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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 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
LIFEWORCS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 50276

City or town, state, and ZIP code
NASHVILLE, TN 372050276

A Employer identification number
62-1428468

B Telephone number (see page 10 of the instructions)
(615) 269-6663

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 3,541,537

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 page 11 of the 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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	583	583		
	4 Dividends and interest from securities.	74,626	74,626		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	747,304			
	b Gross sales price for all assets on line 6a _____ 1,753,392				
	7 Capital gain net income (from Part IV, line 2)		747,304		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	63	0		
	12 Total. Add lines 1 through 11	822,576	822,513		
	13 Compensation of officers, directors, trustees, etc	81,250	8,124		73,126
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	1,117	112		1,005
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	27,903	2,790		25,113
	c Other professional fees (attach schedule)				
	17 Interest	9	0		9
	18 Taxes (attach schedule) (see page 14 of the instructions)	6,486	648		5,838
	19 Depreciation (attach schedule) and depletion	1,355	0		
	20 Occupancy				
	21 Travel, conferences, and meetings	15	0		15
	22 Printing and publications				
	23 Other expenses (attach schedule).	246,869	32,655		214,214
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	365,004	44,329		319,320
	25 Contributions, gifts, grants paid	413,425			413,425
	26 Total expenses and disbursements. Add lines 24 and 25	778,429	44,329		732,745
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	44,147			
	b Net investment income (if negative, enter -0-)		778,184		
c Adjusted net income (if negative, enter -0-)					

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	1,168	76,980	76,980
	2	Savings and temporary cash investments	139,162	160,010	160,010
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	3,638,137	3,585,923	3,296,548
	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 ▶ 97,392 Less accumulated depreciation (attach schedule) ▶ 94,324	3,068	3,068	1,956
15	Other assets (describe ▶ _____)	5,263	6,043	6,043	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,786,798	3,832,024	3,541,537	
Liabilities	17	Accounts payable and accrued expenses	1,868	1,826	
	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)	1,868	1,826	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,784,930	3,830,198	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,784,930	3,830,198	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,786,798	3,832,024		

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)	13,784,930
2	Enter amount from Part I, line 27a	44,147
3	Other increases not included in line 2 (itemize) ▶ _____	1,121
4	Add lines 1, 2, and 3	3,830,198
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	3,830,198

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 Additional Data Table				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	747,304
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 pages 13 and 17 of the 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 page 18 of 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	904,631	4,494,889	0 201258
2009	1,044,172	4,429,718	0 235720
2008	1,430,492	6,482,975	0 220654
2007	1,304,749	7,995,662	0 163182
2006	1,030,869	8,314,031	0 123991

2 Total of line 1, column (d).	2	0 944805
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 188961
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	4,291,323
5 Multiply line 4 by line 3.	5	810,893
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	7,782
7 Add lines 5 and 6.	7	818,675
8 Enter qualifying distributions from Part XII, line 4.	8	732,745

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	15,564
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	15,564
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	15,564
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,100	
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	4,100
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	11,464
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
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)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of BAKER SULLIVAN HOOVER PLC Telephone no (615) 255-6143 Located at 144 SECOND AVE N SUITE 400 NASHVILLE TN ZIP +4 372011935			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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		No
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 page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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 page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
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 page 22 of the 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
GEORGE N BULLARD PO BOX 50276 NASHVILLE, TN 37205	DIRECTOR 25 00	40,625	0	0
PATRICIA BULLARD PO BOX 50276 NASHVILLE, TN 37205	TRUSTEE 25 00	40,625	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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

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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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 LIFEWORKS IS PRIMARILY A GRANT MAKING FOUNDATION ENABLING OTHER CHARITABLE ORGANIZATIONS TO FURTHER THEIR CHARITABLE ACTIVITIES. EXPENSES LISTED HERE ARE ACTUAL GRANTS MADE DURING YEAR.	413,425
2 LIFEWORKS SPONSORS AND PROMOTES VARIOUS NONPROFIT ACTIVITIES AND EVENTS WITHIN THE STATE.	173,086
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the 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 page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	4,148,963
b	Average of monthly cash balances.	1b	205,755
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,955
d	Total (add lines 1a, b, and c).	1d	4,356,673
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,356,673
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	65,350
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,291,323
6	Minimum investment return. Enter 5% of line 5.	6	214,566

Part XI

Distributable Amount (see page 25 of the 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	214,566
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	15,564
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	15,564
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	199,002
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	199,002
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	199,002

Part XII

Qualifying Distributions (see page 25 of the 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	732,745
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	732,745
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 page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	732,745
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				199,002
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				629,403
b From 2007.				926,404
c From 2008.				1,116,163
d From 2009.				824,344
e From 2010.				685,409
f Total of lines 3a through e.	4,181,723			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 732,745				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				199,002
e Remaining amount distributed out of corpus	533,743			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,715,466			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	629,403			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	4,086,063			
10 Analysis of line 9				
a Excess from 2007. . . .				926,404
b Excess from 2008. . . .				1,116,163
c Excess from 2009. . . .				824,344
d Excess from 2010. . . .				685,409
e Excess from 2011. . . .				533,743

Part XIVPrivate Operating Foundations (see page 27 of the 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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 Additional Data Table				
Total			3a	413,425
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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			14	583	
4	Dividends and interest from securities. . . .			14	74,626	
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	747,304	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a OTHER INCOME _____					63
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		822,513	63
13	Total. Add line 12, columns (b), (d), and (e).			13		822,576

[illegible]

Part XVII

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****		2012-03-22	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature	JOHN B HOOVER	Date	2012-03-22
		Firm's name	BAKER SULLIVAN HOOVER PLC	Check if self-employed	<input checked="" type="checkbox"/>
Firm's address		144 SECOND AVENUE NORTH SUITE 400 NASHVILLE, TN 372011935	Firm's EIN	62-1110389	
			PTIN	P00117158	
			Phone no	(615) 255-6143	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 62-1428468
Name: LIFEWORKS FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PEPSICO INC	P	1991-08-19	2011-01-12
PEPSICO INC	P	2004-11-01	2011-01-12
THERMO FISHER SCIENTIFIC IN	P	2010-10-05	2011-01-27
THERMO FISHER SCIENTIFIC IN	P	2010-10-28	2011-01-27
ARCH COAL INC	P	2007-07-26	2011-02-15
ARCH COAL INC	P	2009-01-20	2011-02-15
ARCH COAL INC	P	2009-04-12	2011-02-15
KANSAS CITY SOUTHERN	P	2009-11-08	2011-02-16
POTASH CORP OF SASKATCHE	P	2010-07-01	2011-07-02
NORFOLK SOUTHERN CORP	P	2009-04-27	2011-03-21
NORFOLK SOUTHERN CORP	P	2009-11-08	2011-03-21
NORFOLK SOUTHERN CORP	P	2009-05-11	2011-03-21
CATERPILLAR INC	P	2009-01-20	2011-04-26
RIO TINTO PLC ADR	P	2009-01-20	2011-04-04
RIO TINTO PLC ADR	P	2009-12-24	2011-04-04
CONOCOPHILLIPS	P	2004-11-01	2011-06-21
CATERPILLAR INC	P	2009-01-20	2011-07-28
PRAXAIR INC	P	2009-02-03	2011-07-28
PRAXAIR INC	P	2009-03-02	2011-08-30
PRAXAIR INC	P	2009-11-08	2011-08-30
PRAXAIR INC	P	2009-02-11	2011-08-30
CONOCOPHILLIPS	P	2004-01-11	2011-09-26
CONOCOPHILLIPS	P	2009-01-20	2011-09-26
C S X CORPORATION	P	2009-12-05	2011-10-26
CATERPILLAR INC	P	2009-01-20	2011-10-26
C S X CORPORATION	P	2009-12-05	2011-11-23
C S X CORPORATION	P	2009-12-05	2011-11-23
DEVRY INC	P	2010-08-25	2011-12-30


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
113,337		34,306	79,031
53,335		16,144	37,191
115,382		98,218	17,164
57,691		49,109	8,582
34,233		24,274	9,959
102,699		72,821	29,878
34,233		24,274	9,959
112,672		44,430	68,242
91,558		45,088	46,470
100,722		62,501	38,221
67,148		41,667	25,481
33,574		20,834	12,740
109,918		38,344	71,574
130,660		42,297	88,363
29,035		9,399	19,636
88,395		51,060	37,335
29,982		11,503	18,479
51,113		38,224	12,889
9,744		7,645	2,099
58,464		45,869	12,595
9,744		7,645	2,099
18,852		12,765	6,087
62,839		42,550	20,289
2,119		1,099	1,020
63,963		26,840	37,123
6,045		3,296	2,749
70,670		38,451	32,219
95,265		95,435	-170

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			79,031
			37,191
			17,164
			8,582
			9,959
			29,878
			9,959
			68,242
			46,470
			38,221
			25,481
			12,740
			71,574
			88,363
			19,636
			37,335
			18,479
			12,889
			2,099
			12,595
			2,099
			6,087
			20,289
			1,020
			37,123
			2,749
			32,219
			-170

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BELMONT UNIVERSITY1900 BELMONT BOULEVARD NASHVILLE,TN 37212		PUBLIC	FURTHER CHARITY PURPOSE	16,425
EARTHMATTERS TNC/O SIZWE HERRING 1814 LILLIAN STREET NASHVILLE,TN 37206		PUBLIC	FURTHER CHARITY PURPOSE	15,000
GCN FRIENDS OF THE HOWE GARDEN104 WESTHAMPTON PLACE NASHVILLE,TN 37205		PUBLIC	FURTHER CHARITY PURPOSE	1,000
HEALING STONES FOUNDATIONPO BOX 50276 NASHVILLE,TN 37205		PUBLIC	FURTHER CHARITY PURPOSE	295,000
LAKE GASTON VOLUNTEER FIRE DEPARTMENT7609 HWY 903 BRACEY,VA 23919		PUBLIC	FURTHER CHARITY PURPOSE	5,000
LUPUS FOUNDATION4004 HILLSBORO PIKE B216 NASHVILLE,TN 37205		PUBLIC	FURTHER CHARITY PURPOSE	500
SALAMA1205 EIGHTH AVENUE SOUTH NASHVILLE,TN 37203		PUBLIC	FURTHER CHARITY PURPOSE	500
TENNESSEE ENVIRONMENTAL COUNCILONE VANTAGE WAY SUITE D-105 NASHVILLE,TN 37228		PUBLIC	FURTHER CHARITY PURPOSE	10,000
THE BELCOURT THEATRE2102 BELCOURT AVE NASHVILLE,TN 37212		PUBLIC	FURTHER CHARITY PURPOSE	30,000
THE LAND TRUST FOR TN209 10TH AVENUE SOUTH SUITE 530 NASHVILLE,TN 37203		PUBLIC	FURTHER CHARITY PURPOSE	35,000
TN WILDLIFE FEDERATION300 ORLANDO AVENUE SUITE 200 NASHVILLE,TN 37209		PUBLIC	FURTHER CHARITY PURPOSE	5,000
Total  3a				413,425

Form

4562

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Department of the Treasury
Internal Revenue Service (99)

See separate instructions. Attach to your tax return.

Name(s) shown on return LIFEWORKS FOUNDATION	Business or activity to which this form relates FORM 990-PF PAGE 1	Identifying number 62-1428468
---	---	--------------------------------------

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost	
7 Listed property Enter the amount from line 29	7		
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8		
9 Tentative deduction Enter the smaller of line 5 or line 8	9		
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10		
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11		
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12		
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13		

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	245
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A		
17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	1,110
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	1,355
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A—Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No						24b If "Yes," is the evidence written? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost	
25Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25		
26 Property used more than 50% in a qualified business use									
FORD EXCURSION	2003-04-28	100 000 %	21,000	14,700	5 0	200 DB-HY			
FORD EXCURSION-REGIS	2003-05-08	100 000 %	109	55	5 0	200 DB-HY			
		%							
27 Property used 50% or less in a qualified business use									
		%				S/L -			
		%				S/L -			
		%				S/L -			
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28			
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							29		

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
31 Total commuting miles driven during the year												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		No
39 Do you treat all use of vehicles by employees as personal use?		No
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		No
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		No
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year (see instructions)					
43 Amortization of costs that began before your 2011 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report				44	

TY 2011 Accounting Fees Schedule

Name: LIFEWORKS FOUNDATION

EIN: 62-1428468

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BAKER, SULLIVAN & HOOVER, PLC	16,700	1,670		15,030
MARIE SWINFORD, CPA	11,203	1,120		10,083

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: LIFEWORKS FOUNDATION
EIN: 62-1428468

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
EQUIPMENT	1992-12-01	2,975	2,975	200DB	5 0000000000000	0	0		
EQUIPMENT	1994-07-01	1,766	1,766	200DB	5 0000000000000	0	0		
EQUIPMENT	1995-07-01	723	723	200DB	5 0000000000000	0	0		
COMPUTER	1996-07-01	4,262	4,262	200DB	5 0000000000000	0	0		
SCANNER	1997-04-11	342	342	200DB	7 0000000000000	0	0		
EQUIPMENT	1998-11-04	4,558	4,558	200DB	5 0000000000000	0	0		
COMPUTER	2000-12-02	1,774	1,774	200DB	5 0000000000000	0	0		
FURNITURE	1992-07-01	1,252	1,252	200DB	5 0000000000000	0	0		
FURNITURE	1996-07-01	38,744	38,744	200DB	7 0000000000000	0	0		
DESKS, CRENDENZA	2000-03-18	563	563	200DB	7 0000000000000	0	0		
SHELVES	2000-03-18	345	345	200DB	7 0000000000000	0	0		
WINDOWS XP SOFTWARE	2002-10-30	543	380	200DB	3 0000000000000	0	0		
CSPG-ARTWORK	2003-02-14	320	224	200DB	7 0000000000000	0	0		
FORD EXCURSION	2003-04-28	21,000	14,700	200DB	5 0000000000000	0	0		
FORD EXCURSION-REGISTRATION	2003-05-08	109	55	200DB	5 0000000000000	0	0		
PRINTER	2003-09-18	426	213	200DB	7 0000000000000	0	0		
FILE CABINET	2003-09-18	404	202	200DB	7 0000000000000	0	0		
SAFE	2004-03-04	526	260	200DB	7 0000000000000	0	0		
COMPUTER MONITOR	2004-04-03	503	252	200DB	5 0000000000000	0	0		
EQUIPMENT	2004-04-15	175	84	200DB	7 0000000000000	0	0		
FIRE PROOF FILE DRAWER CABINET	2004-10-21	841	420	200DB	5 0000000000000	0	0		
COMPUTER	2004-11-05	1,725	863	200DB	5 0000000000000	0	0		
COMPUTER HARDWARE-DVDRW PLAYER	2006-04-19	238	224	200DB	5 0000000000000	0	0		
COMPUTER	2006-07-10	1,621	1,528	200DB	5 0000000000000	0	0		
PHONE	2006-10-18	164	128	200DB	7 0000000000000	0	0		
SHELVES	2006-11-09	261	203	200DB	7 0000000000000	0	0		
SHREDDER	2007-01-10	152	111	200DB	7 0000000000000	0	0		
SHREDDER	2007-02-28	164	119	200DB	7 0000000000000	0	0		
COMPUTER	2007-08-30	703	574	200DB	5 0000000000000	0	0		
HP LASERJET COLOR PRINTER	2007-10-16	552	439	200DB	5 0000000000000	0	0		
9-1 FILE CABINETS	2007-10-09	1,049	680	200DB	7 0000000000000	0	0		
PRINTER	2007-12-05	203	161	200DB	5 0000000000000	0	0		
COPIER	2009-02-09	441	114	200DB	5 0000000000000	0	0		
TABLES	2008-07-10	326	92	200DB	7 0000000000000	0	0		
CELL PHONE	2009-02-09	227	44	200DB	7 0000000000000	0	0		
FURNITURE	2009-08-27	4,371	847	200DB	7 0000000000000	0	0		
VIDEO CARD AND FAX	2009-10-22	248	65	200DB	5 0000000000000	0	0		
I PHONE	2010-07-08	347	35	200DB	5 0000000000000	0	0		
AIR CONDITIONER	2010-08-09	257	18	200DB	7 0000000000000	0	0		
CABLE MODEM-BASE STATION	2010-08-25	343	34	200DB	5 0000000000000	0	0		
NETWORK CARD, SURGE PROTECTOR ETHERNET CARD	2010-08-27	227	23	200DB	5 0000000000000	0	0		
SOFTWARE	2010-09-10	1,377		200DB	3 0000000000000	0	0		
PRINTER	2011-10-13	245		200DB	5 0000000000000	245	0		

TY 2011 Investments Corporate

Stock Schedule

Name: LIFEWORKS FOUNDATION

EIN: 62-1428468

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	157,667	168,690
AFLAC INC.	172,966	155,736
AIR PRODUCTS & CHEMICALS INC	126,921	170,380
APACHE CORP	157,945	135,870
ARCH COAL INC.	0	0
CATERPILLAR INC	0	0
CONOCOPHILLIPS	0	0
CSX CORPORATION	39,549	75,816
DEVRY INC	0	0
DIAMOND OFFSHORE DRILLING	68,271	55,260
DOW CHEMICAL	183,934	143,800
EMC CORP	130,515	107,700
EMERSON ELECTRIC	46,405	139,770
FLOWERVE CORP	169,480	168,844
GRACO INC	62,217	73,602
GRANITE CONSTRUCTION INC	129,020	94,880
HARRIS CORP	93,800	72,080
HONDA MOTOR CO LTD ADR	170,155	152,750
ILLINOIS TOOL WORKS INC	167,184	186,840
ITT EDUCATIONAL SERVICES I	128,398	113,780
JACOBS ENGINEERING GRP	142,560	121,740
KANSAS CITY SOUTHERN	0	0
LINCOLN NATIONAL CORP	239,306	145,650
NORFOLK SOUTHERN CORP	0	0
PEPSICO INC	0	0
POTASH CORP OF SASKATCHEWAN	0	0
PRAXAIR INC	53,514	74,830
RAYTHEON CO	206,480	193,520
RIO TINTO PLC ADR	0	0
STRYKER CORP	173,156	149,130
TEREX CORP	109,564	81,060
THERMO FISHER SCIENTIFIC I	0	0
TORO CO	100,591	90,990
URS CORP	176,291	140,480
VULCAN MATERIALS CO	190,027	118,050
WALGREEN CO	190,007	165,300

TY 2011 Land, Etc. Schedule

Name: LIFEWORKS FOUNDATION
EIN: 62-1428468

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	2,975	2,975		0
EQUIPMENT	1,766	1,766		0
EQUIPMENT	723	723		0
COMPUTER	4,262	4,262		0
SCANNER	342	342		0
EQUIPMENT	4,558	4,558		0
COMPUTER	1,774	1,774		0
FURNITURE	1,252	1,252		0
FURNITURE	38,744	38,744		0
DESKS, CRENDENZA	563	563		0
SHELVES	345	345		0
WINDOWS XP SOFTWARE	543	543		0
CSPG-ARTWORK	320	320		0
FORD EXCURSION	21,000	21,000		0
FORD EXCURSION-REGISTRATION	109	109		0
PRINTER	426	426		0
FILE CABINET	404	404		0
SAFE	526	523	3	0
COMPUTER MONITOR	503	503		0
EQUIPMENT	175	172	3	0
FIRE PROOF FILE DRAWER CABINET	841	841		0
COMPUTER	1,725	1,725		0
COMPUTER HARDWARE-DVDRW PLAYER	238	224	14	0
COMPUTER	1,621	1,528	93	0
PHONE	164	128	36	0
SHELVES	261	203	58	0
SHREDDER	152	111	41	0
SHREDDER	164	119	45	0
COMPUTER	703	574	129	0
HP LASERJET COLOR PRINTER	552	439	113	0
9-1 FILE CABINETS	1,049	680	369	0
PRINTER	203	161	42	0
COPIER	441	335	106	0
TABLES	326	255	71	0
CELL PHONE	227	158	69	0
FURNITURE	4,371	3,032	1,339	0
VIDEO CARD AND FAX	248	189	59	0
I PHONE	347	209	138	0
AIR CONDITIONER	257	146	111	0
CABLE MODEM-BASE STATION	343	205	138	0
NETWORK CARD, SURGE PROTECTOR ETHERNET CARD	227	136	91	0
SOFTWARE	1,377	1,377		0
PRINTER	245	245		0

TY 2011 Other Assets Schedule

Name: LIFEWORKS FOUNDATION

EIN: 62-1428468

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS AT COST	850	850	850
ACCRUED INCOME RECEIVABLE	4,413	5,097	5,097
BANK OF AMERICA - OVERPAYMENT	0	96	96

TY 2011 Other Expenses Schedule**Name:** LIFEWORKS FOUNDATION**EIN:** 62-1428468

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUTOMOBILE EXPENSE	215	0		215
BANK CHARGES	252	0		252
DUES, SUBSCRIPTIONS, & MEMBERSHIPS	17,672	0		17,672
EDUCATION	642	0		642
INSURANCE EXPENSE	15,865	0		15,865
INTERNET SERVICE	769	0		769
INVESTMENT FEES	32,655	32,655		0
MISCELLANEOUS EXPENSE	457	0		457
OFFICE SUPPLIES	791	0		791
POSTAGE	616	0		616
PUBLIC CONCERTS AND PERFORMANCES	173,087	0		173,087
STORAGE RENTAL	360	0		360
TELEPHONE/COMMUNICATIONS	3,488	0		3,488

TY 2011 Other Income Schedule

Name: LIFEWORKS FOUNDATION

EIN: 62-1428468

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	63		63

TY 2011 Other Increases Schedule**Name:** LIFEWORKS FOUNDATION**EIN:** 62-1428468

Description	Amount
ADJUSTMENTS TO COST BASIS OF SECURITY PURCHASE AND SOLD	1,121

TY 2011 Taxes Schedule**Name:** LIFEWORKS FOUNDATION**EIN:** 62-1428468

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	6,486	648		5,838