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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 , and ending

Name of foundation: THE STILES-NICHOLSON FOUNDATION

A Employer identification number: 65-6103072

Number and street (or P O box number if mail is not delivered to street address): 4600 MILITARY TRAIL, SUITE 222 — Room/suite:

B Telephone number (see instructions): 561-296-7000

City or town, state, and ZIP code: JUPITER FL 33458

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 9,648,736

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

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

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

	Line	Description	(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 ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	625	625		
	4	Dividends and interest from securities	224,035	224,035		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	549,660			
	b	Gross sales price for all assets on line 6a 1,339,877				
	7	Capital gain net income (from Part IV, line 2)		549,660		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	316	316		
	12	**Total.** Add lines 1 through 11	774,636	774,636	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 2	1,000	1,000		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 3	27,282	4,982		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,282	5,982	0	0
	25	Contributions, gifts, grants paid	560,510			560,510
	26	**Total expenses and disbursements.** Add lines 24 and 25	588,792	5,982	0	560,510
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	185,844			
	b	**Net investment income** (if negative, enter -0-)		768,654		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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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	484,231	326,045	326,045
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	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 sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) SEE STATEMENT 4	7,415,198	7,759,228	9,322,691
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	7,899,429	8,085,273	9,648,736
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)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,899,429	8,085,273	
	30	**Total net assets or fund balances** (see instructions)	7,899,429	8,085,273	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,899,429	8,085,273	

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	7,899,429
2	Enter amount from Part I, line 27a	2	185,844
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,085,273
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	8,085,273

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 WORKSHEET			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	549,660
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	3,277

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	621,646	9,379,091	0.066280
2009	281,100	7,397,904	0.037997
2008	67,995	7,418,554	0.009166
2007	209,235	8,567,078	0.024423
2006	751,246	6,347,000	0.118362

2 **Total** of line 1, column (d)	2	0.256228
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	0.051246
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	10,136,447
5 Multiply line 4 by line 3	5	519,452
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,687
7 Add lines 5 and 6	7	527,139
8 Enter qualifying distributions from Part XII, line 4	8	560,510

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter **(attach copy of letter if necessary—see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	7,687
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	7,687
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,687
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 12,862		
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	12,862
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,175
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 5,175 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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(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? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DAVID J.S. NICHOLSON Telephone no ▶ 561-296-7000
4600 MILITARY TRAIL, SUITE 222
Located at ▶ JUPITER FL ZIP+4 ▶ 33458

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	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?	☐ Yes ☒ 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
DAVID J.S. NICHOLSON 3400 BARROW ISLAND ROAD	JUPITER FL 33477	TRUSTEE 0.25	0	0	0
C. LYNN NICHOLSON 3400 BARROW ISLAND ROAD	JUPITER FL 33477	TRUSTEE 0.00	0	0	0
LEEANNE S. LABANZ 119 SARDINIA CIRCLE	JUPITER FL 33458	TRUSTEE 0.25	0	0	0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	10,026,675
b	Average of monthly cash balances		1b	264,134
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	10,290,809
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	10,290,809
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)		4	154,362
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	10,136,447
6	**Minimum investment return.** Enter 5% of line 5		6	506,822

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	506,822
2a	Tax on investment income for 2011 from Part VI, line 5	2a 7,687		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	7,687
3	Distributable amount before adjustments Subtract line 2c from line 1		3	499,135
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	499,135
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	499,135

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	560,510
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	560,510
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	7,687
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	552,823

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				499,135
2	Undistributed income, if any, as of the end of 2011:				
a	Enter amount for 2010 only			449,593	
b	Total for prior years 20 ____ , 20 ____ , 20 ____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006				
b	From 2007				
c	From 2008				
d	From 2009				
e	From 2010				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 560,510				
a	Applied to 2010, but not more than line 2a			449,593	
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				110,917
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount—see instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				388,218
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				
10	Analysis of line 9.				
a	Excess from 2007				
b	Excess from 2008				
c	Excess from 2009				
d	Excess from 2010				
e	Excess from 2011				

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

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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 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))

DAVID J.S. NICHOLSON

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE 1				560,510
Total			▶ 3a	560,510
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					625
4 Dividends and interest from securities					224,035
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					549,660
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b NET INCOME VIA INVEST L/P'S					316
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		0	774,636

13 **Total.** Add line 12, columns (b), (d), and (e) 13 774,636

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

▶ [signature] 10/3/12 ▶ TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed
KENNETH F. OLSSON, CPA	K F Olsson, CPA	7/30/12	PTIN P00403208
Firm's name ▶ OLSSON & COMPANY CPAS, LLC			Firm's EIN ▶ 22-3342786
Firm's address ▶ 230 DAVIDSON AVENUE SOMERSET, NJ 08873			Phone no 732-469-5555

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

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

Name: THE STILES-NICHOLSON FOUNDATION

Employer Identification Number: 65-6103072

	(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)
(1)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	01/10/11
(2)	KEY ENERGY SERVICES, INC.	P	02/26/09	03/21/11
(3)	COLUMBIA VALUE & RESTRUCTURING Z	P	11/07/03	06/20/11
(4)	FAIRHOLME	P	06/28/10	06/21/11
(5)	A. O. SMITH CORP.	P	09/02/10	10/31/11
(6)	CNOOC, LTD. ADR	P	10/30/08	12/05/11
(7)	ISHARES FTSE/XINHUA CHINA 25 INDEX	P	10/22/08	12/05/11
(8)	ISHARES FTSE/XINHUA CHINA 25 INDEX	P	10/27/08	12/05/11
(9)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(10)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(11)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(12)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(13)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(14)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(15)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	97,689		53,415	44,274
(2)	161,819		27,973	133,846
(3)	110,932		74,627	36,305
(4)	203,277		200,000	3,277
(5)	112,822		106,113	6,709
(6)	177,378		67,838	109,540
(7)	88,344		60,160	28,184
(8)	58,896		33,704	25,192
(9)	9,492		4,543	4,949
(10)	8,986		4,297	4,689
(11)	8,505		4,056	4,449
(12)	7,719		3,678	4,041
(13)	8,358		3,982	4,376
(14)	7,389		3,509	3,880
(15)	7,620		3,618	4,002

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				44,274
(2)				133,846
(3)				36,305
(4)				3,277
(5)				6,709
(6)				109,540
(7)				28,184
(8)				25,192
(9)				4,949
(10)				4,689
(11)				4,449
(12)				4,041
(13)				4,376
(14)				3,880
(15)				4,002

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | **2011**

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

Name	Employer Identification Number
THE STILES-NICHOLSON FOUNDATION	65-6103072

	(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)
(1)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(2)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(3)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(4)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(5)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(6)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(7)	KINDER MORGAN MANAGEMENT LLC	P	10/16/08	12/05/11
(8)	NUSTAR GP HOLDINGS, LLC	P	11/12/08	12/05/11
(9)	ISHARES FTSE/XINHUA CHINA 25 INDEX	P	10/27/08	12/09/11
(10)	NUVEEN MULTI-CURRENCY SHORT-TERM GOV	P	02/24/09	12/09/11
(11)	CHARLES SCHWAB-CAP GAIN DIST.			
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	7,294		3,461	3,833
(2)	7,552		3,584	3,968
(3)	5,989		2,842	3,147
(4)	5,988		2,841	3,147
(5)	5,625		2,668	2,957
(6)	5,627		2,668	2,959
(7)	11,212		5,196	6,016
(8)	35,654		12,917	22,737
(9)	123,613		71,620	51,993
(10)	40,697		30,907	9,790
(11)	21,400			21,400
(12)				
(13)				
(14)				
(15)				

	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	
(1)				3,833
(2)				3,968
(3)				3,147
(4)				3,147
(5)				2,957
(6)				2,959
(7)				6,016
(8)				22,737
(9)				51,993
(10)				9,790
(11)				21,400
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
NET INCOME VIA INVEST L/P'S	$ 316	$ 316	$
TOTAL	$ 316	$ 316	$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROFESSIONAL FEES	$ 1,000	$ 1,000	$	$
TOTAL	$ 1,000	$ 1,000	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	$ 4,982	$ 4,982	$	$
FEDERAL INCOME TAX (2011 EXT)	17,000			
FEDERAL INCOME TAX (2012 EST)	5,300			
TOTAL	$ 27,282	$ 4,982	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
VANGUARD WELLESLEY INCOME FUND	$ 90,000	$ 90,000	COST	$ 108,725
CGM REALTY FUND	49,795	49,795	COST	44,924
AMERICAN FDS EUROPACIFIC GROWTH	27,270	27,270	COST	189,684
AMERICAN FUNDS FUNDAMENTAL INV FD	150,000	150,000	COST	125,006
IVY PARTNERS OFFSHORE PARTNERSHIP	227,731	121,128	COST	40,047
KAYNE ANDERSON REAL ESTATE PARTNERS	483,575	413,969	COST	593,388
NUSTAR GP HOLDINGS LLC	62,827	40,903	COST	126,350
CNOOC LTD ADR	140,952	73,114	COST	169,440
FREEPORT MC MORAN COPPER & GOLD	139,685	139,685	COST	257,530
ISHARES CHINA 25 INDEX	165,484		COST	
ISHARES S& P US PREFERRED STOCK	186,807	186,807	COST	236,267
KEY ENERGY SERVICES	35,849	7,876	COST	44,863
KINDER MORGAN MGMT INC.	215,262	110,903	COST	262,520
PERMANENT PORTFOLIO	179,000	179,000	COST	224,897
TEMPLETON GLOBAL BOND ADV	200,000	200,000	COST	221,458
FRANKLIN INT'L SMALL CO. GROWTH FUND	200,000	200,000	COST	189,934
POWERSHARES QQQ	120,696	120,695	COST	167,491
CHESAPEAKE ENERGY CORP	79,388	79,388	COST	66,870
COHEN & STEERS REIT & UTILITY INCOME	117,565	112,360	COST	193,450
JOHN HANCOCK PAT PREMIUM II	15,644	15,644	COST	30,025
KAYNE ANDERSON ENERGY DEVELOPMENT	47,003	47,003	COST	119,896
COHEN & STEERS QUALITY INCOME REALTY	81,291	81,291	COST	218,555
JPM ALERIAN MLP	199,888	199,888	COST	272,790
NUVEEN MULTI - CURRENCY S/T GOV'T	31,910		COST	
TCW TOTAL RETURN BOND FUND	200,000	200,000	COST	191,436
A.O. SMITH CORP.	106,113		COST	
AMANA TRUST GROWTH	300,000	300,000	COST	324,870
COLUMBIA VALUE & RESTRUCTURING	74,627		COST	
FAIRHOLME	200,000		COST	
HARDING LOEVNER INT'L EQ	300,000	300,000	COST	279,670
MARSICO FLEXIBLE CAPITAL	100,000	100,000	COST	100,777
MATTHEWS ASIA DIVIDEND FUND	300,000	300,000	COST	281,066
MATTHEWS PACIFIC TIGER FUND	250,000	250,000	COST	236,169
OPPEHHEIMER DEVELOPING MARKETS	100,000	100,000	COST	83,780
RYDEX S&P MIDCAP 400 PURE GWTH	109,059	109,059	COST	117,720
SPDR'S S&P 500 ETF	163,491	263,473	COST	292,541
YACHTMAN FOCUSED FUND	300,000	300,000	COST	334,120

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHARES MSCI CANADA ETF	$ 99,867	$ 99,867	COST	$ 90,440
ABBOTT LABORATORIES	151,599	151,599	COST	168,690
CONOCO PHILLIPS	108,707	108,707	COST	145,740
NFJ DIV INT & PREM STRATEGY FUND	166,659	159,823	COST	178,062
AG NET LEASE II	137,454	264,906	COST	267,129
MILLENNIUM INTERNATIONAL LLC	1,000,000	1,000,000	COST	1,222,129
CHEVRON CORP		144,420	COST	159,600
EXELON CORP		126,546	COST	130,110
JP MORGAN EQUITY INDEX SELECT		310,000	COST	310,140
JOHNSON & JOHNSON		103,197	COST	111,486
PROCTOR & GAMBLE CO.		100,423	COST	106,736
SPDR HIGH DIVIDEND ETF		200,861	COST	211,170
SOHU .COM .INC		119,628	COST	75,000
TOTAL	$ 7,415,198	$ 7,759,228		$ 9,322,691

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager
DAVID J.S. NICHOLSON

THE STILES NICHOLSON FOUNDATION
GRANTS AND CONTRIBUTIONS PAID DURING 2011
LINE 3a
ID #65-6103072

All Contributions were to Section 501© (3) organizations for the benefit of these qualified charities in accordance with Article I of the Trust Agreement of the Foundation There were no contributions paid to individuals during the year

Contributions Paid To		Amount
American Red Cross		1,000
2025 E Street NW		
Washington, DC 20006		
American Spectator Fdn Inc		1,000
1611 North Kent St , Ste 901		
Arlington, VA 22209		
Bucknell University		5,000
701 Moore Avenue		
Lewisburg, PA 17837		
CATO Institute		5,000
1000 Massachusetts Ave NW		
Washington, DC 20001-5403		
Citizens Against Government Waste		5,000
1301 Pennsylvania Ave NW, Ste 1075		
Washington, DC 20004		
Cleveland Clinic Fdn		5,000
P O Box 931517		
Cleveland, OH 44193-1655		
El Sol Neighborhood Resource Center		5,000
106 Military Trail		
Jupiter, FL 33458		
Florida Diabetes Camp		500
P O Box 14136		
Gainesville, FL 32604		
Forgotten Soldiers Outreach, Inc.		10,000
3550 23rd Avenue S , Suite #7		
Lake Worth, FL 33461		
FreedomWorks		15,000
1775 Pennsylvania Avenue NW, 11th Floor		
Washington, DC 20006-5805		
Habitat for Humanity of Palm Beach		10,000
6758 N Military Trail, Ste 303		
West Palm Beach, FL 33407		
Heritage Foundation		50,000
214 Massachusetts Ave NE		
Washington DC 20002-4999		
Hillsdale College		1,000
33 E College Street		
Hillsdale, MI 49242		
Intercollegiate Studies Institute		1,000
3901 Centerville Rd		
P O Box 4431		
Wilmington, DE 19807-0431		
JL Cares		5,000
16823 Captain Kirle Dr		
Jupiter, FL 33477		
Junior Achievement of the Palm Beaches		55,160
6903 Vista Pkwy N, Ste 1		
West Palm Beach, Florida 33411		
Junior Achievement Worldwide		10,000
One Education Way		
Colorado Springs, CO 80906		
Jupiter First Church		5,000
1475 Indian Creek Parkway		
Jupiter, FL 33458		

THE STILES NICHOLSON FOUNDATION
GRANTS AND CONTRIBUTIONS PAID DURING 2011
LINE 3a
ID #65-6103072

Jupiter Medical Center Fdn		305,500
1210 S Old Dixie Hwy		
Jupiter, FL 33458		
March of Dimes		100
1649 Forum PL# 2		
West Palm Beach, FL 33401		
MD Anderson Cancer Ctr, U of Texas		5,000
1515 Holcombe Blvd		
Houston, TX 77030		
Memorial Sloan-Kettering Cancer Center		1,000
1275 York Avenue		
New York, NY 10021		
Muscular Dystrophy Association		500
2500 Quantum Lakes Dr, #212		
Boynton Beach, FL 33426		
National Taxpayers Union Fdn		1,000
108 North Alfred St		
Alexandria, VA 22314		
S I F E (Students in Free Enterprise) - National		5,000
The Jack Shewmaker SIFE World Headquarters		
1959 East Kerr Street		
Springfield, MO USA 65803-4775		
Salvation Army		3,000
615 Slaters Lane		
P O Box 269		
Alexandria, VA 22313		
St Mark's Episcopal School		5,000
3395 Burns Rd		
Palm Beach Gardens, FL 33410-4394		
StudentNewsDaily com		5,000
P O Box 30353		
Edmond, OK 73003		
Tax Foundation		10,000
1900 M Street, N W, Suite 550		
Washington, D C 20036		
The Independent Institute		5,000
1319 18th St NW		
Washington, DC 20036		
U S Foundation for Queen's University at Kingston		10,000
5505 Connecticut Ave, NW		
Box 130		
Washington, DC 20015-2601		
USO		2,000
P O Box 96860		
Washington, DC 20077-7677		
West Jupiter Community Group		11,000
7187 Church Street		
Jupiter, FL 33458		
Wounded Warriors Project		1,000
4899 Belfort Rd, Ste 300		
Jacksonville, FL 32256		
Fraternal Order of Police		750
885 N 62nd Drive		
West Palm Beach, FL 33415		
		$ 560,510

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Form **8868** (Rev January 2012)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www irs gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension-check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	THE STILES-NICHOLSON FOUNDATION	[X] 65-6103072
	Number, street, and room or suite no. If a P O. box, see instructions 4600 MILITARY TRAIL, SUITE 222	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions JUPITER FL 33458	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ DAVID J.S. NICHOLSON
  4600 MILITARY TRAIL, SUITE 222
  JUPITER FL 33458

  Telephone No ▶ 561-296-7000 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶ [X] calendar year 2011 or

▶ [ ] tax year beginning , and ending

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 12,862
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 12,862
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.