Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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

Name of foundation: BEAVER STREET FOUNDATION, INC.

A Employer identification number: 59-2714980

Number and street (or P O box number if mail is not delivered to street address): POST OFFICE BOX 41430 | Room/suite:

B Telephone number: (904)354-8533

City or town, state, and ZIP code: JACKSONVILLE, FL 32203-1430

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 12,639,211.

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

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	503,955.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	153,063.	148,538.		STATEMENT 1
	4 Dividends and interest from securities	241,560.	241,560.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,956.			
	b Gross sales price for all assets on line 6a 780,650.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	896,622.	390,098.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	1,120.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	5,816.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	6,936.	0.		0.
	25 Contributions, gifts, grants paid	535,268.			535,268.
	26 **Total expenses and disbursements.** Add lines 24 and 25	542,204.	0.		535,268.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	354,418.			
	b **Net investment income** (if negative, enter -0-)		390,098.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED AUG 27 2012 OGDEN, UT

SCANNED AUG 2 9 2012

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	-1.		
	2 Savings and temporary cash investments	12,284,794.	12,639,211.	12,639,211.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	12,284,793.	12,639,211.	12,639,211.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	12,284,793.	12,639,211.	
	30 **Total net assets or fund balances**	12,284,793.	12,639,211.	
	31 **Total liabilities and net assets/fund balances**	12,284,793.	12,639,211.	

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	12,284,793.
2	Enter amount from Part I, line 27a	2	354,418.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,639,211.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,639,211.

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				
b	SEE ATTACHED STATEMENTS			
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				
b				
c				
d				
e	780,650.		782,606.	-1,956.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-1,956.

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 — -1,956.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	598,633.	11,825,871.	.050621
2009	283,686.	11,469,098.	.024735
2008	868,926.	10,557,341.	.082305
2007	444,780.	9,090,693.	.048927
2006	376,077.	7,956,835.	.047265

2	Total of line 1, column (d)	2	.253853
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	.050771
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	12,427,111.
5	Multiply line 4 by line 3	5	630,937.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,901.
7	Add lines 5 and 6	7	634,838.
8	Enter qualifying distributions from Part XII, line 4	8	535,268.

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			1	7,802.
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	7,802.
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	7,802.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,120.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	9,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	12,120.
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	4,318.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 4,318. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ N/A

14 The books are in care of ▶ LATHUN BRIGMAN Telephone no. ▶ (904)354-8533

Located at ▶ P.O. BOX 41430, JACKSONVILLE, FL ZIP+4 ▶ 32203-1430

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

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
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
HANS FRISCH POST OFFICE BOX 41430 JACKSONVILLE, FL 322031430	DIRECTOR 0.00	0.	0.	0.
BENJAMIN FRISCH POST OFFICE BOX 41430 JACKSONVILLE, FL 322031430	DIRECTOR 0.00	0.	0.	0.
MARK FRISCH POST OFFICE BOX 41430 JACKSONVILLE, FL 322031430	DIRECTOR 0.00	0.	0.	0.
ADAM FRISCH POST OFFICE BOX 41430 JACKSONVILLE, FL 322031430	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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
NONE		
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 N/A	
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.

Form **990-PF** (2011)

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	0.
b	Average of monthly cash balances	1b	12,616,356.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	12,616,356.
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	12,616,356.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	189,245.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,427,111.
6	**Minimum investment return.** Enter 5% of line 5	6	621,356.

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	621,356.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,802.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,802.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	613,554.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	613,554.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	613,554.

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	535,268.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	535,268.
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	535,268.

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				613,554.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008 44,370.				
d From 2009				
e From 2010 13,539.				
f Total of lines 3a through e	57,909.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 535,268.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				535,268.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	57,909.			57,909.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				20,377.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
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) N/A

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 ▶

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

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

Part XV Supplementary Information (Complete this part only if the 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).)

SEE STATEMENT 5

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 ▶ [X] 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*				
SEE STATEMENT ATTACHED SEE STATEMENT ATTACHED SEE ATTACHED, FL 99999	SEE STATEMENT ATTACHED	SEE STATEMENT ATTACHED	SEE STATEMENT ATTACHED	535,268.
Total			▶ 3a	535,268.
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 (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	153,063.	
4 Dividends and interest from securities			14	241,560.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-1,956.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		392,667.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 392,667.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date: 8-14-2012 | Title: DIRECTOR

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
PETER REYNOLDS		8/14/12		P00336766
Firm's name ▶ THE GRIGGSGROUP, CPAS			Firm's EIN ▶ 20-0708248	
Firm's address ▶ 238 PONTE VEDRA PARK DRIVE, SUITE 201 PONTE VEDRA BEACH, FL 32082			Phone no. 904-280-2053	

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	Employer identification number
BEAVER STREET FOUNDATION, INC.	59-2714980

Organization type (check one):

Filers of:	Section:
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).

Name of organization	Employer identification number
BEAVER STREET FOUNDATION, INC.	59-2714980

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	BEAVER STREET FISHERIES, INC. P.O. BOX 41430 JACKSONVILLE, FL 322031430	$ 500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
BEAVER STREET FOUNDATION, INC.	59-2714980

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: BEAVER STREET FOUNDATION, INC.

Employer identification number: 59-2714980

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

(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

(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

(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

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	GREENVILLE CNTY SC TOURISM PUB - 40000.0000 SHS	P	07/22/10	04/01/11
b	SC STATE HIGHWAY-SER B 5.00% - 20000.0000 SHS	P	02/04/11	04/01/11
c	CLEMSON UNIV SC UNIV REVS IMPT - 70000.0000 SHS	P	01/20/11	05/01/11
d	UNIVERSITY SC UNIV REVS SER A - 30000.0000 SHS	P	07/08/10	05/01/11
e	SOUTH CAROUNA ST INSTITUTION - 15000.0000 SHS	P	10/27/10	06/01/11
f	CHARLESTON CNTY SC S.000% - 25000.0000 SHS	P	03/03/11	11/01/11
g	FED HOME LOAN MTG CORP 0.75% - 70000.0000 SHS	P	06/02/11	12/15/11
h	CHARLESTON CNTY SC REV 4.80% - 50000.0000 SHS	P	03/02/10	04/12/11
i	CHARLESTON COUNTY SC 5.00% - 25000.0000 SHS	P	02/03/10	06/01/11
j	TOBACCO SETTLEMENT AUTH IOWA - 30000.0000 SHS	P	01/21/10	06/01/11
k	GEN ELEC CAP CORP 5.720% - 60000.0000 SHS	P	01/20/10	06/01/11
l	CIT1GROUPINC 5.100% 09/29/2011 DTD - 60000.0000 S	P		09/29/11
m	CLARK CNTY NEV BAB 2.89% 11/1/1 1 - 50000.0000 SH	P	01/29/10	11/01/11
n	HOUSEHOLD FIN CO 7.100% 12/15/2011 - 40000.0000 S	P		12/15/11
o	AVON PRODUCTS INC	P	01/21/10	01/15/11

	(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	40,000.		40,000.	0.
b	20,200.		20,275.	-75.
c	70,000.		70,000.	0.
d	30,000.		30,000.	0.
e	15,000.		15,000.	0.
f	25,000.		25,000.	0.
g	70,000.		70,000.	0.
h	50,150.		50,407.	-257.
i	25,000.		25,000.	0.
j	30,300.		31,924.	-1,624.
k	60,000.		60,000.	0.
l	60,000.		60,000.	0.
m	50,000.		50,000.	0.
n	40,000.		40,000.	0.
o	50,000.		50,000.	0.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				0.
b				-75.
c				0.
d				0.
e				0.
f				0.
g				0.
h				-257.
i				0.
j				-1,624.
k				0.
l				0.
m				0.
n				0.
o				0.

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	
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	

123591
05-01-11

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	NATIONAL RURAL UTIL CORP	P		01/15/11
b	GREENFIELD MASS	P	02/10/10	02/01/11
c	NATIONAL CITY CORP	P	06/25/10	02/01/11
d	BEAUFORT CNTY	P	01/25/11	04/01/11
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	25,000.		25,000.	0.
b	25,000.		25,000.	0.
c	45,000.		45,000.	0.
d	50,000.		50,000.	0.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				0.
b				0.
c				0.
d				0.
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-1,956.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

123591
05-01-11

BSF, INC. CONTRIBUTIONS
2011

DATE	AMOUNT	PAYEE	PURPOSE
9/23/11	50.00	Alzheimer's Association	Annual
		Central and North Florida Chapter	
		PO Box 96011	
		Washington, DC 20090-6011	
6/21/11	500.00	American Cancer Society	Annual
		1430 Prudential Drive	
		Jacksonville, FL 32207	
6/21/11	100.00	American Heart Association of Jax	Annual
		5851 St. Augustine Road	
		Jacksonville, FL 32207	
6/21/11	200.00	American Red Cross	Annual
		Northeast Florida Chapter	
		751 Riverside Avenue	
		Jacksonville, Florida 32204-3354	
6/21/11	1,000.00	American Friends of Magen David Adom	Annual
		PO Box 88090	
		Hallandale, FL 33008-8090	
5/3/11	500.00	Anti-Defamation League (ADL)	Annual
		PO Box 96226	Contribution
		Washington, CD 20090-6226	
2/21/11	2,500.00	Anti-Defamation League	2011 Distinguished
		One Park Place	Service Awards
		621 NW 53rd Street, #450	3/10/2011
		Boca Raton, FL 33487	5:00-7:00 pm
9/27/11	50.00	Arthritis Foundation	
		Florida Chapter	
		P.O. Box 21408	
		West Palm Beach, FL 33416-1408	
5/3/11	110.00	B'Nai B'Rith International	
		PO Box 96729	
		Washington, DC 20090-6729	
6/21/11	10,000.00	Baptist Health Foundation	2011 Annual
		800 Prudential Drive	
		Jacksonville, Florida 32207	
7/15/11	1,000.00	Beth-El The Beaches Synagogue	Instead of Intended
		P.O. Box 1698	
		Ponte Vedra Beach, Florida 32004-1698	
1/6/11	400.00	Beth Shalom Congregation	
		4072 Sunbeam Road	
		Jacksonville, Florida 32257	

BSF, INC. CONTRIBUTIONS
2011

DATE	AMOUNT	PAYEE	PURPOSE
3/4/11	500.00	Big Brother Big Sisters of NE Florida	Bowl for Kids' Sake
		3100 University Boulevard South, Suite 120	Team Sponsor
		Jacksonville, Florida 32216	
6/21/11	10,000.00	Chabad Lubavitch	Annual
		10129 Haley Road	HF 2010 IRA Contribution
		Jacksonville, Florida 32257	
9/23/11	100.00	Children's Village of Jerusalem	
		15 Beekman Street	
		New York, NY 10273-0519	
9/23/11	120.00	Colel Chabad	Annual
		806 Eastern Parkway	
		Brooklyn, NY 11213-9818	
10/17/11	1,000.00	Community Connections	Tribute One Hundred
		Post Office Box 41086	
		Jacksonville, Florida 32203	
12/8/11	10,000.00	Congregation Ahavath Chesed	2011 Annual
		8727 San Jose Boulevard	HF 2010 IRA Contribution
		Jacksonville, Florida 32217-4280	
		↕	
		↕	
9/23/11	500.00	Cystic Fibrosis Foundation	Annual
		P.O. Box 96305	
		Washington, D.C. 20090-6305	
9/23/11	100.00	Easter Seals Northeast Florida Region	Annual
		PO Box 621028	
		Orlando, FL 32862-1028	
8/30/11	5,000.00	Edward Waters College	
		1658 Kings Road	
		Jacksonville, Florida 32209	
9/23/11	500.00	Eirgun Baruch U'Marpeh	Annual
		4718 Eighteenth Avenue, Suite 149	
		Brooklyn, NY 11204	
9/19/11	10,000.00	Etz Chaim Synagogue	Annual
		10167 San Jose Boulevard	
		Jacksonville, Florida 32257	
4/8/11	4,355.40	FCCJ Artist Series	2011-2012
		501 W. State Street	The Artist Series Renewals
		Jacksonville, FL 32202-4056	
5/18/11	50.00	Florida Sheriff's Association	Annual

BSF, INC. CONTRIBUTIONS 2011			
DATE	AMOUNT	PAYEE	PURPOSE
		PO Box 12519	
		Tallahassee, FL 32317-9938	
9/22/11	8,500.00	Gator Bowl Association	2012 Gator Bowl Chairman's Club
		One Gator Bowl Blvd.	501 (c) (3)
		Jacksonville, FL 32202	
9/23/11	100.00	General Israel Orphans Home for Girls	
		P.O. Box 3147	
		New York, NY 10277-0074	
9/23/11	200.00	Great Charity Chaye Olam of Jerusalem, Inc.	Annual
		P.O. Box 786	
		New York, N.Y. 10273-0161	
9/23/11	5,000.00	HandsOn Jacksonville	Visit From Saint
		6817 Southpoint Parkway, Suite 1902	Nick 2010
		Jacksonville, FL 32216	(Formerly Volunteer Jax)
9/23/11	500.00	Hillel	Annual
		The Foundation for Jewish Campus Life	
		PO Box 92994	
		Washington, DC 20090-2994	
9/23/11	72.00	The House of Sages, Inc.	
		283 East Broadway	
		New York, NY 1002-5694	
9/23/11	108.00	The Israel Youth Village	Annual
		770 Eastern Parkway	
		Brooklyn, New York 11213-9904	
12/8/11	10,000.00	Jacksonville Jewish Center	2011 Annual
		3662 Crown Point Road	HF 2010 IRA Contribution
		Jacksonville, Florida 32257	
5/3/11	15,000.00	Jacksonville Jewish Federation	1/2 2011 Annual Fund
6/21/11	15,000.00	8505 San Jose Boulevard	1/2 2011 Annual Fund
		Jacksonville, Florida 32217	HF 2010 IRA Contribution
		↓	
		↓	Unrestricted Endow. Fund
		↓	Friends of Foundation
		↓	Partnership Sponsor
		↓	
12/27/11	15,000.00	↓	1/2 2012 Annual Fund
11/3/11	10,000.00	Jacksonville University	Artis Gilmore Scholarship Fund
		Office of University Advancement/53	Educational
		2800 University Boulevard, North	
		Jacksonville, FL 32211	

BSF, INC. CONTRIBUTIONS
2011

DATE	AMOUNT	PAYEE	PURPOSE
~~6/21/11~~		Jacksonville Urban League	
12/7/11	11,500.00	903 W. Union Street	MLKJR BB Plaque Project
		Jacksonville, Florida 32204	
2/21/11	5,000.00	Tom Coughlin Jay Fund Foundation	Wine Tasing Gala
8/10/11	5,000.00	P.O. Box 50798	2011 Celebrity Golf Classic
		Jacksonville Beach, Florida 32240-0798	
		Jewish Community Alliance	
		8505 San Jose Boulevard	
		Jacksonville, Florida 32217	
6/21/11	500.00	Jewish Community Calendar	2011-2012 Calendar
		Chabad Lubavetch of Northeast Florida	Community Calendar
		10129 Haley Road	
		Jacksonville, Florida 32257	
2/2/11	4,000.00	Jewish Family & Community Services	2011 Ann. Fund Raiser
12/27/11	10,000.00	6261 Dupont Station Court, E.	2012 Contribution
		Jacksonville, Florida 32217	
12/16/11	2,500.00	Jewish National Fund	2012 Bernard Selevan Tree of Life
		4625 East Bay Drive #308	
		Clearwater, FL 33764	
9/26/11	200.00	Jewish War Veterans of the United States	Annual
		PO Box 1575	
		Merrifield, VA 22116-9944	
6/22/11	1,000.00	Jones College (WKTZ 90.9 FM Radio)	Annual
		5353 Arlington Expressway	
		Jacksonville, Florida 32211	
1/31/11	5,000.00	Junior Achievement of Florida's First Coast, Inc.	Baker Awards - 4/28/11
10/10/11	1,000.00	4049 Woodcock Drive, Suite 200	Skills Table Sponsor
12/20/11	10,000.00	Jacksonville, FL 32207	2011 Contribution
10/10/11	500.00	American Diabetes Association	Team Luke
		C/o Bill Buchholz	Walk November 12, 2011
		197 Greencrest Drive	
		Ponte Vedra Beach, Florida 32082	
6/22/11	400.00	Kollel Tiferet Asher (Siani) Yeruham	Annual
		Dimona, str. Amnon & Tamar 13	
		Israel 86035	
~~8/8/11~~	0.00	Lighthouse Lacrosse Foundation, Inc.	CK LOST IN MAIL/VOIDED 3/9/12
		1894 Edgewood Avenue, S.	Middle School Football
		Jacksonville, FL 32205	Program
6/22/11	20,000.00	Mayo Clinic	Year 4 of 5-Year $100K Pledge

BSF, INC. CONTRIBUTIONS
2011

DATE	AMOUNT	PAYEE	PURPOSE
		Department of Development	HF 2010 IRA Contrib. 3rd Yr of 5
12/27/11	20,000.00	4500 San Pablo Road	2012 (Yr 5 of 5 Yr Pledge)
		Jacksonville, FL 32224	
9/23/11	300.00	MD Anderson Cancer Center	Annual
		The University of Texas	
		Post Office Box 4464	
		Houston, Texas 77210-4464	
9/26/11	300.00	Memorial Sloan-Kettering Cancer Center	Annual
		PO Box 750	
		New York, NY 10131-0304	
5/18/11	1,000.00	Memories of Love Foundation	Honor of Marty Gottlieb
7/15/11	1,000.00	PO Bpx 58027	Honor of Ilse Gottlieb
		Jacksonville, Florida 32241-9906	
9/23/11	72.00	Mesifta Beth Shraga	
		28 Saddle River Road	
		PO Box 412	
		Monsey, NY 10952-9908	
9/23/11	300.00	Ner Israel Rabbinical College	Annual
		400 Mt. Wilson Lane	
		Baltimore, Maryland 21208	
1/18/11	2,000.00	OneJax (Formerly NCCJ)	2011 Humanitarian
		Attn: Kathi Gram	Awards
		1022 Park Street, Suite 302	5/26/2011
		Jacksonville, Florida 32204	
9/26/11	300.00	Ohr Le-Tzion Rehovot	
		1 Derech Jerusalem Street	
		Rehovot, Isreal	
9/23/11	101.00	Paralyzed Veterans of America	Annual
		7 Mill Brook Road	
		Wilton, NH 03086-0907	
9/26/11	1,250.00	Police Athletic League of Jacksonville, Inc.	501©3 Youth
		2165 West 33rd Street	Service Organization
		Jacksonville, FL 32209	
		River Garden	Holiday Fund
		9439 San Jose Boulevard #200	HF 2010 IRA Contribution
1/12/11		Jacksonville, Florida 32257	10-Year $500,000 Pledge
		↕	Discretionary Fund
6/24/11		↕	
		↕	

BSF, INC. CONTRIBUTIONS
2011

DATE	AMOUNT	PAYEE	PURPOSE
12/27/11	120,000.00	↕	10-Year $500,000 Pledge
12/27/11	10,000.00	↕	Discretionary Fund
9/23/11	400.00	Rodeheaver Boys Ranch, Inc.	Annual
		380 Boys Ranch Road	
		Palatka, Florida 32177-9980	
6/23/11	200.00	St. Joseph's Indian School	Annual
		P.O. Box 200	
		Chamberlain, SD 57326-0200	
~~6/23/11~~		St. Vincent's HealthCare Foundation	CK LOST/VOIDED 3/9/12
10/12/11	20,000.00	P.O. Box 41564	2nd Yr of 5 Yr $100K Pledge
1/18/11	2,500.00	Jacksonville, Florida 32203	Century of Service Fund
12/27/11	30,000.00	↓	DePaul Society
			2012 (Yr 3) $150,000 Commitment
6/20/11	10,000.00	Sweethearts for Soldiers	
		550 Marina Pkwy PMB 54	
		Chula Vista, CA 91910	
9/23/11	180.00	Telshe Yeshiva	
		Charoset Department	
		28400 Euclid Avenue	
		Wickliffe, Ohio 44092-9909	
6/23/11	5,000.00	Torah Academy of Jacksonville	
		10167 San Jose Boulevard	
		Jacksonville, Florida 32257	
9/23/11	500.00	United States Holocaust Memorial Museum	Annual
		P.O. Box 90988	
		Washington, DC 20090-0988	
1/31/11	50.00	United States Olympic Committee	
		P.O. Box 7010	
		Albert Lea, MN 56007-8010	
9/23/11	500.00	United Tiberias Institutions	Annual
		P.O. Box 576	
		New York, N.Y. 10002-9915	
9/26/11	12,000.00	United Way of Northeast Florida	Alexis de Tocqueville
		1300 Riverplace Boulevard, Suite 500	2011-2012 Campaign
12/27/11	12,000.00	Jacksonville, Florida 32207	2012-2013 Campaign
5/3/11	20,000.00	University of North Florida Foundation, Inc.	2011 3rd of 5 Yr. $100K
		4567 St. Johns Bluff Road, South	1st Gen. 2009-2013
12/27/11	20,000.00	Jacksonville, Florida 32224	4th Yr 2012 2nd Gen. 2009-2013
		↕	

BSF, INC. CONTRIBUTIONS 2011			
DATE	AMOUNT	PAYEE	PURPOSE
5/18/11	500.00	Vestcor Family Foundation	16th Annual 5K Bridges Run
		3020 Hartley Road, Suite 300	30-Jul-11
		Jacksonville, Florida 32257	
9/23/11	100.00	Veterans of Foreign Wars of the USA	Annual
		Processing Center	
		PO Box 8958	
		Topeka, KS 66608-8958	
5/18/11	10,000.00	WJCT Public Broadcasting Television	2nd of 5 Yr $50K Commitment
12/27/11	10,000.00	Finance Department	Year 2012 3rd Yr Pymt
		100 Festival Park Avenue	
		Jacksonville, Florida 32202-1397	
12/1/11	500.00	WUFT 5	Countdown Campaign
		University of Florida Foundation	
		PO Box 14425	
		Gainesville, FL 32604	
7/23/11	500.00	West Duval Youth Athletic Association	Football Program
		8435 118th Street	
		Jacksonville, FL 32244	
5/3/11	7,000.00	Wolfson Children's Hospital	2011-2012
		1325 San Marco Boulevard, Suite 802	Florida Forum
		Jacksonville, Florida 32207	
9/23/11	500.00	American Society for Yad Vashem, Inc.	Annual
		P.O. Box 170305	
		Milwaukee, WI 53217-9962	
1/31/11	500.00	Yad Ezrah Institute (Rabbi S. Gluck)	Annual
		4207 New Utrecht Avenue	
		Brooklyn, N.Y. 11219	
6/23/11	1,000.00	World Jewish Congress	
		P.O. Box 90400	
		Washington, DC 20090-0400	
	$535,268.40		

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
COMPASS BANK 4720 (CD)	3,976.
COMPASS BANK 6406	8.
CREDIT SUISSE ZURICH	31,453.
CREDIT SUISSE ZURICH-ACCRUED INT PAID	-10,974.
REGIONS BANK 0984	1,119.
TD BANK 1010	40,651.
TD BANK 4017 (CD)	101,327.
TD BANK 5869	12.
TD BANK 9269	128.
TD BANK-ACCRUED INT PAID	-18,943.
WELLS FARGO 3375	4,261.
WELLS FARGO 6942	45.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	153,063.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BBVA COMPASS 9314	41,803.	0.	41,803.
CREDIT SUISSE	118.	0.	118.
LORD ABBOTT 2010 ADDITIONAL INCOME	3,718.	0.	3,718.
TD BANK 1010	150,463.	0.	150,463.
WELLS FARGO 1880	45,458.	0.	45,458.
TOTAL TO FM 990-PF, PART I, LN 4	241,560.	0.	241,560.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES ON INVESTMENTS	1,100.	0.		0.
FOREIGN TAXES	20.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,120.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORPORATE FILING FEE	62.	0.		0.
BANK FEES	2,969.	0.		0.
BROKERAGE FEES	2,562.	0.		0.
FOREIGN TRANSLATION ADJUSTMENT	223.	0.		0.
TO FORM 990-PF, PG 1, LN 23	5,816.	0.		0.

FORM 990-PF PART XV - LINE 1A STATEMENT 5
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

HANS FRISCH
BENJAMIN FRISCH
MARK FRISCH
ADAM FRISCH

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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.
BEAVER STREET FOUNDATION, INC.

Employer identification number (EIN) or
[X] 59-2714980

Number, street, and room or suite no. If a P.O. box, see instructions.
POST OFFICE BOX 41430

Social security number (SSN)
[ ]

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
JACKSONVILLE, FL 32203-1430

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

- The books are in the care of ▶ LATHUN BRIGMAN
P.O. BOX 41430, JACKSONVILLE, FL - 32203-1430
Telephone No. ▶ (904)354-8533 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:
▶ [X] 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	$ 12,120.
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	$ 3,120.
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	$ 9,000.

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)

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions BEAVER STREET FOUNDATION, INC.	Enter filer's identifying number, see instructions Employer identification number (EIN) or X 59-2714980
	Number, street, and room or suite no. If a P.O. box, see instructions. POST OFFICE BOX 41430	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. JACKSONVILLE, FL 32203-1430	

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-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

Ë The books are in the care of LATHUN BRIGMAN P.O. BOX 41430 - JACKSONVILLE, FL 32203-1430

Telephone No. (904) 354-8533 FAX No.

Ë If the organization does not have an office or place of business in the United States, check this box

Ë If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ____ If it is for part of the group, check this box ____ and attach a list with the names and EINs of all members the extension is for.

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

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

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

7 State in detail why you need the extension
AN ADDITONAL EXTENSION IS BEING REQUESTED TO ALLOW THE ORGANIZATION ADDITIONAL TIME TO RECEIVE ALL NECESSARY TAX DOCUMENTS TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 12,120.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 12,120.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ________ Title ________ Date ________

123842
01-06-12

11150813 796359 592714980 2011.04010 BEAVER STREET FOUNDATION, I 59271491