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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	689,809.	796,520.	796,520.
	2	Savings and temporary cash investments	39,453.	40,000.	40,000.
	3	Accounts receivable ► 17,402.	56,391.	17,402.	17,402.
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use	461,492.	500,491.	500,491.
	9	Prepaid expenses and deferred charges	21,453.	22,590.	22,590.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
Liabilities	11	Investments - land, buildings, and equipment basis ► 5,371,073.	4,664,405.	4,767,554.	20,507,000.
		Less: accumulated depreciation ► 603,519.			
	12	Investments - mortgage loans			
	13	Investments - other	21,713,457.	20,230,871.	20,230,871.
	14	Land, buildings, and equipment basis ► 26,714,212.	21,804,885.	21,493,743.	21,298,919.
		Less: accumulated depreciation ► 5,220,469.			
	15	Other assets (describe ► STATEMENT 12)	76,797.	96,848.	96,848.
	16	Total assets (to be completed by all filers)	49,528,142.	47,966,019.	63,510,641.
	17	Accounts payable and accrued expenses	409,973.	235,943.	
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► STATEMENT 13)	65,000.	25,000.	
	23	Total liabilities (add lines 17 through 22)	474,973.	260,943.	
		Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	49,053,169.	47,705,076.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input 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			
	30	Total net assets or fund balances	49,053,169.	47,705,076.	
	31	Total liabilities and net assets/fund balances	49,528,142.	47,966,019.	

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	49,053,169.
2	Enter amount from Part I, line 27a	2	643,619.
3	Other increases not included in line 2 (itemize) ► DEFERRED FEDERAL EXCISE TAX	3	40,000.
4	Add lines 1, 2, and 3	4	49,736,788.
5	Decreases not included in line 2 (itemize) ► UNREALIZED LOSS ON INVESTMENTS	5	2,031,712.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	47,705,076.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	SEE ATTACHMENT A	P	VARIOUS	VARIOUS
b	SEE ATTACHMENT A	P	VARIOUS	VARIOUS
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				-110,475.
b				1,101,332.
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(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				-110,475.
b				1,101,332.
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 990,857.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }		3 -110,475.

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	5,895,930.	41,557,587.	.141874
2009	2,930,832.	36,685,247.	.079891
2008	3,024,011.	39,992,265.	.075615
2007	3,571,287.	45,863,857.	.077867
2006	3,608,933.	41,203,683.	.087588

2 Total of line 1, column (d)

2 .462835

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 .092567

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 41,910,849.

5 Multiply line 4 by line 3

5 3,879,562.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 8,617.

7 Add lines 5 and 6

7 3,888,179.

8 Enter qualifying distributions from Part XII, line 4

8 3,308,752.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2011 estimated tax payments and 2010 overpayment credited to 2011

6a 82,938.

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 82,938.

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

8

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 65,704.

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►

65,704. Refunded ►

11 0.

Part VII-A Statements Regarding Activities

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?

Yes

No

1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1b X

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.

1c X

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

2 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*

3 X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a X

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?

5 X

If "Yes," attach the statement required by General Instruction T.

6 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?

7 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.

8b X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

FL

9 X

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*

10 X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

Part VII-A Statements Regarding Activities (continued)

11	11	X
12	12	X
13	13	X
Website address ► <u>WWW.MORSEMUSEUM.ORG</u>		
14	Telephone no. ► <u>407-644-0555</u>	
Located at ► <u>400 N. NEW YORK AVENUE, WINTER PARK, FL</u>		
ZIP+4 ► <u>32789</u>		
15	► 15	N/A
16	Yes	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

	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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	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
 Yes No

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

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

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

N/A

5b



Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes No

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

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

 Yes No

6b

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

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

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

 Yes No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		231,057.	42,656.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIFER THALHEIMER PO BOX 40, WINTER PARK, FL 32790	CURATOR/COLLECTION MANAGER 40.00	71,768.	29,642.	0.
THOMAS MOBLEY PO BOX 40, WINTER PARK, FL 32790	BUILDING MANAGER 40.00	71,226.	29,853.	0.
CATHERINE HINMAN PO BOX 40, WINTER PARK, FL 32790	PR MANAGER 40.00	75,430.	24,465.	0.
BETSY PETERS PO BOX 40, WINTER PARK, FL 32790	CURATOR OF EDUCATION 40.00	62,428.	12,721.	0.
DONNA CLIMENHAGE PO BOX 40, WINTER PARK, FL 32790	CURATOR 40.00	57,767.	12,537.	0.

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



0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
US SECURITY ASSOC INC. PO BOX 931703, ATLANTA, GA 31193	SECURITY	434,683.
WELLINGTON TC 280 CONGRESS ST, BOSTON, MA 02210	INVESTMENT MANAGER	131,463.
LURE DESIGN PO BOX 531144, ORLANDO, FL 32853	DESIGN	116,240.
ELIZABETH MORSE GENIUS FOUNDATION PO BOX 40, WINTER PARK, FL 32789	ADMINISTRATION FEES	66,000.

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

►

0

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 SEE ATTACHMENT B	
	4,803,201.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	► 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	21,586,609.
b Average of monthly cash balances	1b	455,476.
c Fair market value of all other assets	1c	20,507,000.
d Total (add lines 1a, b, and c)	1d	42,549,085.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	42,549,085.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	638,236.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,910,849.
6 Minimum Investment return. Enter 5% of line 5	6	2,095,542.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1 Minimum investment return from Part X, line 6	1	
2a Tax on investment income for 2011 from Part VI, line 5	2a	
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	
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	

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	3,029,176.
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	279,576.
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	3,308,752.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,308,752.

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)

N/A

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$				
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				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr				
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)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV | **Private Operating Foundations** (see instructions and Part VII-A, question 9)

1 a 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

► 12/31/76

 4942(j)(3) or 4942(j)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	

0.	20,306.	0.	0.	20,306.
----	---------	----	----	---------

0.	17,260.	0.	0.	17,260.
----	---------	----	----	---------

3,308,752.	5,914,992.	2,937,279.	3,024,011.	15185034.
------------	------------	------------	------------	-----------

53,500.	53,500.	0.	0.	107,000.
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3,255,252.	5,861,492.	2,937,279.	3,024,011.	15078034.
------------	------------	------------	------------	-----------

				0.
--	--	--	--	----

				0.
--	--	--	--	----

1,397,028.	1,385,253.	1,222,841.	1,333,075.	5,338,197.
------------	------------	------------	------------	------------

				0.
--	--	--	--	----

				0.
--	--	--	--	----

				0.
--	--	--	--	----

				0.
--	--	--	--	----

Part XV | **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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				
AMERICAN BACH SOLOISTS 44 PAGE ST., SUITE 540 SAN FRANCISCO, CA 94102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
COALITION FOR THE HOMELESS OF CENTRAL FLORIDA 639 W. CENTRAL BLVD ORLANDO, FL 32801	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
DENVER ART MUSEUM 100 W. 14TH AVE PKWY DENVER, CO 80204	DIRECTOR	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
HISTORIC MACON FOUNDATION, INC. PO BOX 13358 MACON, GA 31208	NONE	PUBLIC CHARITY	SIDNEY LANIER COTTAGE	3,000.
NATIONAL SOCIETY OF THE COLONIAL DAMES OF AMERICA 2715 Q STREET NW WASHINGTON, DC 20007	NONE	PUBLIC CHARITY	FRIEND'S CAMPAIGN	3,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 53,500.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		
1 Program service revenue:					
a ADMISSIONS & MEMBERSHIPS					250,949.
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					
4 Dividends and interest from securities				14	39,927.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property				16	3,387.
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	990,857.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					351,997.
11 Other revenue:					
a ROYALTIES					
b REIMBURSEMENT -				15	41,168.
c INTERLACHEN					22,864.
d					
e					
12 Subtotal Add columns (b), (d), and (e)			0.		625,810.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,701,149.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1A	ADMISSIONS & ANNUAL MEMBERSHIPS TO THE MORSE MUSEUM OF AMERICAN ART.
10	THE NET SALES OF INVENTORY FROM THE MORSE MUSEUM OF AMERICAN ART GIFT
10	SHOP.
11C	REIMBURSEMENT FROM ROLLINS COLLEGE FOR VARIOUS EXPENSES ASSOCIATED
11C	WITH OSCEOLA LODGE & KNOWLES COTTAGE FOR THEIR SCHOLARS-IN-RESIDENCE
11C	PROGRAM.

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

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 or

- (1) Cash
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b. If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined and belief, it is true, correct, and complete. Declarant


6-7-12

Date

→ EXEC. VP & TREASURER

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

Signature of filer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	THOMAS F. BLANEY		5/6/12		P00234022
	Firm's name ► O'CONNOR DAVIES MUNNS & DOBBINS, LLP.			Firm's EIN ► 13-3385019	
Firm's address ► 60 EAST 42ND STREET NEW YORK, NY 10165			Phone no 212-286-2600		

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011**Name of the organization****CHARLES HOSMER MORSE FOUNDATION****Employer identification number****59-1659392****Organization type (check one):****Filers of:**

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.

► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

CHARLES HOSMER MORSE FOUNDATION

Employer identification number

59-1659392

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELIZABETH MORSE GENIUS FOUNDATION INC PO BOX 40 WINTER PARK, FL 32790	\$ 3,800,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

CHARLES HOSMER MORSE FOUNDATION

Employer identification number

59-1659392

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

CHARLES HOSMER MORSE FOUNDATION

59-1659392

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST AND DIVIDENDS FROM LIMITED PARTNERSHIP	39,927.	0.	39,927.
TOTAL TO FM 990-PF, PART I, LN 4	39,927.	0.	39,927.

FORM 990-PF

RENTAL INCOME

STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME	1	75,081.
TOTAL TO FORM 990-PF, PART I, LINE 5A		75,081.

FORM 990-PF

RENTAL EXPENSES

STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		71,694.	71,694.
- SUBTOTAL -	1		
TOTAL RENTAL EXPENSES			71,694.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			3,387.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 4

INCOME

1. GROSS RECEIPTS	751,706
2. RETURNS AND ALLOWANCES	
3. LINE 1 LESS LINE 2	751,706
4. COST OF GOODS SOLD (LINE 15)	399,709
5. GROSS PROFIT (LINE 3 LESS LINE 4)	351,997
6. OTHER INCOME	
7. GROSS INCOME (ADD LINES 5 AND 6)	351,997

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR	
9. MERCHANDISE PURCHASED.	399,709
10. COST OF LABOR.	
11. MATERIALS AND SUPPLIES	
12. OTHER COSTS.	
13. ADD LINES 8 THROUGH 12	399,709
14. INVENTORY AT END OF YEAR	
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14) . . .	399,709

FORM 990-PF

OTHER INCOME

STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADMISSIONS & MEMBERSHIPS	250,949.	0.	250,949.
ROYALTIES	41,168.	41,168.	41,168.
REIMBURSEMENT - INTERLACHEN	22,864.	0.	22,864.
TOTAL TO FORM 990-PF, PART I, LINE 11	314,981.	41,168.	314,981.

FORM 990-PF

LEGAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WINDERWEEDLE, HAINES, WARD & WOODMAN, P.A.	44,225.	20,225.	11,228.	12,772.
MORGAN KEEGAN TRUST	3,900.	0.	990.	2,910.
TO FM 990-PF, PG 1, LN 16A	48,125.	20,225.	12,218.	15,682.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
O'CONNOR DAVIES MUNNS & DOBBINS, LLP	35,511.	0.	9,016.	26,495.
TO FORM 990-PF, PG 1, LN 16B	35,511.	0.	9,016.	26,495.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WELLINGTON TRUST -				
INVESTMENT MANAGEMENT FEES	131,463.	131,463.	0.	0.
CONTRACT SERVICES	609,420.	0.	154,727.	480,217.
ADMINISTRATIVE FEES	66,000.	0.	16,757.	49,243.
OTHER LIMITED PARTNERSHIP EXPENSE	14,307.	14,307.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	821,190.	145,770.	171,484.	529,460.

FORM 990-PF	TAXES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	17,246.	0.	0.	0.
FOREIGN TAXES FROM PARTNERSHIP INTEREST	18,528.	18,528.	0.	0.
REAL ESTATE TAXES	24,075.	21,288.	2,787.	0.
TO FORM 990-PF, PG 1, LN 18	59,849.	39,816.	2,787.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	170,805.	13,627.	43,366.	113,812.
ELECTRICITY	6,517.	0.	1,655.	4,862.
REPAIRS AND MAINTENANCE	149,238.	2,750.	37,890.	102,956.
DUES AND SUBSCRIPTIONS	9,479.	0.	2,407.	7,072.
SUPPLIES AND EQUIPMENT	104,691.	0.	26,580.	74,609.
ADVERTISING AND DESIGN	127,822.	0.	32,453.	75,470.
CATERING AND FOOD	10,608.	0.	2,693.	7,915.
UTILITIES	198,648.	0.	50,435.	151,186.
TELEPHONE	50,013.	0.	12,697.	37,316.
PHOTOGRAPHY AND VIDEO	12,063.	0.	3,063.	9,000.
EQUIPMENT RENTAL	2,383.	0.	605.	1,778.
XEROGRAPHY	8,130.	0.	2,064.	6,066.

CHARLES HOSMER MORSE FOUNDATION

59-1659392

EVENTS EXPENSE	31,006.	0.	7,872.	23,134.
GARMENTS EXPENSE	5,242.	0.	1,331.	3,991.
FEES AND SECURITY	8,538.	31.	2,168.	6,339.
MISCELLANEOUS	13,207.	8,718.	3,353.	1,136.
CREDIT CARD EXPENSES	24,577.	0.	6,240.	18,337.
LANDSCAPE SERVICES	37,230.	0.	9,452.	27,778.
STAFF TRAINING	1,055.	0.	268.	787.
COMMISONS	28,039.	28,039.	0.	0.
OTHER EXPENSES	12,174.	0.	3,091.	9,083.
LAURELTON HALL EXHIBIT EXPENSE	153,671.	0.	39,016.	114,655.
DISPOSAL OF FIXED ASSETS	960.	604.	244.	0.
ART AQUISITION	2,300.	0.	584.	1,716.
TO FORM 990-PF, PG 1, LN 23	1,168,396.	53,769.	289,527.	798,998.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIP INTEREST - SEE ATTACHMENT A	FMV	20,230,871.	20,230,871.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,230,871.	20,230,871.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
-------------	--------------	--------------

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST AND DIVIDENDS	57,123.	25,882.	25,882.
PREPAID FEDERAL EXCISE TAX	14,491.	65,692.	65,692.
COPYRIGHTS	930.	930.	930.
DEPOSITS	4,253.	4,344.	4,344.
TO FORM 990-PF, PART II, LINE 15	76,797.	96,848.	96,848.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX	65,000.	25,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	65,000.	25,000.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SUSAN F. MCKEAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 1.00	0.	0.	0.
SANDRA M. OGDEN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 1.00	0.	0.	0.
DR. LAURENCE J. RUGGIERO PO BOX 40 WINTER PARK, FL 32790	MUSEUM DIRECTOR 40.00	231,057.	42,656.	0.
ANN M. SAURMAN PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 1.00	0.	0.	0.
DR. LEWIS I. SHARP PO BOX 40 WINTER PARK, FL 32790	TRUSTEE 1.00	0.	0.	0.
RICHARD M. STRAUSS PO BOX 40 WINTER PARK, FL 32790	EXECUTIVE VICE PRESIDENT A 15.00	0.	0.	0.
LEILA E. TRISMEN PO BOX 40 WINTER PARK, FL 32790	SECRETARY 1.00	0.	0.	0.
HAROLD A. WARD, III PO BOX 40 WINTER PARK, FL 32790	PRESIDENT & CHAIRMAN 2.00	0.	0.	0.

CHARLES HOSMER MORSE FOUNDATION

59-1659392

VICTOR E. WOODMAN
PO BOX 40
WINTER PARK, FL 32790

VP AND ASSISTANT SECRETARY

2.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

231,057.

42,656.

0.

12490515 756359 622870

25

STATEMENT(S) 14
2011.03040 CHARLES HOSMER MORSE FOUNDA 622870_1

Charles Hosmer Morse Foundation, Inc.

December 31, 2011

EIN # 59-1659392

990-PF Part II Line 13

Name	Cost	Market	Capital Gain/(Loss)			Total			
			Net Short-term	Net Long-term					
Wellington Trust Company									
Limited Partnerships:									
CTF Intermediate Bond Portfolio	\$ 2,787,310	\$ 2,944,644	\$ 53,255	\$ 62,261	\$ 115,516				
CTF International Research Equity Portfolio	3,302,456	4,000,422	(42,664)	89,290	46,626				
CTF Opportunistic Equity Portfolio	3,448,536	3,810,409	(268,978)	105,186	(163,792)				
CTF Research Equity Portfolio	5,914,031	5,285,315	12,738	504,372	517,110				
CTF Small Cap 2000 Portfolio	1,650,794	2,184,577	102,454	289,124	391,578				
CTF Treasury Inflation PRT SC	1,913,122	2,005,504	32,720	51,099	83,819				
	\$ 19,016,249	\$ 20,230,871	\$ (110,475)	\$ 1,101,332	\$ 990,857				

PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

The Charles Hosmer Morse Museum of American Art was founded by Jeanette Genius McKean and developed by her and her husband, Hugh F. McKean, to enrich the life of their community by fostering knowledge and appreciation of American Art through the preservation, presentation, and scholarly study of the Museum's collections in a spirit of adventure and experiment

\$ 4,675,437

Osceola Lodge and Knowles Cottage are being used by the Winter Park Institute of Rollins College. The Institute was launched to establish an atmosphere of enlightened conversation and capture the synergy created when scholars share information, debate issues and shed light on a variety of significant, timely topics. The Institute is using it as a study center for its scholars-in-residence.

127,764.00

Total Charitable Activities \$ 4,803,201

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ROBERT E. LEE MEMORIAL ASSOCIATION, INC. 483 GREAT HOUSE ROAD STRATFORD, VA 22520	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
SECOND HARVEST FOOD BANK 2008 BRENGLE AVENUE ORLANDO, FL 32808	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
SUSAN G. KOMEN BREAST CANCER FOUNDATION, INC. 5005 LBJ HIGHWAY 250 DALLAS, TX 75244	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
TEHAMA COUNTY MUSEUM PO BOX 275 TEHAMA, CA 96090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
NATIONAL SOCIETY OF THE COLONIAL DAMES IN FLORIDA 4114 HERSCHEL STREET, SUITE 109 JACKSONVILLE, FL 32210	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
PARAGON SCHOOL 928 MALONE DRIVE ORLANDO, FL 32810	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
WINTER PARK PUBLIC LIBRARY 460 EAST NEW ENGLAND AVENUE WINTER PARK, FL 32789	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
WINTER PARK SIDEWALK FEST 328 PARK AVE NORTH WINTER PARK, FL 32789	NONE	PUBLIC CHARITY	ART FESTIVAL AWARDS	2,500.
WINTER PARK CHAMBER OF COMMERCE 151 LYMAN AVE WINTER PARK, FL 32789	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
Total from continuation sheets				22,500.

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 File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. CHARLES HOSMER MORSE FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 59-1659392
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 40	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WINTER PARK, FL 32790	

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

0 4

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

RICHARD M. STRAUSS

- The books are in the care of ► **400 N. NEW YORK AVENUE - WINTER PARK, FL 32789**

Telephone No. ► **407-644-0555**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

AUGUST 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 , and ending 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	\$ 82,938.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 82,938.
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	\$ 0.

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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)