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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 Kindred Foundation, Inc.		A Employer identification number 61-1204724
Number and street (or P O box number if mail is not delivered to street address) 680 South Fourth Street	Room/suite	B Telephone number (see instructions) 502-596-7300
City or town, state, and ZIP code Louisville, KY 40202		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 397,764	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	66,404			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,137	3,137		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	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	69,541	3,137			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	0			0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	14,669	0	0	14,669
	24 Total operating and administrative expenses. Add lines 13 through 23	14,669	0	0	14,699
	25 Contributions, gifts, grants paid	1,209,247			1,209,247
26 Total expenses and disbursements. Add lines 24 and 25	1,223,916	0	0	1,223,916	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(1,154,375)				
b Net investment income (if negative, enter -0-)		3,137			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2011)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		1,552,139	397,764	397,764
	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				
	10a Investments—U.S. and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		1,552,139	397,764	397,764
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . .				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		1,552,139	397,764	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions) . . .		1,552,139	397,764	
	31 Total liabilities and net assets/fund balances (see instructions)		1,552,139	397,764	

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	1,552,139
2 Enter amount from Part I, line 27a	2	(1,154,375)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	397,764
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . .	6	397,764

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				
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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (j) over col (k), if any		
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
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

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	1,032,228	1,874,988	1 8164
2009	536,731	2,747,737	1953
2008	537,893	3,256,697	1652
2007	525,933	3,636,712	1446
2006	742,023	3,097,926	.2395
2	Total of line 1, column (d)		2 2 561
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 .5122
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4 873,358
5	Multiply line 4 by line 3		5 447,334
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 31
7	Add lines 5 and 6		7 447,365
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 1,223,916

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		31
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		31
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		31
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,446	
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		2,446
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		2,415
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax 2,415 Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
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)? <i>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.</i>		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
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? <i>If "Yes," attach a detailed description of the activities.</i>		<input checked="" type="checkbox"/>
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? <i>If "Yes," attach a conformed copy of the changes</i>		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>Kentucky</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
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)? <i>If "Yes," complete Part XIV</i>		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		<input checked="" type="checkbox"/>

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► n/a				
14	The books are in care of ► Kindred Healthcare, Inc.	Telephone no. ►	502-596-7300	
Located at ► 680 South Fourth Street, Louisville, KY		ZIP+4 ►	40202	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here.	► <input type="checkbox"/>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
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	✓
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?			5b	
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>		
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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	<input checked="" type="checkbox"/>
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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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	0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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		

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	
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	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	875,358
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	875,358
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	875,358
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	875,358
6	Minimum investment return. Enter 5% of line 5	6	43,768

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	43,768
2a	Tax on investment income for 2011 from Part VI, line 5	2a	31
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	31
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,737
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	43,737
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	43,737

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	1,223,916
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,223,916
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	31
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,223,885

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				43,737
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006	588,715			
b From 2007	424,856			
c From 2008	559,009			
d From 2009	682,087			
e From 2010	1,959,752			
f Total of lines 3a through e	4,214,419			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 1,223,916				
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				1,223,916
e Remaining amount distributed out of corpus	1,180,179			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	5,394,598			
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	5,394,598			
10 Analysis of line 9:				
a Excess from 2007	424,856			
b Excess from 2008	559,009			
c Excess from 2009	682,087			
d Excess from 2010	1,959,752			
e Excess from 2011	1,768,894			

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter $\frac{2}{3}$ 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).)

none

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

none

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See schedule attached				1,209,247
Total			▶ 3a	1,209,247
b <i>Approved for future payment</i> n/a				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

[illegible]

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)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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.		

[illegible]

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

b If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instructions)? <input type="checkbox"/> Yes <input type="checkbox"/> No	
	<div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> Signature of officer or trustee </div> <div style="text-align: center;"> 3/26/12 Date </div> <div style="text-align: center;"> Treasurer Title </div> </div>						
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶					Firm's EIN ▶	
	Firm's address ▶					Phone no	

Kindred Foundation Inc
 EIN 61-1204724
 December 31 2011

Form 990-PF- Part I, Line 1- Contributions

Cash	12 466
A. Knodt	25
Aces Power Marketing	75
Adam P Montoya	180
Aiff Chanouha	100
Aili J Case Living Trust	20
Albert McChesney	10
Allan Huffman	20
American Legion Auxiliary	50
American Legion Auxiliary Unit 586	20
American Legion- Highland Post 201	250
Ann M Albanese	25
Anne J Coletto	50
Anne Williams	20
Annette M Dobler	360
Anthony D Lauterbach	22
Anthony Disser	180
Antonio J Lorusso, Jr	100
Arthur L Hecker	50
Arthur L Rothgerber	100
Audrey F Kloehe	10
Auto Owners Insurance	312
B Hules	25
B Paul Hoffman	30
B-2 Contracting Branch	125
Barbara Baylis	180
Barbara L Webb	15
Barbara Lee Nini	20
Barry F Starr	25
Barry R Fireman	25
Benjamin R Brandt	50
Bernard E Huffman	100
Bernard J Liddy	25
Berth Family Trust	25
Beverly J Nartker	300
Bradley J Craven	20
Brandi Swift	40
Brown-Butz-Diednng Funeral Home	225
Bruce L Markham	180
Capital Resin Corporation	150
Carl K Snodgrass	50
Carl W Henry	80
Carl W Owings	50
Carol W Aufderhar	25
Carolyn A Weaver	120
Carolyn Sue Smith	90
Carroll Hams	20
Catherine J Albers	10
Catherine Williams	10
Charles E Gregg	50
Charles E Leanhart	600
Charles J Dunick, Jr	25
Charles J Walz	25
Charles M Grannan	100
Charles R Duer	500
Charles W Howard	50
Charlotte E Werner	25
Chastidy H Sours	25
Chen Patnck	70
Cherly Boede Cox	25
Cheryl S Douglas	5
Chrs Bird	100
Chrs J Digangi	20
Christine M Tnola	25
Christine S Schwein	25
Cindy Peasley	25
City of Forest Park	75
Coloplast	1 400
Commonwealth Capital Mortgage LLC	100
Constance A Bodiker	100
Constance C Bertram	80
Craig J Lindberg	50
Cristina E O'Brien	200
Crowell Beach Associates Inc	25
Crunkilton Family Trust	30
Cynthia A McDonald	25
Cynthia L Heitzman	25
D Lucille Zebell	250
D Wayne Mac Donald	50
Dale E Meredith	50
Danielle Young	20
Darlene Deangelis	50
Darrell L Combs	50
David & Sarah Dussault	25
David Domene	180
David L Goodman	180
David M Eyestone	25
David S Dowling	25
Dean Saunders	20
Deborah J Barr	25
Debra A Pndmore	25
Debra J Sutherlin	62
Delores J Reisinger	100
Denise Gazaway	60

Dennis E Ward	20
Dennis J Ertel	100
Dennis J Hansen	180
Dennis L. Walts	75
Dennis V Fox	50
Dennis W Click	50
Denzer-Fanson-Hottinger & Snyder Funeral Hon	100
Diane Dnscoll	100
Diane J Bellafronto	60
Dianne A Radigan	50
Dominic Di Giacomo	50
Donald D Testa	140
Donna D Martin	25
Donna D Paxton	50
Dorcas L Denger	25
Dorell L Dubiak	80
Dorothy M Charland	25
Douglas L Cumutte	180
Douglas M Wamsley	25
Dr E D Svensson	50
Dr Julian B Woelfel	25
Dwayne R Spence Funeral Home Inc	200
E Dugan	30
E Kathenne Cohen	25
Earl F Potts	25
Ecolab Inc	1 000
Ed Whitt	30
Edgar Morgan	50
Edlewein Mortuary	150
Edna Mae Benson	25
Edugen J Lehman	30
Edward F Augustyniak	25
Edward H Effertz	25
Edward J Schoener	50
Edward L MacDonald	20
Edwards Family Mortuaries	100
Elane F Butler	100
Eleanor L Nolli	30
Elizabeth A Panzeca	25
Ellis I Fultwiler	30
Elnora B Mullen	25
Enc Bohnert	180
Enn Lagro Schaeffer	4
Enn N Ziegler	10
Eriewein Mortuary	125
Ethel Darlene Mullenix	35
Frances C Locke	100
Francesca B Kemper	13
Frank J Panzeca	100
Franklin Co Recorder Emp Com	75
Fredenc A Nye	50
Fredenc J Besch	50
Fredenck Clifton Newhall	50
Gary D Bauchmoyer	25
Gay McKenzie	25
George J Igel & Co Inc	50
George Unniuk	35
George W Hill III	20
Glen A Taylor	30
Gregory B Thomas	100
Groveport Chapter OES No 440	25
H Richard Riley	25
H L Higgs	135
Hamett A Kohler	100
Helen L Gulker	25
Helen L Sabins	40
Helping Hands	100
Henderson Services, LLC	400
Hinsey-Brown Funeral Service Inc	100
Honda of Amenca	25
HR Link Group Inc	400
Imra J Lewis Trustee	25
Irene B Cain	25
ITT	100
J Timothy Wolford	50
J M Olander	20
Jack Mozes	18
Jack Zimmerman	30
James A Jennings	50
James A Laurensen	25
James B Moore	15
James Braddock	50
James Curtis	400
James E Ewers	25
James E Temple	20
James H Edwards Jr	50
James L Lindberg	100
James M Sibcy	25
James P Bruce	10
James P Polen	20
James Swiger	40
James W Solley	46
James W Solley	60
Jane B Soshnik	20
Jane Cooper	30
Jane E Lemke	25
Jane E Puderbaugh	690
Jane F Henkatine	10
Janet G Min	20

Janet L. Boehmer	20
Janet Phillips	20
Janice L. McNab	50
Jarvis Law Office	50
Jean Chamblin	20
Jeanette Kamaster	25
Jeannette L. Mans	10
Jeff Shekell	60
Jeffrey B. Gooch	180
Jeffrey F. Luckett	310
Jeffrey W. Hilleshiem	100
Jennifer Anderson	2
Jennifer L. Panzeca	25
Jen L. Murphy	300
Jerry Voignier	26
Jerry Wasson	100
Jill Lynn Hoskuns	20
Jim Beach	15
Joan E. Bernstein	15
Joanne E. Earley	20
Joanne R. Jansen	100
Joe A. Wolf	50
John A. Bernard	30
John A. Klinger	50
John A. Meleo	100
John C. Boyle	50
John Cowgill	280
John E. Lyons	25
John K. Minogue	175
John King	180
John M. Huff	75
John N. Embry	50
John W. Luddy	25
John W. Shearer III	50
Jon Shane Buis	10
Joseph A. Smihal	200
Joseph Dean Kemper	200
Joseph L. Reinhard	50
Joseph Ray Laing	60
Joyce Findley-Johnston	50
Joyce M. Eiseman	50
Juanita D. Blevens	20
Judit A. Hamill	50
Judit K. Swartz	35
Judith L. Tiley	50
Judy K. Tingley	25
K. Knodt	25
K. L. Faulkner	400
Karen A. Laundroche	20
Karen L. Curtis	50
Karen S. Ometianski	90
Karla Herron	5
Karla J. Powell	20
Karla K. Shekells	9
Kathleen J. Hewett	45
Keith S. or Beverly A. Pierson	50
Kenneth B. McFadden	50
Kenneth P. Barber	30
Kenneth W. Roell	50
Kenneth W. Stevenson	50
Kermit & Arlene Wamer	25
Kimberly K. Ballard	200
Kindred Healthcare Operating, Inc.	3,600
Knox Community Hospital Auxiliary	25
Kristine Smith Anesthesia Services, PC	30
Kroeger Funeral Home, Inc.	100
Kronos	1,000
Larry D. Bear	25
Larry Miller	25
Larry V. Ferguson	25
Lawrence Ira Wolf	100
Lawrence P. Donohue	25
Leigh White	50
LeighAnn S. Rogers	43
Leslie A. Salmony	20
Linda Starr	105
Lisa Mane Musgrave	100
Lisa Woller	10
Lloyd J. Kuschner	10
Lois E. Greathouse	25
Longobardi Construction Co., Inc.	50
Loreto V. Canini	50
Loretta A. Ackerman	50
Loudenslager Sons	50
Louise Arcano	25
M. D. Langan	25
M. J. Lee	25
M. M. Truxal	100
Madelyn J. Newton	50
Margaret H. Seibert	50
Margaret R. Wilson	100
Margaret Rose Woods	150
Margie C. Guthrie	180
Margo L. Franke	25
Marguerite L. Wickiser	100
Manlyn A. Weaver	840
Marilyn E. Lee	15
Marilyn J. Resta	25
Manon Harding High School	20

Marjorie L. Heckler	20
Mark Newman	20
Mark R. Ohlmann	100
Martin J. Bonura	50
Martin M. Coleman	75
Marvin O. Eilerman	40
Mary A. Russo	10
Mary Anne Skinner	110
Mary Dennison	255
Mary J. Tombaugh	25
Mary Jane Simpson	15
Mary Jane Wolfel	20
Matthew M. Rickert	180
Maureen L. Duecker	25
Maureen Sears-Meyerhoefer	50
Maxine Stebelton	30
Megan Resch	12
Mehnnnger Family Rev Living Trust	300
Melba E. Huddleston	20
Melvin L. Less	86
Melvin T. Basicker	100
Merchants National Bank	25
Michael E. Weber	20
Michael J. Abel	30
Michael L. Abar	25
Michael L. McConnell	50
Michael S. Macy	200
Michael T. Corbett	125
Michael W. Darby	30
Michael W. Hamson	50
Michael W. Peay	11
Michael W. Peay	26
Michael W. Von Hoven	50
Michael W. Wildt	300
Michelle C. Bell	20
Michelle L. Saylor	35
Mills James, Inc	50
Molly Elena Rose	100
Moms D. James	25
Mr & Mrs James A. Banks	50
Mr Or Mrs Ralph E. Hefner Jr	25
Mrs Carolyn N. Kemper	30
NAF Financial Services	25
Nancy B. Weber	15
Nancy E. Audas	50
Nancy J. Brumbaugh	10
Nancy L. Morrison	25
Nancy L. Newton	25
Naomi L. Douglas	6
Nathaniel A. Higgins	100
New Age Technologies	1 500
Nicholas E. Besch	25
Nichole Jamison	7
Norma L. Weston	25
Nova M. Rogers	100
Office Works Services LLC	1 000
Oral K. Hunsaker	15
Otto Laster	50
Paige D. Crane	100
Pamel D. Killam	25
Pamela M. Ramp	43
Patricia A. Kunk	40
Patricia A. Wolz	25
Patricia M. McGillan	60
Patricia Meloy	25
Peggy A. Black	250
Peggy McClure	28
Peter J. Raimondi	75
Pinnacle Wealth Planning Services Inc	100
Pod Jason Fletcher	160
R J. Sogard	30
R L. Braden	260
Ralph J. Napolitano	10
Ralph L. Reynolds	25
Ralph M. Bross	40
Rare Breed	100
Raymond Alvarado	25
Raymond T. Weintraut	25
Rebecca Kalbfleisch	10
Rebecca Shocklee	50
Regina L. Warren	120
Renee Beatty	110
Richard A. Gnmme	200
Richard D. Arnold	50
Richard M. Howard Jr	25
Richard P. Milligan	100
Richard R. Woods	75
Richard S. Thompson	180
Rita D. Simmons	455
Rita E. LaQuenta	50
Robert A. Reed	5
Robert A. Reed	62
Robert D. Loose Funeral Home Inc	100
Robert D. McQuern II	30
Robert E. Sherer	25
Robert E. Winters	195
Robert F. Latham	25
Robert J. Coffman	25
Robert S. Cnpps Trustee	500

Robert Stephenson	100
Robert W. Shultz	30
Roberta Atkins	50
Rod Gull	1 000
Roger A. Jury	40
Ronelle L. Brumleve	180
Rosemary Capretta	50
Ross A. Johnson	360
Russell D. Ragland, Jr	180
Ruth Anne Boklage	25
S M. Lorusso & Sons, Inc	250
Sage Products, Inc	750
Sally L. Brooks	180
Sally Swihart	25
Sam Kitts	100
Sandra J. Duckwall	20
Schaefer General Contracting Services	1,500
Sean Muldoon	180
Sean Muldoon	500
Shear Attitude, Inc	20
Sheila A. Biggs	20
Shelby County Farm Bureau Inc	100
Sheryl L. Farmer	100
Shirley A. Barnhart	25
Siegrnded H. Buettner	15
Simone Davisson	16
Smockmark, LLC	1,000
Snyder Funeral Homes, Inc	100
Snyder Funeral Homes Inc	100
Stacie Milam Bratcher	180
Starr Promotions Inc	1,500
Stephanie J. Warren	380
Stephen C. Brownson	25
Stephen E. Scott	10
Stephen M. Smith	20
Stilinger Family Funeral Home	100
Strawmyer & Drury Mortuary	100
Suncor Energy Services Inc	100
Susan B. Keyser	50
Susan C. West	25
Susan E. Moss	100
Susan G. Moore	25
Suzanne E. Goetz	25
Suzanne Lisby	170
Temple Ann Hanson	50
Terry A. Hilborn	15
The Builders Association of Greater Indianapolis	25
The Fiant Family Trust	25
Thomas Foster	30
Thomas L. or Patricia A. Porter	25
Thomas Letto	300
Thomas M. Jordan	30
Thomas N. Testa	40
Thomas N. Von Ohlen	25
Thomas P. Bourgault	35
Tobias Funeral Home	150
Ulmer & Berne LLP	50
United Graphics	400
Ventas Realty Limited Partnership	2 500
Vera H. Jeblick	25
Vicki S. Ragsdell	180
Violetta M. Thomas	25
Virginia R. Kinser	25
Vivid Impact	400
Voller Living Trust	50
Wendy S. Swisher	300
West Family Trust	100
William A. Henson	40
William A. McAuliffe	50
William A. Thompson	50
William C. Martin	15
William H. Obryan	240
William L. Gotcher, Jr	25
William L. Kams	100
William L. Klare	30
William M. Short	25
William P. Ryan	20
William St. Pierre	100
William Thomas Kennedy Jr	9
Wittie Lozado	240
Wm. Michael Gardner	50

Total Contributions	<u>66 404</u>
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Form 990-PF- Part I, Line 18- Taxes

Tax Based on Investment Income	-
Total Taxes	<u>-</u>

Form 990-PF- Part I, Line 23- Other Expenses

Bank Service Charges	370
Fundraising Expenses	14 284
Annual Report Fee	15
Total Other Expenses	<u>14 669</u>

Kindred Foundation, Inc
 EIN 61-1204724
 December 31, 2011

Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Actors Theatre of Louisville 316 W Main Street Louisville, KY 40202	501(c)(3)	General	100
Alzheimer's Association 225 North Michigan Ave, 17th Floor Chicago, IL 60601	501(c)(3)	General	269,816
American Association of People with Disabilities 1320 Old Chain Bridge Rd, Suite 330 McLean, VA 22102	501(c)(3)	General	2,500
American Cancer Society 701 Muhammad Ali Blvd Louisville, KY 40201	501(c)(3)	General	7,035
American Diabetes Association 161 St Matthews Ave, #3 Louisville, KY 40207	501(c)(3)	General	20,350
American Heart Association 240 Whittington Pkwy Louisville, KY 40222	501(c)(3)	General	59,659
American Lung Association PO Box 9067 Louisville, KY 40209	501(c)(3)	General	57,711
American Red Cross P O Box 37295 Washington, DC 20013	501(c)(3)	General	18,895
Anti-Defamation League 621 NW 53rd St, Ste 450 Boca Raton, FL 33487	501(c)(3)	General	100
Apple Patch Community, Inc 7408 Highway 329 Crestwood, KY 40014	501(c)(3)	General	3,000
Bellarmine University 2001 Newburg Road Louisville, KY 40205	501(c)(3)	General	500
Benjamin Tower Foundation 250 58th Street N St Petersburg, FL 33710	501(c)(3)	General	250
Boy Scouts of America P O Box 36723 Louisville, KY 40233	501(c)(3)	General	2,000
Brain Injury Alliance of Kentucky 7410 New LaGrange Road, Suite 100 Louisville, KY 40222	501(c)(3)	General	1,750
Bridgehaven Mental Health Services 950 South First Street Louisville, KY 40202	501(c)(3)	General	5,200
Brooklawn Child & Family Services 2125 Goldsmith Ln Louisville, KY 40218	501(c)(3)	General	1,500

Kindred Foundation, Inc
 EIN 61-1204724
 December 31, 2011

Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Bunbury Repertory Theatre Co 604 South Third Street, Suite 301 Louisville, KY 40202	501(c)(3)	General	250
Business First PO Box 504256 St Louis, MO 63150	Corporation- no relation	General	805
C D White and Son Funeral Home, Inc 1217 Mt Vernon Avenue Columbus, OH 43203	Corporation- no relation	General	250
Caring Bridge 1715 Yankee Doodle Rd, Suite 301 Eagan, MN 55121	501(c)(3)	General	100
Carter Funeral Home 848 N Pearl Street Columbus, OH 43215	Corporation- no relation	General	2,435
CASA, Inc 514 W Liberty Street, Suite 139 Louisville, KY 40202	501(c)(3)	General	100
Catholic Education Foundation 325 West Main St, Ste 1806 Louisville, KY 40202	501(c)(3)	General	25,150
Cerebral Palsy School of Louisville Foundation 1520 Baxter Avenue Louisville, KY 40205	501(c)(3)	General	5,000
Chance School 4200 Lime Kiln Lane Louisville, KY 40222	501(c)(3)	General	1,000
Chicago Tribune Charities 205 N Michigan Ave Suite 4300 Chicago, IL 60601	501(c)(3)	General	200
Colon Cancer Prevention Project 1733 Frankfort Avenue Louisville, KY 40206	501(c)(3)	General	2,500
Commonwealth Health Foundation 800 Park Street Bowling Green, KY 42102	501(c)(3)	General	2,000
Commonwealth Long Term Care Foundation 2112 W Laburnum Ave , Ste 206 Richmond, VA 23227	501(c)(3)	General	5,000
Community Catholic Center, Inc 338 North 25th Street Louisville, KY 40212	501(c)(3)	General	11,094
Coro Leadership Center 1325 N Highway Drive Fenton, MO 63099	501(c)(3)	General	100
Cystic Fibrosis Foundation 1941 Bishop Lane, Suite 108 Louisville, KY 40218	501(c)(3)	General	5,000

Kindred Foundation, Inc.
 EIN 61-1204724
 December 31, 2011

Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Down Syndrome Support Association 1939 State Street New Albany, IN 47150	501(c)(3)	General	500
Elderserve 411 East Muhammad Ali Blvd Louisville, KY 40202	501(c)(3)	General	5,000
Epilepsy Foundation of Kentuckiana 982 Eastern Parkway Louisville, KY 40217	501(c)(3)	General	1,150
Family & Children First 2303 River Rd, 2nd Floor Louisville, KY 40206	501(c)(3)	General	15,000
Feeding America 35 East Wacker Drive #2000 Chicago, IL 60601	501(c)(3)	General	150
Freedom Senior Services of Indiana, Inc 1398 N Shadeland Ave, Suite 2231 Indianapolis, IN 46219	501(c)(3)	General	50
Glass Slipper Society 12807 Crestmoor Circle Prospect, KY 40059	501(c)(3)	General	1,000
Greater Louisville, Inc 614 West Main St, Ste 6000 Louisville, KY 40202	501(c)(3)	General	40,000
Gulf Coast Jewish Family Services, Inc 14041 Icot Blvd Clearwater, FL 33760	501(c)(3)	General	150
Hand in Hand Ministries 2225 Steier Lane Louisville, KY 40218	501(c)(3)	General	3,498
Health Enterprises Network 614 West Main Street Louisville, KY 40202	501(c)(3)	General	11,100
Home of the Innocents 1100 East Market Street Louisville, KY 40206	501(c)(3)	General	5,000
Hughes Allen Funeral Home 318 Mt Vernon Avenue Manon, OH 43302	Corporation- no relation	General	450
I R C Music 5911 E 82nd Street Indianapolis, IN 46250	Corporation- no relation	General	214
JB Speed Art Museum 2035 S Third Street Louisville, KY 40201	501(c)(3)	General	5,400
Jefferson County Public Education Foundation 502 Wood Road Louisville, KY 40202	501(c)(3)	General	25,000

Kindred Foundation, Inc
 EIN 61-1204724
 December 31, 2011

Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Jewish Family and Career Services 2821 Klempner Way Louisville, KY 40205	501(c)(3)	General	100
Jewish Hospital & St Mary's Foundation 200 Abraham Flexner Way Louisville, KY 40202	501(c)(3)	General	5,000
Junior Achievement Kentuckiana 1401 West Muhammad Ali Blvd Louisville, KY 40203	501(c)(3)	General	3,615
Juvenile Diabetes Research Foundation 133 Evergreen Road, Suite 101 Louisville, KY 40243	501(c)(3)	General	10,450
Kentucky Center for the Arts 501 West Main Street Louisville, KY 40202	501(c)(3)	General	100
Kentucky Chamber of Commerce 464 Chenault Road Frankfort, KY 40601	Corporation- no relation	General	850
Kentucky Country Day School 4100 Springdale Road Louisville, KY 40241	501(c)(3)	General	4,000
Kentucky Derby Museum Corporation P O Box 21177 Louisville, KY 40221	501(c)(3)	General	4,800
Kentucky Opera 323 West Broadway, Ste 601 Louisville, KY 40202	501(c)(3)	General	2,500
Kosair Childrens Hospital 234 E Gray Street, Suite 450 Louisville, KY 40202	501(c)(3)	General	2,625
Lee Henry 2055 Jane Avenue Columbus, OH 43219	individual- no relation	General	44
Little Sisters of the Poor 300 Lake Street San Francisco, CA 94118	501(c)(3)	General	100
Louisville Aids Walk 810 Barret Ave, Ste 305 Louisville, KY 40204	501(c)(3)	General	1,000
Louisville Collegiate School 2427 Glenmary Avenue Louisville, KY 40204	501(c)(3)	General	1,000
Louisville Skating Academy 2211 Homewood Drive Louisville, KY 40223	501(c)(3)	General	125
Massachusetts Senior Care Association 2310 Washington Street, Suite 300 Newton Lower Falls, MA 02462	501(c)(3)	General	20,000

Kindred Foundation, Inc
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Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Mercy Academy 5801 Fegenbush Lane Louisville, KY 40228	501(c)(3)	General	5,000
Metro United Way 334 East Broadway Louisville, KY 40202	501(c)(3)	General	7,000
Missoun Healthcare Association 236 Metro Drive Jefferson City, MO 65109	501(c)(3)	General	5,000
National Kidney Foundation 250 East Liberty St Ste 710 Louisville, KY 40202	501(c)(3)	General	5,000
National Multiple Sclerosis Society 101 A 1st Avenue, Ste 6 Waltham, MA 02451	501(c)(3)	General	5,000
New Hampshire Long Term Care Foundation 5 Sheep Davis Rd, Suite E Pembroke, NH 03275	501(c)(3)	General	1,000
North Carolina State Engineering Foundation PO Box 7901 Raleigh, NC 27695	501(c)(3)	General	500
Norton Healthcare Foundation 234 East Gray St, Suite 450 Louisville, KY 40202	501(c)(3)	General	16,000
Nursing Home Quality, LLC 7500 E Arapahoe Road, Suite 101 Centennial, CO 80112	LLC- no relation	Research	256,250
Ovarian Awareness of Kentucky 4010 Dupont Circle, Ste 275 Louisville, KY 40207	501(c)(3)	General	600
Parkinson Support Center of Kentuckiana 315 Townepark Circle, Suite 100 Louisville, KY 40243	501(c)(3)	General	1,200
Pay It Forward House 719 Somonauk Street Sycamore, IL 60178	501(c)(3)	General	10,000
Providigm 7500 E Arapahoe Road, Suite 101 Centennial, CO 80112	LLC- no relation	Research	128,750
Ronald Jones Funeral Home 316 Elm Street Ludlow, KY 41016	Corporation- no relation	General	500
Sacred Heart School 3177 Lexington Rd Louisville, KY 40206	501(c)(3)	General	217
Saint Rose of Lima School 200 Brentwood Avenue Warwick, RI 02886	501(c)(3)	General	200

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Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
Samuel Merritt College 3100 Telegraph Avenue, Suite 1000 Oakland, CA 94609	501(c)(3)	General	3,000
Schoedinger Funeral Service 229 E State Columbus, OH 43205	Corporation- no relation	General	695
Shelby County Community Golf Chanties, Inc P O Box 284 Shelbyville, KY 40066	501(c)(3)	General	750
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	501(c)(3)	General	100
Special Olympics Indiana 6100 West 96th Street, Ste 270 Indianapolis, IN 46278	501(c)(3)	General	500
St Elizabeth Catholic Charities 601 East Market Street New Albany, IN 47150	501(c)(3)	General	5,000
St Francis High School 233 West Broadway Louisville, KY 40202	501(c)(3)	General	2,600
St Jame's Catholic School 1818 Edenside Avenue Louisville, KY 40204	501(c)(3)	General	250
St Mary's Center P O Box 43443 Louisville, KY 40253	501(c)(3)	General	1,500
St Matthew's Little League Baseball P O Box 6501 Louisville, KY 40206	501(c)(3)	General	570
St Xavier High School 1609 Poplar Level Road Louisville, KY 40217	501(c)(3)	General	18,500
Stutterng Foundation of America 3100 Walnut Grove Rd, Suite 603 Memphis, TN 38111	501(c)(3)	General	500
Sullivan University 2100 Gardiner Ln Louisville, KY 40205	501(c)(3)	General	575
Summit Academy of Greater Louisville, Inc 11508 Main Street Middletown, KY 40243	501(c)(3)	General	5,100
Susan G Komen Breast Cancer Foundation 2301 Hurstbourne Village Drive, Ste 7 Louisville, KY 40299	501(c)(3)	General	3,198
The Colorado College 14 East Cache La Poudre Colorado Springs, CO 80903	501(c)(3)	General	1,000

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Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
The DePaul School 1925 Duker Avenue Louisville, KY 40205	501(c)(3)	General	5,000
The Leukemia & Lymphoma Society 301 East Main St, Ste 100 Louisville, KY 40202	501(c)(3)	General	5,780
The V Foundation 10913 Worthington Ln Prospect, KY 40059	501(c)(3)	General	500
Thomas Funeral Home 4520 Salem Avenue Trotwood, OH 45416	Corporation- no relation	General	3,959
Transylvania University 300 North Broadway Lexington, KY 40508	501(c)(3)	General	2,500
Trinity High School 4011 Shelbyville Road Louisville, KY 40207	501(c)(3)	General	5,593
United Service Organizations, Inc PO Box 96860 Washington, DC 20077	501(c)(3)	General	100
University of Kentucky 500 South Limestone Lexington, KY 40508	501(c)(3)	General	2,000
University of Louisville Louis D Brandeis School of Law Louisville, KY 40292	501(c)(3)	General	1,000
University of Louisville Research Foundation 520 Stevenson Hall Louisville, KY 40292	501(c)(3)	General	9,953
University of Minnesota Foundation PO Box 70870 St Paul, MN 55170	501(c)(3)	General	300
University of Utah 260 South Central Campus Drive Salt Lake City, UT 84112	501(c)(3)	General	2,500
University of Virginia College Fund PO Box 400807 Charlottesville, VA 22904	501(c)(3)	General	250
URI Foundation PO Box 1700 Kingston, RI 02881	501(c)(3)	General	100
Walden School 4238 Westport Road Louisville, KY 40207	501(c)(3)	General	100
Wal-Mart Stores 1133 North Emerson Road Greenwood, IN 46143	Corporation- no relation	General	76

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Recipient	Foundation Status of Recipient	Purpose of Contribution	Total by Recipient
West Wind Limousines 2720 W National Road Dayton, OH 45414	Corporation- no relation	General	60
Wrentham Elementary School Trust P O Box 852 Wrentham, MA 02093	501(c)(3)	General	100
YMCA of Greater Louisville 2400 Crittenden Dr Louisville, KY 40217	501(c)(3)	General	2,000
Total Charitable Contributions			<u>1,209,247</u>

Kindred Foundation, Inc
Part VIII- Information About Officers and Directors
EIN 61-1204724
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Name and Address	Title, and average hours per week devoted to position	Compensation	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
Richard E Chapman 680 South Fourth Street, Louisville, KY 40202	President/Director Part-Time	0	0	0
Joseph L Landenwich 680 South Fourth Street, Louisville, KY 40202	VP/Secretary/Director Part-Time	0	0	0
John J Lucchese 680 South Fourth Street, Louisville, KY 40202	VP Part-Time	0	0	0
Susan E Moss 680 South Fourth Street, Louisville, KY 40202	VP/Director Part-Time	0	0	0
Hank Robinson 680 South Fourth Street, Louisville, KY 40202	Treasurer Part-Time	0	0	0
Paul Diaz 680 South Fourth Street, Louisville, KY 40202	Director Part-Time	0	0	0