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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

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

Name of foundation THE BEATITUDE FOUNDATION, INC.		A Employer identification number 59-3636206
Number and street (or P O box number if mail is not delivered to street address) 2073 SUMMIT LAKE DRIVE, SUITE 155		B Telephone number (see instructions) (850) 219-5000
City or town, state, and ZIP code TALLAHASSEE, FL 32317		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address 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) \$ 933,202.		F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule) ☐ if the foundation is not required to attach Sch B		10,000.			
2 Check ☐ Interest on savings and temporary cash investments					
4 Dividends and interest from securities		23,236.	23,236.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		4,963.			
b Gross sales price for all assets on line 6a 26,002.					
7 Capital gain net income (from Part IV, line 2)			4,963.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		38,199.	28,199.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 2		8,040.	0.	0.	0.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 3		5,044.	4,665.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		13,084.	4,665.		
25 Contributions, gifts, grants paid		773,703.			773,703.
26 Total expenses and disbursements. Add lines 24 and 25		786,787.	4,665.	0	773,703.
27 Subtract line 26 from line 12		-748,588.			
a Excess of revenue over expenses and disbursements			23,534.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0.	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2011)

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PAGE 3

3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		1,080,572.	243,706.	243,706.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)	12,772.	0.	0.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶	363,695.			
		Less accumulated depreciation ▶ (attach schedule)				
15		Other assets (describe ▶ ATCH 4)	241,065.	363,695.	363,695.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	349,551.	325,801.	325,801.	
			1,683,960.	933,202.	933,202.	
Net Assets or Fund Balances	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons	12,231.	12,061.		
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	12,231.	12,061.		
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	1,671,729.	921,141.		
	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 (see instructions)	1,671,729.	921,141.		
	31	Total liabilities and net assets/fund balances (see instructions)	1,683,960.	933,202.		

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	1,671,729.
2	Enter amount from Part I, line 27a	2	-748,588.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	923,141.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 5	5	2,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	921,141.

Form 990-PF (2011)

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 PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
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	4,963.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	221,769.	1,691,531.	0.131105
2009	447,749.	2,026,882.	0.220905
2008	379,725.	2,884,954.	0.131623
2007	243,334.	3,190,946.	0.076258
2006	150,683.	2,835,402.	0.053143
2 Total of line 1, column (d)			2 0.613034
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.122607
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,271,388.
5 Multiply line 4 by line 3			5 155,881.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 235.
7 Add lines 5 and 6			7 156,116.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 773,703.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	235.
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-)		2	
3 Add lines 1 and 2		3	235.
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	235.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 6,956.		
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	6,956.
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	6,721.
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 6,721. Refunded ☐		11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ (2) On foundation managers ☒ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? STATEMENT C	X	
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? ATTACHMENT 6	X	
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ SHERRY THOMPSON Telephone no ☐ 850-219-5000			
Located at ☐ 1700 SUMMIT LAKE DRIVE TALLAHASSEE, FL ZIP + 4 ☐ 32317				
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				
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See 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)? ☐	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) ☐	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) ☐	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

Form 990-PF (2011)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 7		0	0	0

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

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

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

Form 990-PF (2011)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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	2,589.
b	Average of monthly cash balances	1b	896,961.
c	Fair market value of all other assets (see instructions)	1c	391,199.
d	Total (add lines 1a, b, and c)	1d	1,290,749.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,290,749.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,361.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,271,388.
6	Minimum investment return. Enter 5% of line 5	6	63,569.

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	63,569.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	235.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	235.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,334.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	63,334.
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	63,334.

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	773,703.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	773,703.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	235.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	773,468.

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.

Form 990-PF (2011)

Page 9

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				63,334.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006 10,659.				
b From 2007 91,861.				
c From 2008 235,477.				
d From 2009 348,467.				
e From 2010 138,200.				
f Total of lines 3a through e	824,664.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 773,703.				
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				63,334.
e Remaining amount distributed out of corpus	710,369.			
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	1,535,033.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	10,659.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,524,374.			
10 Analysis of line 9				
a Excess from 2007 91,861.				
b Excess from 2008 235,477.				
c Excess from 2009 348,467.				
d Excess from 2010 138,200.				
e Excess from 2011 710,369.				

Form 990-PF (2011)

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

NOT APPLICABLE

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)

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	(d) 2008
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))

RICHARD S. KEARNEY

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

N/A

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHMENT A				773,703.
Total			▶ 3a	773,703.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	23,236.		
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	4,963.		
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)				28,199.		
13 Total. Add line 12, columns (b), (d), and (e)						28,199.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
13,252.		300 SHARES HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 12,773.				P	11/12/2010	01/06/2011
					479.			
5,068.		97623 SHARES SUNOVIA ENERGY TECHNOLOGIES PROPERTY TYPE: SECURITIES 2,690.				P	04/13/2011	05/16/2011
					2,378.			
7,682.		202377 SHARES SUNOVIA ENERGY TECHNOLOGIE PROPERTY TYPE: SECURITIES 5,576.				P	04/15/2011	08/03/2011
					2,106.			
TOTAL GAIN (LOSS)							<u>4,963.</u>	

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME	ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANGELS HELPING HANDS	516 MADISON STREET CLARKSVILLE TN	CHARITABLE ORG	PAYMENTS FOR COMPUTERS FOR FLORIDA SCHOOLS	50,000
BIG BEND HOMELESS COALITION	2729 W PENSACOLA STREET TALLAHASSEE, FL 32304	CHARITABLE ORG	PAYMENTS FOR INDIGENT CARE PROGRAMS	36,500
BIG BROTHERS BIG SISTERS OF THE BIG BEND	565 E TENNESSEE STREET TALLAHASSEE, FL 32308	CHARITABLE ORG	PAYMENTS FOR UNDERPRIVILEGED YOUTH PROGRAMS	2,500
BOY SCOUTS OF AMERICA	2032 THOMASVILLE ROAD, TALLAHASSEE, FL 32308	CHARITABLE ORG	PAYMENTS FOR EVENTS AND ACTIVITIES FOR SCOUT TROOPS	1,000
BOYS TOWN NORTH FLORIDA	3555 COMMONWEALTH BOULEVARD TALLAHASSEE, FL 32303	CHARITABLE ORG	PAYMENTS FOR HOUSING	2,500
CATHOLIC RELIEF SERVICES	6931 ARLINGTON ROAD, 2ND FLOOR BETHESDA, MD 20814	CHARITABLE ORG	PAYMENTS FOR MEDICAL RESEARCH	24,950
CONVENANT HOSPICE	1545 RAYMOND DIEHL ROAD TALLAHASSEE, FL 32308	CHARITABLE ORG	PAYMENTS FOR MEDICAL ASSISTANCE	1,000
ECHO	702 WEST MADISON STREET TALLAHASSEE, FL 32304	CHARITABLE ORG	PAYMENTS FOR FAMILY SERVICE PROGRAMS	25,000
FOUNDATION FIGHTING BLINDNESS	7168 COLUMBIA GATEWAY DRIVE SUITE 100 COLUMBIA, MD 21046	CHARITABLE ORG	PAYMENTS FOR MEDICAL RESEARCH	1,000
FIRST BAPTIST CHURCH OF TALLAHASSEE	108 WEST COLLEGE AVENUE TALLAHASSEE, FL 32301	CHARITABLE ORG	PAYMENTS FOR EVENTS AND SERVICES	1,000
FIRST UNITED METHODIST CHURCH	422 CHURCH STREET GRAPEVINE, TX 76051	CHARITABLE ORG	PAYMENTS FOR YOUTH SERVICES	7,500
GOOD NEWS OUTREACH	242 LAFAYETTE CIRCLE TALLAHASSEE, FL 32303	CHARITABLE ORG	PAYMENTS FOR CONSTRUCTION OF AFFORDABLE HOUSING	87,700
JOHN G RILEY HOUSE AND MUSEUM	419 EAST JEFFERSON STREET TALLAHASSEE, FL 32301	CHARITABLE ORG	PAYMENTS FOR EVENTS AND NEW EXHIBITS	5,000
LIVE THE LIFE MINISTRIES	2252 KILLEARN CENTER BOULEVARD, TALLAHASSEE, FL 32309	CHARITABLE ORG	PAYMENTS FOR COUNSELING SERVICES	500
PELTONIA	351 W NATIONWIDE BOULEVARD COLUMBUS, OH 43215	CHARITABLE ORG	PAYMENTS FOR MEDICAL RESEARCH	18,000
REFUGEE HOUSE	P O BOX 20910 TALLAHASSEE, FL 32316	CHARITABLE ORG	PAYMENTS FOR INDIGENT HOUSING PROGRAMS	15,000
SHEPHERDS TABLE SOUP KITCHEN	125 HILLSBOROUGH STREET RALEIGH, NC 27603	CHARITABLE ORG	PAYMENTS FOR FOOD AND SUPPLIES	5,000
SPERANZA FOUNDATION, INC	7402 OX BOW CIRCLE TALLAHASSEE FL 32312	CHARITABLE ORG	PAYMENTS FOR SPIRITUAL GROWTH PROGRAMS	480,553
ST JOHN NEUMANN RENEWAL CENTER	685 MCCOSKUEE DRIVE TALLAHASSEE, FL 32308	CHARITABLE ORG	PAYMENTS FOR SPIRITUAL GROWTH PROGRAMS	5,000
ST MICHAEL THE ARCHANGEL ROMAN CATHOLIC CHURCH	804 HIGH HOUSE ROAD CARY NC, 275513	CHARITABLE ORG	PAYMENTS FOR CHURCH EVENTS	1,000
THE CHELSEA HOUSE	P O BOX 10547 TALLAHASSEE, FL 32302	CHARITABLE ORG	PAYMENTS FOR WOMENS' SERVICES	500
TRUTHSEKERS, INC	101 E COLLEGE AVE TALLAHASSEE, FL 32301	CHARITABLE ORG	PAYMENTS FOR CHRISTIAN YOUTH SERVICES	2,500

TOTAL CONTRIBUTIONS PAID

\$ 773,703

The Beatitude Foundation, Inc.
EIN: 59-3636206
Tax Year Ended: December 31, 2011

Form 990-PF, Part VII-A, Item 5

This statement is submitted in accordance with Reg 1.6043-3(a)(1) and Form 990-PF General Instruction T to report the distribution of certain assets that resulted in a substantial contraction of assets during the current tax year

During 2011, The Beatitude Foundation, Inc (Beatitude) made distributions of assets from sources other than current income. These distributions represented 45% of Beatitude's net assets of \$1,671,587 (as measured by fair market value) at the beginning of 2011. Information regarding these distributions is as follows

Name of Distributee	Address	Assets Distributed	Date of Distribution	Fair Market Value of Distribution
ANGELS HELPING HANDS	516 MADISON STREET CLARKSVILLE, TN	CASH	10/4/2011	\$24,885
BIG BEND HOMELESS COALITION	2729 W PENSACOLA STREET TALLAHASSEE, FL 32304	CASH	VARIOUS	\$36,500
BIG BROTHERS BIG SISTERS OF THE BIG BEND	565 E TENNESSEE STREET TALLAHASSEE, FL 32308	CASH	5/26/2011	\$2,500
BOY SCOUTS OF AMERICA	2032 THOMASVILLE ROAD, TALLAHASSEE, FL 32308	CASH	4/18/2011	\$1,000
BOYS TOWN NORTH FLORIDA	3555 COMMONWEALTH BOULEVARD TALLAHASSEE, FL 32303	CASH	4/18/2011	\$2,500
CATHOLIC RELIEF SERVICES	6931 ARLINGTON ROAD, 2ND FLOOR BETHESDA, MD 20814	CASH	VARIOUS	\$24,950
CONVENANT HOSPICE	1545 RAYMOND DIEHL ROAD TALLAHASSEE, FL 32308	CASH	11/8/2011	\$1,000
ECHO	702 WEST MADISON STREET TALLAHASSEE, FL 32304	CASH	5/26/2011	\$25,000
FOUNDATION FIGHTING BLINDNESS	7168 COLUMBIA GATEWAY DRIVE, SUITE 100 COLUMBIA, MD 21046	CASH	9/20/2011	\$1,000
FIRST BAPTIST CHURCH OF TALLAHASSEE	108 WEST COLLEGE AVENUE TALLAHASSEE, FL 32301	CASH	11/28/2011	\$1,000
FIRST UNITED METHODIST CHURCH	422 CHURCH STREET GRAPEVINE, TX 76051	CASH	3/2/2011	\$7,500
GOOD NEWS OUTREACH	242 LAFAYETTE CIRCLE TALLAHASSEE, FL 32303	CASH	VARIOUS	\$87,700
JOHN G RILEY HOUSE AND MUSEUM	419 EAST JEFFERSON STREET TALLAHASSEE, FL 32301	CASH	10/14/2011	\$5,000
LIVE THE LIFE MINISTRIES	2252 KILLEARN CENTER BOULEVARD, TALLAHASSEE, FL 32309	CASH	6/9/2011	\$500
PELOTONIA	351 W NATIONWIDE BOULEVARD COLUMBUS, OH 43215	CASH	8/12/2011	\$18,000
REFUGE HOUSE	P O BOX 20910 TALLAHASSEE, FL 32316	CASH	3/8/2011	\$15,000
SHEPERDS TABLE SOUP KITCHEN	125 HILLSBOROUGH STREET RALEIGH, NC 27603	CASH	5/26/2011	\$5,000
SPERANZA FOUNDATION, INC *	7402 OX BOW CIRCLE TALLAHASSEE, FL 32312	CASH	12/9/2011	\$480,553
ST JOHN NEUMANN RENEWAL CENTER	685 MICCOSUKEE DRIVE TALLAHASSEE, FL 32308	CASH	3/14/2011	\$5,000
ST. MICHAEL THE ARCHANGEL ROMAN CATHOLIC CHURCH	804 HIGH HOUSE ROAD CARY NC, 275513	CASH	8/26/2011	\$1,000
THE CHELSEA HOUSE	P O. BOX 10547 TALLAHASSEE, FL 32302	CASH	11/1/2011	\$500
TRUTHSEEKERS, INC	101 E COLLEGE AVE TALLAHASSEE, FL 32301	CASH	8/16/2011	\$2,500

TOTAL DISTRIBUTIONS (NOT OUT OF CURRENT INCOME)

\$748,588

None of the organizations listed are controlled (directly or indirectly) by Beatitude or any disqualified persons with respect to Beatitude. Further, none of the listed organization are under obligation to use the funds in a manner that will directly benefit Beatitude.

*Distribution required pursuant to a divorce decree. Speranza Foundation, Inc. is a private foundation controlled by the ex-wife of Richard S. Kearney, founder and president of The Beatitude Foundation, Inc.

THE BEATITUDE FOUNDATION, INC.

59-3636206

FORM 990-PF STATEMENT C

PART VII-A – LINE 2 – PREVIOUSLY UNREPORTED ACTIVITIES

THE BEATITUDE FOUNDATION, INC. (BEATITUDE) IS IN THE PROCESS OF RENOVATING A BUILDING LOCATED IN TALLAHASSEE, FLORIDA. OF THE ESTIMATED \$440,000 TOTAL RENOVATION COST, \$170,000 WAS INCURRED AS OF DECEMBER 31, 2011. UPON COMPLETION, THE BUILDING WILL PROVIDE SUPPORT SERVICES FOR HOMELESS INDIVIDUALS. BEATITUDE HAS NOT DETERMINED WHETHER THE RENOVATED PROPERTY WILL BE SOLD AS AN INVESTMENT OR RETAINED AND OPERATED AS PART OF THE FOUNDATION'S EXEMPT PURPOSE. CURRENTLY, THE BUILDING AND RELATED EXPENDITURES OF \$349,551 ARE REPORTED ON SCHEDULE II, LINE 14.

STATEMENT C

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
E*TRADE - INTEREST	8.	8.
REGIONS - INTEREST	22,228.	22,228.
AMERIGAS PARTNERS LP - INTEREST	1,000.	1,000.
TOTAL	<u>23,236.</u>	<u>23,236.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
THOMAS HOWELL FERGUSON P.A.	8,040.	0.	0.	0.
TOTALS	<u>8,040.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MISCELLANEOUS	379.	0.	0.	0.
INSURANCE	4,449.	4,449.	0.	0.
FILING FEES	216.	216.	0.	0.
TOTALS	<u>5,044.</u>	<u>4,665.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 4FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ORGANIZATIONAL COSTS	2,150.	2,150.
ACCUMULATED AMORTIZATION	-2,150.	-2,150.
UTILITY DEPOSITS	801.	801.
LOAN TO GOOD NEWS OUTREACH	325,000.	325,000.
TOTALS	<u>325,801.</u>	<u>325,801.</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
OTHER DECREASES	2,000.
TOTAL	<u>2,000.</u>

ATTACHMENT 6

FORM 990PF, PART VII-A - LIQUIDATION, TERMINATION, ETC. STATEMENT

SEE STATEMENT B

THE BEATITUDE FOUNDATION, INC.

59-3636206

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RICHARD S. KEARNEY 1700 SUMMIT LAKE DRIVE TALLAHASSEE, FL 32317	PRESIDENT	0	0	0
SHERRY THOMPSON 1700 SUMMIT LAKE DRIVE TALLAHASSEE, FL 32317	DIRECTOR	0	0	0
GRAND TOTALS		0	0	0

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2011

Name of estate or trust

THE BEATITUDE FOUNDATION, INC.

Employer identification number

59-3636206

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	4,963.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	4,963.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

JSA

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PAGE 24

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13 Net short-term gain or (loss)	13			4,963.
14 Net long-term gain or (loss):				
a Total for year	14a			
b Unrecaptured section 1250 gain (see line 18 of the wrkshet)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			4,963.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16 ()
a The loss on line 15, column (3) or b \$3,000	

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if	
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.	

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero.	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box ☐ No. Enter the amount from line 23.	25		
26 Subtract line 25 from line 24.	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (15)	30		
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2011

THE BEATITUDE FOUNDATION, INC.

59-3636206

[illegible]

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **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 ☒ **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.

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

THE BEATITUDE FOUNDATION, INC.

Employer identification number (EIN) or

☒ 59-3636206

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

2073 SUMMIT LAKE DRIVE, SUITE 155

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

TALLAHASSEE, FL 32317

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 ► CLAUDE R. WALKER

Telephone No. ► 850 219-8216

FAX No. ► 850 219-5050

- 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 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 11 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	1,000.
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 \$	6,956.
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 \$	NONE 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.

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

Form **8868** (Rev. 1-2012)

- 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
- 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.		Enter filer's identifying number, see instructions	
	The Beatitude Foundation, Inc.		☒ X	Employer identification number (EIN) or
	Number, street, and room or suite no. If a P.O. box, see instructions.			59-3636206
	2073 Summit Lake Drive, Suite 155		☐	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions.				
Tallahassee, FL 32317				

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 1 ☐ 2 ☐ 3 ☐ 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.

- The books are in the care of Claude R. Walker
Telephone No 850-219-8216 FAX No 850-219-5050
- 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
- 4 I request an additional 3-month extension of time until November 15, 2012
- 5 For calendar year 2011, or other tax year beginning , 20 , and ending , 20
- 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 Information required to complete return has not yet been received.

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 \$
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 \$
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 \$

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 knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Vicki D. Meyer Title CRA Date 8/13/2012

Form 8868 (Rev. 1-2012)