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
EDWARD T BEDFORD FOUNDATION
BESSEMER TRUST COMPANY OF FLORIDA

A Employer identification number
65-6164872

Number and street (or P O box number if mail is not delivered to street address): 222 ROYAL PALM WAY
Room/suite:

B Telephone number
(561) 655-4030

City or town, state, and ZIP code
PALM BEACH, FL 33480

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)* ▶$ 17,113,039.

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))	(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			N/A	
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	488,948.	483,829.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,117,065.			
b	Gross sales price for all assets on line 6a 9,292,357.				
7	Capital gain net income (from Part IV, line 2)		1,117,065.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	<98,031.>	<110,172.>		STATEMENT 2
12	**Total.** Add lines 1 through 11	1,507,982.	1,490,722.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	179,948.	179,948.		0.
14	Other employee salaries and wages	50,000.	0.		50,000.
15	Pension plans, employee benefits				
16a	Legal fees STMT 3	41,519.	41,519.		0.
b	Accounting fees				
c	Other professional fees				
17	Interest	17,345.	17,345.		0.
18	Taxes STMT 4	48,716.	4,575.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	42,876.	42,876.		0.
24	**Total operating and administrative expenses.** Add lines 13 through 23	380,404.	286,263.		50,000.
25	Contributions, gifts, grants paid	878,827.			878,827.
26	**Total expenses and disbursements.** Add lines 24 and 25	1,259,231.	286,263.		928,827.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	248,751.			
b	**Net investment income** (if negative, enter -0-)		1,204,459.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

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12-02-11 LHA **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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,046,206.	3,126,905.	3,092,577.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 8	4,120,460.	3,295,109.	3,299,523.
	b Investments - corporate stock STMT 9	8,076,207.	6,324,743.	7,200,248.
	c Investments - corporate bonds STMT 10	259,309.	333,928.	347,939.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 11)	2,066,981.	2,761,122.	3,172,752.
	16 Total assets (to be completed by all filers)	15,569,163.	15,841,807.	17,113,039.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	15,569,163.	15,841,807.	
	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	15,569,163.	15,841,807.	
	31 Total liabilities and net assets/fund balances	15,569,163.	15,841,807.	

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	15,569,163.
2	Enter amount from Part I, line 27a	2	248,751.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	50,000.
4	Add lines 1, 2, and 3	4	15,867,914.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	26,107.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,841,807.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
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	9,292,357.		8,175,292.	1,117,065.

	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				
b				
c				
d				
e				1,117,065.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,117,065.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2010	779,614.	18,225,017.	.042777
2009	213,000.	15,316,458.	.013907
2008	230,965.	4,253,645.	.054298
2007	216,460.	4,760,179.	.045473
2006	206,500.	4,467,914.	.046218

2 Total of line 1, column (d)	2	.202673
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	.040535
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	18,648,082.
5 Multiply line 4 by line 3	5	755,900.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,045.
7 Add lines 5 and 6	7	767,945.
8 Enter qualifying distributions from Part XII, line 4	8	928,827.

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

EDWARD T BEDFORD FOUNDATION
BESSEMER TRUST COMPANY OF FLORIDA 65-6164872

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	12,045.
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	12,045.
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	12,045.
6 Credits/Payments				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	32,141.		
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	32,141.
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	20,096.
11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	20,096.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ WWW.EDWARDTBEDFORDFOUNDATION.ORG

14 The books are in care of ▶ BESSEMER TRUST COMPANY OF FLORIDA Telephone no ▶(561) 655-4030
Located at ▶222 ROYAL PALM WAY, PALM BEACH, FL ZIP+4 ▶33480

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BESSEMER TRUST COMPANY OF FLORIDA 222 ROYAL PALM WAY PALM BEACH, FL 33480	CORPORATE TRUSTEE 10.00	102,840.	0.	0.
RONALD L FICK, ESQ C/O BESSEMER TRUST, 222 ROYAL PALM WA PALM BEACH, FL 33480	INDIVIDUAL TRUSTEE 10.00	77,108.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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	17,292,261.
b	Average of monthly cash balances	1b	1,639,802.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	18,932,063.
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	18,932,063.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	283,981.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,648,082.
6	**Minimum investment return.** Enter 5% of line 5	6	932,404.

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	932,404.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 12,045.		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	12,045.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	920,359.
4	Recoveries of amounts treated as qualifying distributions	4	50,000.
5	Add lines 3 and 4	5	970,359.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	970,359.

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	928,827.
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	928,827.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	12,045.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	916,782.

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				970,359.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			870,314.	
b Total for prior years ______ , ______ , ______		0.		
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	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 928,827.				
a Applied to 2010, but not more than line 2a			870,314.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				58,513.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				911,846.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				878,825.
BTC CTF HEDGE FUNDS				2.
Total			▶ 3a	878,827.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	488,948.	
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			01	<98,031.>	
8 Gain or (loss) from sales of assets other than inventory			18	1,117,065.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,507,982.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,507,982.

(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)

123621
12-02-11

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
	11/12/12	VP

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

EDWARD T BEDFORD FOUNDATION
BESSEMER TRUST COMPANY OF FLORIDA

CONTINUATION FOR 990-PF, PART IV
65-6164872 PAGE 1 OF 1

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	LITIGATION	P	VARIOUS	VARIOUS
d	BTC CTF HEDGE FUNDS	P	VARIOUS	VARIOUS
e	BTC CTF HEDGE FUNDS	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	7,202,538.		5,996,890.	1,205,648.
b	1,884,172.		2,178,402.	<294,230.>
c	189.			189.
d	2,052.			2,052.
e	84,992.			84,992.
f	118,414.			118,414.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				1,205,648.
b				<294,230.>
c				189.
d				2,052.
e				84,992.
f				118,414.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,117,065.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BTC CTF HEDGE FUNDS	44,814.	0.	44,814.
DIVIDEND & INTEREST	562,193.	118,414.	443,779.
NON-TAXABLE DIVIDEND	355.	0.	355.
TOTAL TO FM 990-PF, PART I, LN 4	607,362.	118,414.	488,948.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN CURRENCY	<28,802.>	<28,802.>	
BTC CTF HEDGE FUNDS	<88,488.>	<88,488.>	
EXCISE TAX CREDIT	12,141.	0.	
OTHER PORTFOLIO INCOME	7,118.	7,118.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<98,031.>	<110,172.>	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES-DUNWODY WHITE & LANDON	41,519.	41,519.		0.
TO FM 990-PF, PG 1, LN 16A	41,519.	41,519.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	4,575.	4,575.		0.
2011 ESTIMATED TAXES	20,000.	0.		0.
EXCISE TAXES PAID	24,141.	0.		0.
TO FORM 990-PF, PG 1, LN 18	48,716.	4,575.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS	42,876.	42,876.		0.
TO FORM 990-PF, PG 1, LN 23	42,876.	42,876.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
RECOVERY AMOUNTS TREATED AS QUALIFYING DISTRIBUTIONS	50,000.
TOTAL TO FORM 990-PF, PART III, LINE 3	50,000.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
CTF ADJUSTMENT	2,827.
YEAR-END REALLOCATION ADJUSTMENT	23,280.
TOTAL TO FORM 990-PF, PART III, LINE 5	26,107.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT	X		3,221,228.	3,220,464.
TAXABLE MUNI BDS		X	73,881.	79,059.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,221,228.	3,220,464.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			73,881.	79,059.
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,295,109.	3,299,523.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	1,121,609.	1,162,980.
CORPORATE STOCKS	5,203,134.	6,037,268.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,324,743.	7,200,248.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	258,963.	269,387.
FOREIGN BOND	74,965.	78,552.
TOTAL TO FORM 990-PF, PART II, LINE 10C	333,928.	347,939.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REAL RETURN FUNDS	941,784.	1,321,784.	1,376,231.
BTC CTF HEDGE FUND OF FDS	1,125,197.	1,439,338.	1,796,521.
TO FORM 990-PF, PART II, LINE 15	2,066,981.	2,761,122.	3,172,752.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 12
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALFRED J STASHIS,JR; EDWARD T BEDFORD FDN; C/O DUNWODY WHITE & LANDON PA
4001 TAMIAMI TRAIL NORTH, SUITE 200
NAPLES, FL 34103

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

SEE WWW.EDWARDTBEDFORDFOUNDATION.ORG FOR APPLICATION PROCEDURES.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE CO-TRUSTEES PRESENTLY HAVE PARTICULAR INTEREST IN SUPORTING ORGANIZATIONS BENEFITING CHILDREN AND YOUNG ADULTS, INCLUDING THROUGH EDUCATIONAL, ATHLETIC, AND ARTISTIC PURSUITS, AND THROUGH SOCIAL SERVICE ENTERPRISES.

EDWARD T BEDFORD FND IRREV TRUST Appraisal as of 12/30/2011 Trade Date

Base Currency	USD
[redacted]	RM

CASH

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
69 130	USD	Cash Available (9D2M89 USD-I)			1 000	$69	$69	$0	$0	$0				
5 170	USD	Cash Available (9D2M89 USD-P)			1 000	$5	$5	$0	$0	$0				
		Subtotal for CASH				$74	$74	$0	$0	$0				

CASH EQUIVALENTS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
314,000 000	US	SEI GOVT II FUND #33 (9D2M89 USD-I)			1 000	$314,000	$314,000	$0	$0	$0	0001	$31		
990,600 000	US	SEI GOVT II FUND #33 (9D2M89 USD-P)			1 000	$990,600	$990,600	$0	$0	$0	0001	$99		
		Subtotal for CASH EQUIVALENTS				$1,304,600	$1,304,600	$0	$0	$0		$130		

T-BILLS & ST DISC AGENCIES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
824,000 000	US	US TREASURY BILLS		05/03/2012	Book	$823,819	$823,819	$0	$0	$0	0 038%	$316		
		Subtotal for T-BILLS & ST DISC AGENCIES				$823,819	$823,819	$0	$0	$0		$316		
		Subtotal for CASH AND SHORT TERM				$2,128,493	$2,128,493	$0	$0	$0		$446		

[redacted]CY

STRATEGIC CURRENCY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
3,108,000 000	HK	HK DOLLAR DEPOSIT - BNYM			0 129	$399,999	$400,000	($0)	$0	($0)		$0		
1,061,200 000	NO	NO KRONE DEPOSIT - BNYM			0 168	$177,963	$200,000	($22,037)	$0	($22,037)	0 120%	$1,273		
308,075 000	SG	SG DOLLAR DEPOSIT - BNYM			0 772	$237 710	$250 000	($12,289)	$0	($12,289)		$0		
121,197 940	US	US DOLLAR DEPOSIT - BNYM			1 000	$121,197	$121,197	$0	$0	$0		$0		
		Subtotal for STRATEGIC CURRENCY				$936,869	$971,197	($34,326)	$0	($34,326)		$1,273		
		Subtotal for STRATEGIC CURRENCY				$936,869	$971,197	($34,326)	$0	($34,326)		$1,273		

[redacted]

BOND FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
16,204 082	US	BTC CTF GEN MUNI BOND FUND			7 450	$120,716	$120,502	$0	$214	$214	3132	$5,075		
		Subtotal for BOND FUNDS				$120,716	$120,502	$0	$214	$214		$5,075		
		Subtotal for FIXED INCOME				$120,716	$120,502	$0	$214	$214		$5,075		

[redacted].S.

CONSUMER DISCRETIONARY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
800 000	US	CARNIVAL CORP CL A			32 640	$26,112	$25,288	$824	$0	$824	1 0000	$800		
950 000	US	COMCAST CORP CL A NEW			23 710	$22,524	$20,214	$2,310	$0	$2,310	4500	$427		
200 000	US	MACY'S INC			32 180	$6,436	$6,063	$372	$0	$372	4000	$80		
275 000	US	MCGRAW-HILL COMPANIES INC			44 970	$12,366	$11,947	$420	$0	$420	1 0000	$275		
375 000	US	TARGET CORP			51 220	$19,207	$19,589	($382)	$0	($382)	1 2000	$450		
600 000	US	YUM BRANDS INC			59 010	$35,406	$32,941	$2,464	$0	$2,464	1 1400	$684		
		Subtotal for CONSUMER DISCRETIONARY				**$122,051**	**$116,042**	**$6,008**	**$0**	**$6,008**		**$2,716**		

CONSUMER STAPLES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
550 000	US	CVS/CAREMARK CORP			40 780	$22,429	$20,806	$1,623	$0	$1,623	6500	$357		
		Subtotal for CONSUMER STAPLES				**$22,429**	**$20,806**	**$1,623**	**$0**	**$1,623**		**$357**		

ENERGY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
300 000	CH	NOBLE CORPORATION			30 220	$9,066	$10,387	($1,321)	$0	($1,321)	5920	$177		
125 000	US	CONOCOPHILLIPS			72 870	$9,108	$8,546	$562	$0	$562	2 6400	$330		
550 000	US	MARATHON OIL CORP			29 270	$16,098	$14,228	$1,870	$0	$1,870	6000	$330		
		Subtotal for ENERGY				**$34,272**	**$33,161**	**$1,111**	**$0**	**$1,111**		**$837**		

FINANCIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
650 000	CH	ACE LIMITED			70 120	$45,578	$32,411	$0	$13,166	$13,166	1 8800	$1,222		
		Subtotal for FINANCIALS				**$45,578**	**$32,411**	**$0**	**$13,166**	**$13,166**		**$1,222**		

HEALTH CARE

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
285 000	US	JOHNSON & JOHNSON			65 580	$18,690	$17 988	$702	$0	$702	2 2800	$649		
375 000	US	UNITEDHEALTH GROUP INC			50 680	$19,005	$16,649	$2,355	$0	$2,355	6500	$243		
		Subtotal for HEALTH CARE				**$37,695**	**$34,637**	**$3,057**	**$0**	**$3,057**		**$892**		

INDUSTRIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
150 000	US	GENERAL DYNAMICS CORP			66 410	$9,961	$9,380	$581	$0	$581	1 8800	$282		
		Subtotal for INDUSTRIALS				**$9,961**	**$9,380**	**$581**	**$0**	**$581**		**$282**		

INFORMATION TECHNOLOGY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
325 000	IE	ACCENTURE PLC CL A			53 230	$17,299	$17,767	($468)	$0	($468)	1 3500	$438		
90 000	US	INTERNATIONAL BUS MACHINES			183 880	$16,549	$16,281	$268	$0	$268	3 0000	$270		
1,770 000	US	MICROSOFT CORP			25 960	$45,949	$45,241	$0	$707	$707	8000	$1,416		
900 000	US	WESTERN UNION CO			18 260	$16,434	$14,897	$1,537	$0	$1,537	3200	$288		
		Subtotal for INFORMATION TECHNOLOGY				$96,231	$94,186	$1,337	$707	$2,044		$2,412		

MATERIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
425 000	US	FREEPORT-MCMRN CPPR&GOLD			36 790	$15,635	$15,987	($351)	$0	($351)	1 0000	$425		
550 000	US	NEWMONT MINING CORP			60 010	$33,005	$34,882	($1,877)	$0	($1,877)	1 4000	$770		
		Subtotal for MATERIALS				$48,640	$50,869	($2,228)	$0	($2,228)		$1,195		

TELECOM SERVICES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
325 000	US	CENTURYLINK INC			37 200	$12,090	$12,107	($18)	$0	($18)	2 9000	$942		
		Subtotal for TELECOM SERVICES				$12,090	$12,107	($18)	$0	($18)		$942		

UTILITIES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
225 000	US	DETROIT ENERGY CO			54 450	$12,251	$11,349	$902	$0	$902	2 3500	$528		
375 000	US	EXELON CORP			43 370	$16,263	$16,189	$74	$0	$74	2 1000	$787		
375 000	US	FIRSTENERGY CORP			44 300	$16,612	$16,237	$375	$0	$375	2 2000	$825		
		Subtotal for UTILITIES				$45,126	$43,775	$1,351	$0	$1,351		$2,140		
		Subtotal for LARGE CAP CORE - U S				$474,073	$447,374	$12,822	$13,873	$26,695		$12,995		

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CONSUMER DISCRETIONARY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
300 000	CA	MAGNA INTL INC CL A			33 310	$9,993	$10,032	($39)	$0	($39)	1 4400	$432		
		Subtotal for CONSUMER DISCRETIONARY				$9,993	$10,032	($39)	$0	($39)		$432		

CONSUMER STAPLES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
1,450 000	GB	AB FOODS LTD ADR			17 204	$24,945	$25,090	($145)	$0	($145)	3540	$513		
285 000	GB	IMPERIAL TOBACCO LT ADR			75 685	$21,570	$20,078	$1,492	$0	$1,492	3 0730	$875		
100 000	JP	AJINOMOTO INC ADR			120 094	$12,009	$11,706	$303	$0	$303	1 7690	$176		
1,300 000	NL	KON AHOLD ADR			13 507	$17,559	$16,424	$1,135	$0	$1,135	3480	$452		
550 000	NL	UNILEVER NV ADR			34 370	$18,903	$17,826	$1,077	$0	$1,077	1 0540	$579		
		Subtotal for CONSUMER STAPLES				$94,986	$91,124	$3,862	$0	$3,862		$2,595		

ENERGY

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
180 000	CN	SINOPEC/CHINA PETE&CHM ADR			105 050	$18,909	$18,688	$221	$0	$221	3 1630	$569		
400 000	FR	TOTAL SA ADR			51 110	$20,444	$19,564	$879	$0	$879	2 6950	$1,078		
775 000	IT	ENI S P A ADR			41 270	$31,984	$32,670	($686)	$0	($686)	2 0490	$1,587		
		Subtotal for ENERGY				$71,337	$70,922	$414	$0	$414		$3,234		

FINANCIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
1,000 000	AU	SUNCORP GROUP ADR			8 591	$8 591	$8,101	$490	$0	$490	3080	$308		
1,750 000	CN	CHINA CONSTRUCTION ADR			13 957	$24,424	$24,366	$58	$0	$58	5380	$941		
850 000	DE	ALLIANZ AKTIENGES ADR			9 595	$8,155	$8,087	$69	$0	$69	4830	$410		
1,500 000	DE	MUNICH RE GROUP ADR			12 304	$18,456	$17,615	$840	$0	$840	6190	$928		
1,150 000	GB	BARCLAYS PLC ADR			10 990	$12,638	$11,587	$1,051	$0	$1,051	3540	$407		
1,700 000	HK	WHARF HOLDINGS ADR			9 039	$15,366	$16,434	($1,068)	$0	($1,068)	2320	$394		
2,250 000	JP	SUMITOMO MITSUI FIN ADR			5 510	$12,397	$12,132	$265	$0	$265	2310	$519		
2,550 000	SE	NORDEA BK SWEDEN AB ADR			7 768	$19,808	$19,303	$505	$0	$505	3270	$833		
		Subtotal for FINANCIALS				$119,835	$117,625	$2,210	$0	$2,210		$4,740		

HEALTH CARE

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
250 000	DE	MERCK KGAA ADR			33 332	$8,333	$7,836	$497	$0	$497	3990	$99		
550 000	FR	SANOFI - ADR			36 540	$20,097	$18,123	$1,974	$0	$1,974	1 3230	$727		
500 000	IL	TEVA PHARM INDS LTD ADR			40 360	$20,180	$19,276	$903	$0	$903	7850	$392		
		Subtotal for HEALTH CARE				$48,610	$45,235	$3,374	$0	$3,374		$1,218		

INDUSTRIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
1,300 000	DE	DEUTSCHE POST AG ADR			15 422	$20,048	$19,451	$597	$0	$597	8990	$1,168		
800 000	ES	ABERTIS INFRAESTR ADR			8 010	$6,408	$5,911	$497	$0	$497	6550	$524		
3,750 000	JP	EAST JAPAN RAIL ADR			10 614	$39,802	$38,219	$1,583	$0	$1,583	1910	$716		
650 000	JP	ITOCHU CORP ADR			20 327	$13,212	$12,574	$638	$0	$638	5330	$346		
325 000	NL	KON PHILIP ELEC ADR			20 950	$6,808	$5,994	$814	$0	$814	9460	$307		
		Subtotal for INDUSTRIALS				$86,278	$82,149	$4,129	$0	$4,129		$3,061		

MATERIALS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
425 000	CA	BARRICK GOLD CORP			45 250	$19,231	$20,345	($1,115)	$0	($1,115)	4000	$170		
350 000	GB	BHP BILLITON PLC-ADR			58 390	$20,436	$19,705	$731	$0	$731	2 0200	$707		
125 000	NL	AKZO NOBEL NV ADR			48 499	$6,062	$5,525	$536	$0	$536	1 6700	$208		
		Subtotal for MATERIALS				$45,729	$45,575	$152	$0	$152		$1,085		

TELECOM SERVICES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
620 000	CN	CHINA TELECOM ADR			57 130	$35,420	$36,930	($1,510)	$0	($1,510)	9830	$609		
850 000	KR	SK TELECOM ADR			13 610	$11,568	$12,132	($564)	$0	($564)	7280	$618		
1,300 000	SE	TELE2 AB ADR			9 766	$12,695	$12,249	$446	$0	$446	3470	$451		
		Subtotal for TELECOM SERVICES				$59,683	$61,311	($1,628)	$0	($1,628)		$1,678		

UTILITIES

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
225 000	FR	GDF SUEZ ADR			27 417	$6,168	$5,706	$462	$0	$462	1 5010	$337		
300 000	GB	SSE PLC ADR			20 063	$6,018	$6,012	$6	$0	$6	1 1570	$347		
425 000	JP	TOKYO GAS LTD ADR			46 010	$19,554	$18,042	$1,512	$0	$1,512	9530	$405		
		Subtotal for UTILITIES				$31,740	$29,760	$1,980	$0	$1,980		$1,089		
		Subtotal for LARGE CAP CORE - NON U S				$568,191	$553,733	$14,454	$0	$14,454		$19,132		

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LARGE CAP STRATEGIES FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
172,461 219	US	OW LARGE CAP STRATEGIES FD			8 770	$1,512,484	$1,495,238	$17,246	$0	$17,246	0100	$1,724		
		Subtotal for LARGE CAP STRATEGIES FUNDS				$1,512,484	$1,495,238	$17,246	$0	$17,246		$1,724		
		Subtotal for LARGE CAP STRATEGIES				$1,512,484	$1,495,238	$17,246	$0	$17,246		$1,724		

[redacted] CAP

GLOBAL SMALL & MID CAP FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
166,054 830	US	OW GLOBAL SML & MID CAP FD			13 470	$2,236,758	$1,605,833	$0	$630,925	$630,925	0950	$15,775		
		Subtotal for GLOBAL SMALL & MID CAP FUNDS				$2,236,758	$1,605,833	$0	$630,925	$630,925		$15,775		
		Subtotal for GLOBAL SMALL & MID CAP				$2,236,758	$1,605,833	$0	$630,925	$630,925		$15,775		

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GLOBAL OPPORTUNITIES FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
337,466 992	US	OW GLOBAL OPPORTUNITIES FD			6 780	$2,288,026	$2,102,063	$0	$185,963	$185,963	3950	$133,299		
		Subtotal for GLOBAL OPPORTUNITIES FUNDS				$2,288,026	$2,102,063	$0	$185,963	$185,963		$133,299		
		Subtotal for GLOBAL OPPORTUNITIES				$2,288,026	$2,102,063	$0	$185,963	$185,963		$133,299		

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REAL RETURN FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
147,981 891	US	OW REAL RETURN FUND			9 300	$1,376,231	$1,321,784	($70,543)	$124,990	$54,447	2270	$33,591		
		Subtotal for REAL RETURN FUNDS				$1,376,231	$1,321,784	($70,543)	$124,990	$54,447		$33,591		
		Subtotal for REAL RETURN/COMMODITIES				$1,376,231	$1,321,784	($70,543)	$124,990	$54,447		$33,591		

[redacted]MENTS

HEDGE FUNDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
177,504 340	US	BTC CTF HEDGE FUND OF FDS			10 121	$1,796,521	$1,439,338	($34,645)	($52,301)	($86,947)	0000	$0		
		Subtotal for HEDGE FUNDS				$1,796,521	$1,439,338	($34,645)	($52,301)	($86,947)		$0		
		Subtotal for ALTERNATIVE INVESTMENTS				$1,796,521	$1,439,338	($34,645)	($52,301)	($86,947)		$0		

Base Currency	USD
[redacted]	RM

CASH

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
15 630	USD	Cash Available (9D2S06 USD-I)			1 000	$16	$16	$0	$0	$0				
		Subtotal for CASH				$16	$16	$0	$0	$0				

CASH EQUIVALENTS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
27,200 000	US	SEI GOVT II FUND #33 (9D2S06 USD-I)			1 000	$27,200	$27,200	$0	$0	$0	0001	$2		
		Subtotal for CASH EQUIVALENTS				$27,200	$27,200	$0	$0	$0		$2		
		Subtotal for CASH AND SHORT TERM				$27,216	$27,216	$0	$0	$0		$2		

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US GOVT AND AGENCY BONDS

Shares/					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
1,075,000 000	US	FEDERAL HOME LOAN BANK	4 875	12/14/2012	104 290	$1,121,117	$1,125,558	$0	($4,441)	($4,441)	4 875%	$52,406		
308,240 000	US	TSY INFLATION INDEX BOND Original Face = 250,000 000	1 875	07/15/2013	104 570	$322,326	$337,392	$0	($15,066)	($15,066)	1 875%	$5,779		
1,621,000 000	US	US TREASURY NOTES	2 750	12/31/2017	109 625	$1,777,021	$1,758,278	$18,743	$0	$18,743	2 750%	$44,577		
		Subtotal for US GOVT AND AGENCY BONDS				$3,220,464	$3,221,228	$18,743	($19,507)	($764)		$102,762		

TAXABLE MUNICIPAL BONDS

Shares					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
75,000 000	US	N Y ST DORM AUTH ST PIP	2 825	03/15/2016	105 412	$79,059	$73,881	$5,178	$0	$5,178	2 825%	$2,118		
		Subtotal for TAXABLE MUNICIPAL BONDS				**$79,059**	**$73,881**	**$5,178**	**$0**	**$5,178**		**$2,118**		

CORPORATE BONDS

Shares					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
30,000 000	US	GENERAL ELEC CAP CORP	5 250	10/19/2012	103 497	$31,049	$31,373	$0	($325)	($325)	5 250%	$1,575		
20,000 000	US	AMER EXPRESS CREDIT CO	7 300	08/20/2013	108 526	$21,705	$19,967	$0	$1,738	$1,738	7 300%	$1,460		
25,000 000	US	NOVARTIS CAPITAL CORP	4 125	02/10/2014	106 992	$26,748	$24,974	$0	$1,774	$1,774	4 125%	$1,031		
25,000 000	US	PROCTER & GAMBLE CO	3 500	02/15/2015	107 684	$26,921	$24,895	$0	$2,026	$2,026	3 500%	$875		
75,000 000	US	PFIZER INC	5 350	03/15/2015	113 119	$84,839	$83,135	$0	$1,704	$1,704	5 350%	$4,012		
75,000 000	US	TEXAS INSTRUMENT INC	2 375	05/16/2016	104 167	$78,125	$74,619	$3,506	$0	$3,506	2 375%	$1,781		
		Subtotal for CORPORATE BONDS				**$269,387**	**$258,963**	**$3,506**	**$6,917**	**$10,423**		**$10,734**		

INTERNATIONAL BONDS

Shares					Market		Tax Cost	Unrealized Gain/Loss			Est Income			
Face	COR	Description	CPN	Mat - Call	Price	Total	Total	Short	Long	Total	Rate	Total	PND	DNB
75,000 000	CA	CA ONTARIO (PROVINCE OF)	2 700	06/16/2015	104 736	$78,552	$74,965	$0	$3,586	$3,586	2 700%	$2,025		
		Subtotal for INTERNATIONAL BONDS				**$78,552**	**$74,965**	**$0**	**$3,586**	**$3,586**		**$2,025**		
		Subtotal for FIXED INCOME				**$3,647,462**	**$3,629,037**	**$27,427**	**($9,004)**	**$18,423**		**$117,639**		
		TOTAL ASSETS				**$17,113,039**	**$15,841,807**	**($67,565)**	**$894,660**	**$827,095**		**$340,951**		
		NET ACCOUNT				**$17,113,039**	**$15,841,807**	**($67,565)**	**$894,660**	**$827,095**		**$340,951**		

EDWARD T. BEDFORD FOUNDATION
TAX PERIOD ENDED 12/31/11
EIN 65-6164872
FORM 990-PF

Supplemental Schedule of Information

Part XV, Line 3, Contributions Paid During the Year *

Date	Description	Amount
05/13/2011	YOUTH TENNIS FOUNDATION OF FLORIDA PO BOX 49057 St. Petersburg, FL 33743-9057	$15,000 00
05/13/2011	YOUTH TENNIS FOUNDATION OF FLORIDA PO BOX 49057 St. Petersburg, FL 33743-9057	$15,000.00
05/13/2011	THE FIRST TEE OF NAPLES/COLLIER 1370 Creekside Boulevard Naples, FL 34108	$10,000.00
10/18/2011	YMCA OF SOUTH PALM BEACH COUNTY 6631 Palmetto Circle South Boca Raton, FL 33433	$25,000.00
10/18/2011	TENACITY 38 Everett Street Boston, MA 02134	$25,000.00
10/18/2011	NORWALK HOSPITAL FOUNDATION Maple Street Norwalk, CT 06856	$15,000.00
10/18/2011	PLACE OF HOPE 9078 Isaiah Lane Palm Beach Gardens, FL 33418	$25,000.00
10/18/2011	URBAN YOUTH IMPACT 2823 North Australian Avenue West Palm Beach, Florida 33407	$30,825.00
10/18/2011	LEGAL AID SOCIETY OF PALM BEACH 423 Fern St., Suite 200 West Palm Beach, Florida 33401	$25,000.00
10/18/2011	MALIVAI WASHINGTON KIDS FOUNDATION 1096 W. 6th Street Jacksonville, FL 32209	$30,000.00

10/18/2011	SCHOOL OF ARTS FOUNDATION, INC. P.O. Box 552 West Palm Beach, FL 33402-0552	$25,000.00
10/18/2011	THE ARMORY ART CENTER 1700 Parker Avenue West Palm Beach, FL 33401	$20,000.00
10/18/2011	MEALS ON WHEELS OF THE PALM BEACHES, INC. 3292 Shawnee Ave West Palm Beach, FL 33	$15,000 00
10/18/2011	NORWALK GRASSROOTS TENNIS 15 Eastwood Road Norwalk, CT 06851	$15,000.00
10/18/2011	YMCA OF THE PALM BEACHES 2085 South Congress Avenue West Palm Beach, FL 33406	$12,500.00
10/18/2011	INNERCITY TENNIS 4005 Nicollet Avenue Minneapolis, MN 55409	$25,000.00
10/20/2011	COMMUNITY FOUNDATION FOR PALM BEACH AND MARTIN COUNTIES 700 South Dixie Highway Suite 200 West Palm Beach, FL 33401	$100,000.00
10/27/2011	JUNIOR TENNIS CHAMPIONS CENTER 5200 Paint Branch Parkway College park, MD 20740	$40,000 00
12/16/2011	FLORIDA KEYS YOUTH SPORTS FOUNDATION 103900 Overseas Highway Key Largo FL. 33037	$10,000.00
12/16/2011	THE FIRST TEE MIAMI-DADE AMATEUR GOLF ASSOCIATION 1802 NW 37th Avenue Miami, FL 33125	$10,000.00
12/16/2011	THE FIRST TEE OF JACKSONVILLE 1157 MBO1 Golfair Boulevard Jacksonville, FL 32209	$10,000.00
12/16/2011	EDUCATION FOUNDATION OF COLLIER COUNTY 3606 Enterprise Avenue Naples,Florida 34104	$15,000 00
12/16/2011	JACOB'S LADDER, INC. 2405 Westwood Avenue, Suite 109 Richmond, VA 23230	$8,000.00

10/18/2011	NATIONAL ALLIANCE FOR YOUTH SPORTS 2050 Vista Parkway West Palm Beach, FL 33411-2718	$25,000.00
10/18/2011	STEAMBOAT SPRINGS FIGURE SKATING CLUB P.O. Box 771933 Steamboat Springs, CO 80477	$20,000.00
10/18/2011	COLORADO YOUTH TENNIS FOUNDATION Joan Birkland Pavilion at Gates Tennis Center 3300 E Bayaud Ave #201 Denver, CO 80209	$10,000.00
10/18/2011	UNITED STATES AIR FORCE ACADEMY ATHLETIC FOUNDATION 2168 Field House Drive USAFA, CA 80840-9500	$50,000.00
10/18/2011	VOLUSIA FLAGLER FAMILY YMCA 761 E. International Speedway Blvd. DeLand, FL 32724	$35,000.00
10/18/2011	YMCA OF CENTRAL FLORIDA 433 N. Mills Avenue Orlando, FL 32803	$25,000.00
10/18/2011	WESTPORT WESTON FAMILY Y 59 Post Road East Westport, CT 06880	$50,000.00
10/18/2011	NEW HOPE CHARITIES 7450 State Road 15 Pahokee, FL 33476	$25,000.00
10/18/2011	SHERIDAN HOUSE 1700 South Flamingo Road Davie, FL 33325	$50,000.00
10/18/2011	THE FIRST TEE OF BROWARD 3020 Northwest 33rd Avenue Lauderdale Lakes, FL 33311	$10,000.00
10/18/2011	THE FIRST TEE OF THE PALM BEACHES The Michael B. Finnegan Learning Center 7301 N Haverhill Road West Palm Beach, FL 33407	$10,000.00
10/18/2011	PERRY INSTITUTE FOR MARINE SCIENCE 100 N. US Highway 1, Suite 202 Jupiter, FL 33477	$25,000.00

12/16/2011	AUSTIN ATHLETIC SCHOLARSHIP Austin, TX Daytona Beach, FL 32124	$10,000.00
12/16/2011	YMCA OF THE PALMS 5450 YMCA Road Naples, FL 34109	$12,500.00
		878,825.00

*** *Contributions are made to these organizations to assist them in carrying out those activities for which they have been granted tax exempt status.***

EDWARD T. BEDFORD FOUNDATION
TAX PERIOD ENDED 12/31/11
EIN 65-6164872
FORM 990-PF

Supplemental Schedule of Information

Part VII-B, Statements Regarding Activities for Which Form 4720 may be required

Question 1a(4):

The Co-Trustees of the Foundation retained E.T. Bedford Davie, Jr., beginning July 1, 2010, as an independent contractor to assist them in carrying out the charitable purposes of the Foundation. Among other responsibilities, Mr. Davie has aided the Co-Trustees in their efforts to identify and profile potentially suitable charitable grantees of the Foundation; to gather relevant information regarding past, potential or current charitable grantees; to develop appropriate content for the Foundation website; and to prepare proposed instruments designed to systematize grant-making and oversight responsibilities, such as site visit evaluation forms and grantee reporting forms.

Code Section 4941(d) (2) (E) and Treas. Reg. Section 53.4941(d)-3(c) provide that the payment of compensation by a private foundation to a disqualified person for the performance of personal services, which are reasonable and necessary to carry out the exempt purpose of the private foundation shall not be an act of self-dealing if such compensation is not excessive.

Mr. Davie was compensated at a rate of $4,166 per month for the period January 1, 2011 through December 31, 2011.

Although the specific effort expended fluctuates over time based on the particular needs of the Co-Trustees, it is estimated that Mr. Davie typically devoted 20-25 hours per week to Foundation activities.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions
EDWARD T BEDFORD FOUNDATION
BESSEMER TRUST COMPANY OF FLORIDA

Employer identification number (EIN) or
☒ 65-6164872

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

Social security number (SSN)
☐

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
PALM BEACH, FL 33480

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

- The books are in the care of ▶ BESSEMER TRUST COMPANY OF FLORIDA 222 ROYAL PALM WAY - PALM BEACH, FL 33480

Telephone No. ▶ (561) 655-4030 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.

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

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

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

7 State in detail why you need the extension
INFORMATION NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 13,419.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 32,141.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

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

Signature ▶ BTF By: Title ▶ VP Date ▶ 8/10/12

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