA 22116	N/A	Unrestricted	5,000
Albemarle Hospice P.O. Box 189 Elizabeth City, NC 29707-0189	N/A	Unrestricted	500
Chowan Hospital Foundation P.O. Box 629 Edenton, NC 27932	N/A	Unrestricted	250
Albemarle Hope Line 407 S. Broad Street Edenton, NC 27932	N/A	Unrestricted	500
Shepard-Prudem Library 106 N. Water Street Edenton, NC 27932	N/A	Unrestricted	500
Cupola House Assoc 408 S. Broad Street Edenton, NC 27932	N/A	Unrestricted	250
Chowan Arts Council 200 E. Church Street Edenton, NC 27932	N/A	Unrestricted	500
Edenton Food Pantry P. O. Box 643 Edenton, NC 27932	N/A	Unrestricted	10,000
VBSPCA 3040 Holland Road Virginia Beach, VA 23456	N/A	Unrestricted	6,500
Chowan Senior Center 204 E. Church Street Edenton, NC 27932	N/A	Unrestricted	1,500
Doctors Without Borders 333 7th Avenue New York, NY 10001	N/A	Unrestricted	500

THE BLOOM FOUNDATION, INC.
58-6032601
DECEMBER 31, 2011
ATTACHMENT TO PAGE 11, PART XV
GRANTS AND CONTRIBUTIONS

Page 2

<u>Name and Address</u>	<u>Foundation Status of Receipt</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Habitat For Humanity P. O. Box 434 Edenton, NC 27932	N/A	Unrestricted	500
WUNC Public Radio 120 Friday Center Chapel Hill, NC 27517	N/A	Unrestricted	250
WUNC PBS P. O. Box 900002 Raleigh, NC 27675	N/A	Unrestricted	250
Planned Parenthood Fed. Of America Attn: Online Services Program 434 West 33rd Street New York, NY 10001	N/A	Unrestricted	400
Total			<u>27,400</u>



Annual Statement Information

Account Number: 6407-1949
 Command Account Number: 4312953139
 THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a Tax Advisor as to any additional reporting requirements or adjustments. THIS INFORMATION IS NOT VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- * Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different
- * The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- * Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- * Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

REALIZED GAIN/LOSS SUMMARY	COVERED	NONCOVERED	TOTAL
Short term	\$0.00	\$13,375.72	\$13,375.72
Long term	\$0.00	\$0.00	\$0.00
Other term	Not applicable	\$0.00	\$0.00
Index options	Not applicable	\$0.00	\$0.00
Total - Realized Gain/Loss	\$0.00	\$13,375.72	\$13,375.72

Realized Gain/Loss Detail

Short Term Description	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
AMERICAN INCOME FUND	X	2,226.00000	8.4583 8.3100	08/23/10	06/02/11	17,763.14	18,828.37 18,832.83	-1,065.23
	X	600.00000	8.4583 8.3100	08/23/10	06/02/11	4,799.91	5,075.03 5,076.23	-275.12
	X	399.00000	8.4583 8.3100	08/23/10	06/02/11	3,187.95	3,374.90 3,375.69	-186.95

Annual Statement Information

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Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	1.00000	8.5987	09/22/10	06/02/11	7.99	8.60	-0.61
		X	22.44100	8.5987	09/22/10	06/02/11	179.52	192.96	-13.44
		X	21.18600	9.1998	10/20/10	06/02/11	169.48	194.91	-25.43
		X	23.05000	8.5111	11/17/10	06/02/11	184.39	196.18	-11.79
		X	23.92400	7.9138	12/15/10	06/02/11	191.39	189.33	2.06
		X	22.51900	8.4683	01/12/11	06/02/11	180.15	190.70	-10.55
		X	21.27400	8.2400	02/16/11	06/02/11	170.19	175.30	-5.11
		X	22.03200	8.0076	03/23/11	06/02/11	176.25	176.42	-0.17
		X	22.43100	7.9168	04/20/11	06/02/11	179.45	177.58	1.87
		X	22.12600	8.0788	05/18/11	06/02/11	177.01	178.75	-1.74
			3,426.98300				27,366.82	28,959.03	-1,592.21
							28,965.48		
BLACKROCK HIGH INCOME TRUST SHS		X	12,701.00000	2.0900	08/16/10	06/02/11	28,449.69	27,030.09	1,419.60
		X	83.55300	2.1585	10/13/10	06/02/11	187.15	180.35	6.80
		X	82.03700	2.2129	11/09/10	06/02/11	183.76	181.54	2.22
		X	84.15900	2.1710	12/10/10	06/02/11	188.51	182.71	5.80
		X	87.86900	2.0929	12/31/10	06/02/11	196.82	183.90	12.92
		X	235.80600	2.1259	01/24/11	06/02/11	528.20	501.30	26.90
		X	46.57600	2.1259	01/24/11	06/02/11	104.34	99.02	5.32
		X	40.51700	2.1259	01/24/11	06/02/11	90.75	86.13	4.62
		X	86.71800	2.1879	03/10/11	06/02/11	194.24	189.73	4.51
		X	87.40800	2.1847	04/12/11	06/02/11	195.79	190.96	4.83
		X	86.18500	2.2302	05/13/11	06/02/11	193.06	192.21	0.85
		X	85.51300	2.2620	06/14/11	10/04/11	157.34	193.43	-36.09



Annual Statement Information

Account Number: 6407-1949
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THE BLOOM FOUNDATION INC
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Realized Gain/Loss

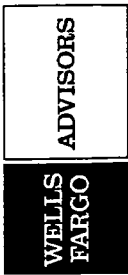
Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	0.54300	2.2281	07/13/11	10/04/11	0.99	1.21	-0.22
		X	0.56300	2.1662	08/10/11	10/04/11	1.03	1.22	-0.19
		X	0.58900	2.0889	08/31/11	10/04/11	1.09	1.23	-0.14
		X	0.63000	1.9695	09/30/11	10/04/11	1.17	1.24	-0.07
			13,709.66600				30,673.93	29,216.27	1,457.66
Subtotal									
EATON VANCE LTD		X	1,300.00000	16.5542	08/16/10	06/02/11	21,502.23	21,520.58	-18.35
DURATION INCOME FD		X	344.00000	16.2900	08/16/10	06/02/11	5,689.82	21,592.21	-6.36
		X	11.61100	16.5586	09/17/10	06/02/11	192.04	5,696.18	2.29
		X	11.62000	16.2800	10/18/10	06/02/11	192.19	5,715.12	1.10
		X	12.30800	16.3422	11/17/10	06/02/11	203.57	189.75	11.17
		X	12.35000	16.4988	12/17/10	06/02/11	204.27	190.38	10.45
		X	12.44300	15.6321	01/07/11	06/02/11	205.81	191.09	10.59
		X	12.30300	15.7483	02/17/11	06/02/11	203.50	191.72	6.61
		X	12.53600	16.0034	03/17/11	06/02/11	207.35	195.22	8.80
		X	11.27700	16.0413	04/18/11	06/02/11	186.53	196.89	6.35
		X	11.10000	15.8383	05/18/11	06/02/11	183.61	197.36	2.26
			1,751.54800	15.8575			28,970.92	28,936.01	34.91
Subtotal				15.9770				29,030.59	
				16.3382					

Annual Statement Information

Account Number: 6407-1949
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 THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

Short Term	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
FRANKLIN TEMPLETON LTD DURATION INCOME TR		X	2,068.00000	12.9192	08/16/10	06/02/11	29,117.09	27,270.07	1,847.02
		X	12.93100	13.2731	09/15/10	06/02/11	182.06	171.64	10.42
		X	12.70100	13.5986	10/15/10	06/02/11	178.82	172.72	6.10
		X	13.10200	13.2632	11/15/10	06/02/11	184.47	173.77	10.70
		X	13.83800	12.6360	12/15/10	06/02/11	194.83	174.86	19.97
		X	13.38200	13.1524	01/14/11	06/02/11	188.42	176.01	12.41
		X	12.90200	13.1493	01/14/11	06/02/11	181.66	169.65	12.01
		X	13.47700	13.2219	02/15/11	06/02/11	189.75	178.19	11.56
		X	13.62100	13.1642	03/15/11	06/02/11	191.78	179.31	12.47
		X	13.70500	13.1657	04/15/11	06/02/11	192.97	180.44	12.53
		X	13.21900	13.7363	05/13/11	06/02/11	186.14	181.58	4.56
			2,200.87800				30,987.99	29,028.24	1,959.75
Subtotal									
FRANKLIN UNIVERSAL TRUST SHARES OF BENEFICIAL INTEREST		X	2,200.00000	6.2700	08/16/10	06/02/11	14,585.72	14,045.47	540.25
		X	1,200.00000	6.2700	08/16/10	06/02/11	7,955.96	7,661.16	294.80
		X	600.00000	6.2800	08/16/10	06/02/11	3,977.98	3,835.72	142.26
		X	254.00000	6.2600	08/16/10	06/02/11	1,684.02	1,618.69	65.33
		X	24.90800	6.4900	09/15/10	06/02/11	165.14	161.65	3.49
		X	21.09200	6.5374	10/15/10	06/02/11	139.84	137.89	1.95
		X	3.78000	6.5374	10/15/10	06/02/11	25.06	24.71	0.35
		X	25.26300	6.4736	11/15/10	06/02/11	167.49	163.54	3.95
		X	27.26500	6.0334	12/15/10	06/02/11	180.76	164.50	16.26
		X	25.49800	6.4923	01/14/11	06/02/11	169.06	165.54	3.52
		X	18.80600	6.5284	02/15/11	06/02/11	124.69	122.78	1.91



Annual Statement Information

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THE BLOOM FOUNDATION INC
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Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	6.69900	6.5284	02/15/11	06/02/11	44.41	43.73	0.68
		X	26.10700	6.4152	03/15/11	06/02/11	173.10	167.48	5.62
		X	25.97200	6.4866	04/15/11	06/02/11	172.20	168.47	3.73
		X	25.22200	6.7187	05/13/11	06/02/11	167.24	169.46	-2.22
			4,484.61200				29,732.67	28,650.79	1,081.88
Subtotal									
HANCOCK JOHN INCOME SECS									
TR SBI		X	1,698.00000	14.5700	08/25/10	06/02/11	25,639.48	25,187.68	451.80
		X	141.00000	14.5700	08/25/10	06/02/11	2,129.06	2,091.55	37.51
		X	35.41100	15.1435	09/30/10	06/02/11	534.69	536.25	-1.56
		X	35.43000	14.9085	12/31/10	06/02/11	534.98	528.21	6.77
		X	38.94300	14.0948	03/31/11	06/02/11	588.04	548.89	39.15
			1,948.78400				29,426.25	28,892.58	533.67
Subtotal									
HIGHLAND CREDIT STRATEGIES FUND									
		X	1,155.00000	7.2490	08/16/10	06/02/11	8,881.77	8,522.59	359.18
		X	1,142.00000	7.2399	08/16/10	06/02/11	8,781.81	8,416.23	365.58
		X	729.00000	7.2199	08/16/10	06/02/11	5,605.91	5,361.99	243.92
		X	171.00000	7.2199	08/16/10	06/02/11	1,314.96	1,257.75	57.21
		X	500.00000	7.2299	08/16/10	06/02/11	3,844.92	3,679.87	165.05
		X	26.92500	7.2086	09/10/10	06/02/11	207.05	194.09	12.96
		X	26.10700	7.4887	10/06/10	06/02/11	200.76	195.51	5.25
		X	25.56900	7.7000	11/04/10	06/02/11	196.62	196.88	-0.26
		X	25.73900	7.7012	12/09/10	06/02/11	197.93	198.22	-0.29
		X	25.86100	7.7170	01/07/11	06/02/11	198.86	199.57	-0.71
		X	25.69400	7.8200	02/08/11	06/02/11	197.58	200.93	-3.35
		X	24.61400	7.8266	03/04/11	06/02/11	189.28	192.64	-3.36

Annual Statement Information

Account Number: 6407-1949
 Command Account Number: 4312953139
 THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/Original Cost	Gain or Loss Amount
		X	25.45200	7.6174	04/06/11	06/02/11	195.73	193.88	1.85
		X	23.56100	7.4544	05/04/11	06/02/11	181.19	175.63	5.56
		X	22.79900	7.7500	06/06/11	06/14/11	175.78	176.69	-0.91
			3,949.32100				30,370.15	29,162.47	1,207.68
Subtotal									
INVESCO HIGH YIELD INVTS FUND		X	2,300.00000	5.9300	08/18/10	06/02/11	14,397.72	13,888.30	509.42
		X	866.00000	5.9300	08/19/10	06/02/11	5,421.06	5,229.32	191.74
		X	1,200.97500	5.9300	08/19/10	06/02/11	7,531.17	7,252.06	279.11
		X	152.02500	5.9300	08/19/10	06/02/11	953.17	917.99	35.18
		X	34.23600	5.9400	09/15/10	06/02/11	214.65	203.36	11.29
		X	34.43200	5.9509	10/15/10	06/02/11	215.88	204.90	10.98
		X	33.29900	6.1999	11/15/10	06/02/11	208.78	206.45	2.33
		X	36.03200	5.7710	12/15/10	06/02/11	225.91	207.94	17.97
		X	34.69600	6.0399	01/07/11	06/02/11	217.54	209.56	7.98
		X	35.18800	6.0000	01/31/11	06/02/11	220.62	211.13	9.49
		X	35.10100	6.0599	02/28/11	06/02/11	220.08	212.71	7.37
		X	35.30900	6.0690	03/31/11	06/02/11	221.39	214.29	7.10
		X	35.16500	6.1390	04/29/11	06/02/11	220.49	215.88	4.61
		X	34.51700	6.3000	05/31/11	06/02/11	216.43	217.46	-1.03
			4,866.97500				30,484.89	29,391.35	1,093.54
Subtotal									
NUVEEN QUALITY PREFERRED INCOME FUND 2		X	3,260.00000	8.2000	08/16/10	06/02/11	27,709.46	27,217.00	492.46
		X	20.70700	8.6590	10/01/10	06/02/11	176.00	179.30	-3.30
		X	21.30300	8.4700	11/01/10	06/02/11	181.07	180.44	0.63
		X	22.12200	8.2096	12/01/10	06/02/11	188.03	181.61	6.42



Annual Statement Information

Account Number: 6407-1949
 Command Account Number: 4312953139
 THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	23 03100	7.9386	12/31/10	06/02/11	195.77	182.83	12.94
		X	11 83700	7.9991	02/01/11	06/02/11	100.62	94.69	5.93
		X	11.17700	7.9991	02/01/11	06/02/11	95.00	89.40	5.60
		X	22.72200	8.1577	03/01/11	06/02/11	193.13	185.36	7.77
		X	22.62000	8.2499	04/01/11	06/02/11	192.26	186.61	5.65
		X	22.66000	8.2899	05/02/11	06/02/11	192.61	187.85	4.76
		X	21.76700	8.6874	06/01/11	06/02/11	185.02	189.10	-4.08
			3,459,94600				29,408.97	28,874.19	534.78
Subtotal									
WELLS FARGO ADVANTAGE INCOME		X	2,839,00000	9.1700	11/16/10	06/02/11	30,121.50	26,518.63	3,602.87
		X	24.84100	9.7147	01/10/11	06/02/11	263.56	241.32	22.24
		X	24.38000	9.9849	02/04/11	06/02/11	258.66	243.43	15.23
		X	24.37900	10.0700	03/04/11	06/02/11	258.66	245.50	13.16
		X	24.63400	10.0500	04/07/11	06/02/11	261.36	247.57	13.79
		X	24.67000	10.1200	05/05/11	06/02/11	261.76	249.66	12.10
		X	25.00100	10.0700	06/09/11	06/14/11	251.51	251.76	-0.25
			2,986,90500				31,677.01	27,997.87	3,679.14
Subtotal									
WELLS FARGO ADVANTAGE MULT-SECTOR INCOME FUND		X	1,445,00000	15.3399	08/16/10	06/02/11	22,368.31	22,563.64	-195.33
		X	300,00000	15.3400	08/16/10	06/02/11	4,643.94	4,689.52	-45.58
		X	11,60600	16.2825	10/18/10	06/02/11	179.65	188.98	-9.33
		X	11,67000	16.3018	11/09/10	06/02/11	180.65	190.24	-9.59
		X	11,99100	15.9703	12/08/10	06/02/11	185.61	191.50	-5.89
		X	12,50100	15.4233	01/10/11	06/02/11	193.51	192.80	0.71
		X	12,69700	15.2922	02/04/11	06/02/11	196.55	194.16	2.39

Annual Statement Information

Account Number: 6407-1949
 Command Account Number: 4312953139
 THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	12.80300	15.2717	03/10/11	06/02/11	198.19	195.53	2.66
		X	12.05300	15.0856	04/07/11	06/02/11	186.58	181.83	4.75
		X	12.04000	15.2014	05/06/11	06/02/11	186.39	183.03	3.36
		X	11.83200	15.5715	06/09/11	06/14/11	179.14	184.24	-5.10
			1,854.19300				28,698.52	28,955.47	-256.95
Subtotal									
WESTERN ASSET GLOBAL									
HIGH INCOME FD INC									
		X	1,600.00000	12.2499	08/16/10	06/02/11	21,343.58	19,951.81	1,391.77
		X	230.00000	12.2500	08/16/10	06/02/11	3,068.15	2,870.08	198.07
		X	352.00000	12.2500	08/16/10	06/02/11	4,695.58	4,392.45	303.13
		X	15.25900	12.5128	08/31/10	06/02/11	203.55	190.93	12.62
		X	16.19000	12.5539	09/29/10	06/02/11	215.97	203.25	12.72
		X	15.63800	13.0928	11/02/10	06/02/11	208.60	204.74	3.86
		X	15.93200	12.9415	11/30/10	06/02/11	212.53	206.19	6.34
		X	16.90600	12.7814	01/05/11	06/02/11	225.52	216.08	9.44
		X	16.87300	12.9030	02/02/11	06/02/11	225.08	217.71	7.37
		X	17.05400	12.8608	03/08/11	06/02/11	227.50	219.33	8.17
		X	17.03500	12.9725	04/01/11	06/02/11	227.24	220.98	6.26
		X	17.12300	13.0012	05/04/11	06/02/11	228.43	222.62	5.81
		X	16.76600	13.3759	06/06/11	06/14/11	217.46	224.26	-6.80
			2,346.77600				31,299.19	29,340.43	1,958.76
Subtotal									
WESTERN ASSET MANGED									
HIGH INCOME FUND INC									
		X	1,300.00000	6.1100	11/16/10	06/02/11	8,502.48	8,085.38	417.10
		X	10.33700	6.2880	11/26/10	06/02/11	67.60	65.00	2.60
		X	1,150.66300	6.0600	12/09/10	06/02/11	7,525.78	7,096.40	429.38
		X	1,300.00000	6.0600	12/09/10	06/02/11	8,501.97	8,017.39	484.58



Annual Statement Information

Account Number: 6407-1949
 Command Account Number: 4312953139
THE BLOOM FOUNDATION INC
 For Client Services call: 1-800-733-8812

Realized Gain/Loss

Short Term Description	Continued	Noncovered	Share Quantity	Adjusted Price/ Original Price	Date Acquired	Close Date	Proceeds	Adjusted Cost/ Original Cost	Gain or Loss Amount
		X	700.00000	6.0600	12/09/10	06/02/11	4,584.98	4,317.06	267.92
		X	91.33700	6.0600	12/09/10	06/02/11	598.25	563.29	34.96
		X	35.50200	6.0909	12/30/10	06/02/11	232.53	216.24	16.29
		X	35.20900	6.1894	01/28/11	06/02/11	230.62	217.92	12.70
		X	34.97200	6.2790	02/25/11	06/02/11	229.06	219.59	9.47
		X	3.32700	6.4788	03/25/11	06/02/11	21.80	21.56	0.24
		X	30.82400	6.4788	03/25/11	06/02/11	201.89	199.70	2.19
		X	34.94000	6.3789	04/29/11	06/02/11	228.85	222.88	5.97
		X	34.23600	6.5586	05/27/11	06/02/11	224.25	224.54	-0.29
			4,761.34700				31,150.06	29,466.95	1,683.11
TOTAL SHORT TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES							\$390,247.37	\$376,871.65	\$13,375.72
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES							\$0.00	\$0.00	\$0.00

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

● If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ▶

● If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization THE BLOOM FOUNDATION INC	Employer identification number 58-6032601
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 527 YEOPIM ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. EDENTON NC 23792-9412	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ CLEMENT A BLOOM
Telephone No. ▶ 252-482-7496 FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUG 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

- ▶ calendar year 2011 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$ 700.
b If this application is for Form 990-PF or 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$ 700.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions