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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation BENETO FOUNDATION		A Employer identification number 68-0397473
Number and street (or P.O. box number if mail is not delivered to street address) 4080 SEAPORT BLVD	Room/suite	B Telephone number (916) 677-0817
City or town, state, and ZIP code WEST SACRAMENTO, CA 95691		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,453,114.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		225,345.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		74,958.	74,958.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		77,176.			
b Gross sales price for all assets on line 6a		822,670.			
7 Capital gain net income (from Part IV, line 2)			77,176.		
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		7,227.	7,227.		STATEMENT 2
12 Total. Add lines 1 through 11		384,706.	159,361.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,225.	2,110.		0.
c Other professional fees					
17 Interest					
18 Taxes		3,916.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		102,409.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		110,550.	2,110.		0.
25 Contributions, gifts, grants paid		284,047.			284,047.
26 Total expenses and disbursements. Add lines 24 and 25		394,597.	2,110.		284,047.
27 Subtract line 26 from line 12		<9,891.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			157,251.		
c Adjusted net income (if negative, enter -0-)				N/A	

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		157,404.	309,735.	309,735.
	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		1,012.		
	10a	Investments - U.S. and state government obligations STMT 6		345,434.	3,112.	3,542.
	b	Investments - corporate stock STMT 7		994,031.	935,185.	1,093,539.
	c	Investments - corporate bonds STMT 8		288,472.	465,877.	500,905.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		471,021.	535,707.	545,393.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		2,257,374.	2,249,616.	2,453,114.	
Liabilities	17	Accounts payable and accrued expenses			2,133.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		10,000.	10,000.	
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		10,000.	12,133.		
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	25	Unrestricted		2,247,374.	2,237,483.	
	26	Temporarily restricted				
	26	Permanently restricted				
	27	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		2,247,374.	2,237,483.	
	31	Total liabilities and net assets/fund balances		2,257,374.	2,249,616.	

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	2,247,374.
2	Enter amount from Part I, line 27a	2	<9,891.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,237,483.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,237,483.

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 ATTACHED LONG TERM SALES	P	VARIOUS	VARIOUS
b SEE ATTACHED SHORT TERM SALES	P	VARIOUS	VARIOUS
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 674,470.		587,723.	86,747.
b 148,200.		157,771.	<9,571.>
c			
d			
e			

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

(i) FMV 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			86,747.
b			<9,571.>
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	77,176.
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	390,777.	2,471,049.	.158142
2009	318,450.	2,287,075.	.139239
2008	356,281.	2,825,338.	.126102
2007	513,771.	3,293,575.	.155992
2006	272,181.	3,245,094.	.083875

2 Total of line 1, column (d)	2	.663350
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	.132670
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,669,226.
5 Multiply line 4 by line 3	5	354,126.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,573.
7 Add lines 5 and 6	7	355,699.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	284,047.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	3,145.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
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	3,145.
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	3,145.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,585.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,585.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	560.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-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?		X
1b 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.BENETOINC.COM/FOUNDATION</u>	13	X	
14	The books are in care of ► <u>AMY MONROE</u> Telephone no ► <u>916 677-0817</u> Located at ► <u>4080 SEAPORT BLVD, WEST SACRAMENTO, CA</u> ZIP+4 ► <u>95691</u>			
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			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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

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?

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

6b

X

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
SEE STATEMENT 10		0.	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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,390,275.
b	Average of monthly cash balances	1b	319,599.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,709,874.
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	2,709,874.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,648.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,669,226.
6	Minimum investment return. Enter 5% of line 5	6	133,461.

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	133,461.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,145.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,145.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	130,316.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	130,316.
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	130,316.

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	284,047.
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	284,047.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	284,047.

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.

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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				130,316.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	114,961.			
b From 2007	353,588.			
c From 2008	218,390.			
d From 2009	205,526.			
e From 2010	269,157.			
f Total of lines 3a through e	1,161,622.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	284,047.			
a Applied to 2010, but not more than line 2a			0.	
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				130,316.
e Remaining amount distributed out of corpus	153,731.			
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	1,315,353.			
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				0.
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	114,961.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,200,392.			
10 Analysis of line 9				
a Excess from 2007	353,588.			
b Excess from 2008	218,390.			
c Excess from 2009	205,526.			
d Excess from 2010	269,157.			
e Excess from 2011	153,731.			

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

68-03971

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST JUDES CHILDRENS HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC CHARITY	CHILDRENS MEDICAL CARE	3,000.
MERCY FOUNDATION 3400 DATA DR RANCHO CORDOVA, CA 95670	NONE	PUBLIC CHARITY	COMMUNITY HEALTH SERVICES	50,000.
HEARTS AND HOOVES P.O. BOX 2175 NORTH HIGHLANDS, CA 95660	NONE	PUBLIC CHARITY	PROGRAM DONATION	1,000.
LOAVES AND FISHES P.O. BOX 2161 SACRAMENTO, CA 95812	NONE	PUBLIC CHARITY	MEAL AND SHELTER PROGRAMS	5,000.
PROJECT RIDE 8840 SOUTHSIDE AVE. ELK GROVE, CA 95624	NONE	PUBLIC CHARITY	TRAINING FOR DISADVANTAGE CHILDREN	7,500.
Total	SEE CONTINUATION SHEET(S)			284,047.
b Approved for future payment				
NONE				
Total				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) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	74,958.	
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			14	7,227.	
8 Gain or (loss) from sales of assets other than inventory					77,176.
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.		82,185.	77,176.
13 Total. Add line 12, columns (b), (d), and (e)				13	159,361.

(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)
1	PROVIDE FUNDS TO CHARITABLE ORGANIZATIONS
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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

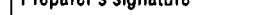
		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a 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.		

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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 instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee	5/15/12 Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DAVID G. HUME CPA		5/15/12		P01077623
	Firm's name ▶ HUME & COMPANY, INC. CPA'S			Firm's EIN ▶ 94-2840968	
	Firm's address ▶ 4080 SEAPORT BLVD WEST SACRAMENTO, CA 95691			Phone no 916 371-5252	

Form **990-PF** (2011)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

BENETO FOUNDATION

Employer identification number

68-0397473

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
BENETO FOUNDATION	68-0397473

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	STEPHEN BENETO 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	SPANDA INDUSTRIAL DEVELOPMENT CO. 7515 REESE ROAD SACRAMENTO, CA 95828	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	FUEL DELIVERY SERVICES 4895 S AIRPORT WAY STOCKTON, CA 95206	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	RAMOS OIL COMPANY 1550 HARBOR BLVD. W SACRAMENTO, CA 95691	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	JOHN R LAWSON ROCK AND OIL CO P.O. BOX 9899 FRESNO, CA 93793	\$ 30,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>6</u>	KEENAN ADVANTAGE GROUP 4895 DRESSLER RD NW CANTON, OH 44718	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
BENETO FOUNDATION	68-0397473

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	EAST BAY TIRE 2200 HUNTINGTON DRIVE FAIRFIELD, CA 94533	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	RANCO P.O. BOX 856 LAMAR, CO 81052	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	ANDREINI & COMPANY 220 W. 20TH STREET SAN MATEO, CA 94403	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	CARTEL TRANSPORT LLC P.O. BOX 96 FIREBAUGH, CA 93622	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	CUMMINS WEST 14775 WICKS BLFD. SAN LEANDRO, CA 94577	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	POLAR TANK TRAILER LLC 12810 COUNTRY RD. 17 HOLDINGFORD, MN 56340	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

BENETO FOUNDATION

68-0397473

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	COW CAMP CARIDADES P.O. BOX 9 SAN JUAN CAPISTRANO, CA 92693	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
14	SACRAMENTO TRUCK CENTER 100 OPPORTUNITY STREET SACRAMENTO, CA 95838	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

BENETO FOUNDATION

68-0397473

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
BENETO FOUNDATION	68-0397473

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV. Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SHRINERS HOSPITAL 2425 STOCKTON BLVD SACRAMENTO, CA 95817	NONE	PUBLIC CHARITY	CHILDRENS HEALTH CARE - SACRAMENTO ONLY	25,000.
ST VINCENT DE PAUL 50 N B STREET SAN MATEO, CA 94401	NONE	RELIGIOUS CHARITY	PROGRAM CONTRIBUTION	5,000.
SALVATION ARMY 1722 J STREET, SUITE 19 SACRAMENTO, CA 95814	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	40,000.
OKIZU FOUNDATION 16 DIGITAL DR NOVATO, CA 94949	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	2,000.
SCOTTISH RITE 6151 H STREET SACRAMENTO, CA 95819	NONE	PUBLIC CHARITY	CONTRIBUTION - SACRAMENTO ONLY	50,000.
EMQ FAMILIES FIRST 2100 FIFTH STREET DAVIS, CA 95616	NONE	PUBLIC CHARITY	CRISIS NURSERY DONATION	5,000.
CRISTO REY HIGH SCHOOL 6200 MCMAHON DRIVE SACRAMENTO, CA 95824	NONE	EDUCATION ORGANIZATION	PROGRAM CONTRIBUTION	5,000.
CHRISTIAN BROS. HIGH SCHOOL 4315 MARTIN LUTHER KING JR. BLVD SACRAMENTO, CA 95820	NONE	PUBLIC CHARITY	BUILDING FUND	20,000.
CRVA CHARITIES, INC. 815 UNIVERSITY AVE. SACRAMENTO, CA 95825	NONE	PUBLIC CHARITY	TOYS FOR TROOPS KIDS	5,000.
PLEASANT VALLEY GRANGE PO BOX 332 DIAMOND SPRINGS, CA 95619	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	2,000.
Total from continuation sheets				217,547.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PATHWAY CARING FOR CHILDREN 6370 WISE AVE NW NORTH CANTON, OH 44720	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	25,000.
DESERT ARC 73255 COUNTRY CLUB DR PALM DESERT, CA 95824	NONE	PUBLIC CHARITY	EVENT SPONSORSHIP	18,547.
CAL POLY AGRI-FAIR ENDOWMENT 1 GRAND AVE SAN LUIS OBISPO, CA 93410	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	2,000.
SPORTS AND WELLNESS 73255 COUNTRY CLUB DR PALM DESERT, CA 92260	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	5,000.
THE COWPOKE FOUNDATION 3270 TAYLOR RD LOOMIS, CA 95650	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	1,000.
THE BENSON CHRISTIAN TRAINING CENTER PO BOX 2190 BENSON, AZ 85602	NONE	PUBLIC CHARITY	PROGRAM CONTRIBUTION	1,000.
FRIENDS OF THE CALIFORNIA STATE FAIR PO BOX 15649 SACRAMENTO, CA 95852	NONE	PUBLIC CHARITY	GOLDEN BEAR SPONSORSHIP	5,000.
GRAND NATIONAL FOUNDATION 1143 CRANE ST, SUITE 200 MENLO PARK, CA 94025	NONE	PRIVATE FOUNDATION	BEEF EATERS OF AMERICA DONATION	1,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	74,958.	0.	74,958.
TOTAL TO FM 990-PF, PART I, LN 4	74,958.	0.	74,958.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH-MISCELLANEOUS	7,227.	7,227.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,227.	7,227.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,225.	2,110.		0.
TO FORM 990-PF, PG 1, LN 16B	4,225.	2,110.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	10.	0.		0.
FOREIGN TAXES PAID	686.	0.		0.
SECRETARY OF STATE	75.	0.		0.
FEDERAL TAXES	3,145.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,916.	0.		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	
SECURITIES SERVICE CHARGES	150.	0.			0.
EXPENSE FROM SPECIAL FUND RAISING EVENT	102,259.	0.			0.
TO FORM 990-PF, PG 1, LN 23	102,409.	0.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
GOVERNMENT SECURITIES	X		3,112.	3,542.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,112.	3,542.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,112.	3,542.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
CORPORATE STOCK	935,185.		1,093,539.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	935,185.		1,093,539.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	465,877.	500,905.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	465,877.	500,905.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	535,707.	545,393.
TOTAL TO FORM 990-PF, PART II, LINE 13		535,707.	545,393.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEPHEN T. BENETO 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	PRESIDENT 0.00	0.	0.	0.
DARLENE J. BENETO 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	BOARD MEMBER 0.00	0.	0.	0.
GENE HUME 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	BOARD MEMBER 0.00	0.	0.	0.
LUCILLE R. FRIDAY 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	BOARD MEMBER 0.00	0.	0.	0.
NINA PUCCI 4080 SEAPORT BLVD W SACRAMENTO, CA 95691	BOARD MEMBER 0.00	0.	0.	0.

BENETO FOUNDATION

68-0397473

PAUL MARCHI
4080 SEAPORT BLVD
W SACRAMENTO, CA 95691

BOARD MEMBER
0.00

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

BENETO FOUNDATION
68-0397473 YEAR ENDED 12/31/2011
LONG TERM GAINS (LOSSES)

Quantity	Security Description	DATE OF ACQUISITION'	SALES DATE	PROCEEDS	Cost or Other Basis	Gain (Loss)
25	APPLE INC	1/31/2008	10/28/2011	10,016.81	3,372.75	6,644.06
500	ARCH COAL INC	12/10/2008	9/9/2011	9,748.11	8,422.50	1,325.61
200	BANK OF AMERICA CORP	1/15/2008	5/19/2011	2,321.95	7,729.50	(5,407.55)
100	BANK OF AMERICA CORP	5/23/2008	5/19/2011	1,160.98	3,457.50	(2,296.52)
200	BANK OF AMERICA CORP	5/23/2008	5/19/2011	2,322.47	6,915.00	(4,592.53)
500	BANK OF AMERICA CORP	1/26/2009	5/19/2011	5,806.19	3,179.50	2,626.69
500	BANK OF AMERICA	4/22/2008	5/19/2011	13,117.49	12,500.00	617.49
750	BERKSHIRE HATHAWAY INC	6/24/2005	8/16/2011	53,147.72	41,589.34	11,558.38
101	BLACKROCK GLOBAL	7/19/2002	3/31/2011	2,029.09	1,186.75	842.34
899	BLACKROCK GLOBAL	1/9/2002	3/31/2011	18,060.91	11,678.01	6,382.90
100	CF INDS HLDGS INC	1/15/2009	3/7/2011	12,709.75	8,031.75	4,678.00
250	CHEVRON CORP	1/31/2006	3/7/2011	25,589.13	15,234.00	10,355.13
150	CHEVRON CORP	3/10/2009	11/3/2011	15,757.90	9,230.22	6,527.68
200	CONOCOPHILLIPS	3/31/2009	10/28/2011	14,342.22	8,072.00	6,270.22
250	EXXON MOBIL CORP COM	6/20/2008	3/7/2011	20,982.47	21,481.87	(499.40)
50	EXXON MOBIL CORP COM	6/20/2008	11/3/2011	3,857.16	4,296.38	(439.22)
50	EXXON MOBIL CORP COM	6/20/2008	11/3/2011	3,857.16	4,296.88	(439.72)
2500	FEDERATED MARKET	9/23/2003	5/3/2011	24,375.00	31,525.00	(7,150.00)
1	FEDERATED MARKET	12/29/2005	5/13/2011	9.62	12.70	(3.08)
1	FEDERATED MARKET	12/29/2006	5/13/2011	9.63	12.73	(3.10)
33	FEDERATED MARKET	9/29/2005	5/13/2011	317.79	445.50	(127.71)
94	FEDERATED MARKET	12/30/2003	5/13/2011	905.21	1,208.84	(303.63)
114	FEDERATED MARKET	12/28/2006	5/13/2011	1,097.82	1,447.80	(349.98)
437	FEDERATED MARKET	11/17/2005	5/13/2011	4,208.31	5,493.09	(1,284.78)
38	FEDERATED MARKET	12/28/2005	5/13/2011	365.94	480.70	(114.76)
1	FEDERATED MARKET	3/29/2006	5/13/2011	9.62	12.56	(2.94)
38	FEDERATED MARKET	3/28/2006	5/13/2011	365.94	477.66	(111.72)
80	FEDERATED MARKET	3/28/2007	5/13/2011	770.40	1,009.60	(239.20)
86	FEDERATED MARKET	6/28/2007	5/13/2011	828.18	1,044.90	(216.72)
1	FEDERATED MARKET	11/18/2005	5/13/2011	9.63	12.55	(2.92)
90	FEDERATED MARKET	6/28/2006	5/13/2011	866.70	1,179.00	(312.30)
78	FEDERATED MARKET	9/28/2006	5/13/2011	751.14	988.26	(237.12)
40	FEDERATED MARKET	6/29/2005	5/13/2011	385.20	530.40	(145.20)
104	FEDERATED MARKET	12/28/2004	5/13/2011	1,001.52	1,359.28	(357.76)
1	FEDERATED MARKET	12/31/2007	5/13/2011	9.63	12.14	(2.51)
35	FEDERATED MARKET	9/30/2008	5/13/2011	337.05	409.85	(72.80)
1	FEDERATED MARKET	3/31/2008	5/13/2011	9.63	12.36	(2.73)
124	FEDERATED MARKET	11/17/2004	5/13/2011	1,194.12	1,638.04	(443.92)
48	FEDERATED MARKET	3/28/2008	5/13/2011	462.24	593.76	(131.52)
1	FEDERATED MARKET	10/1/2008	5/13/2011	9.63	11.66	(2.03)
190	FEDERATED MARKET	12/30/2008	5/13/2011	1,829.71	1,955.10	(125.39)
76	FEDERATED MARKET	12/28/2007	5/13/2011	731.88	920.36	(188.48)

BENETO FOUNDATION
68-0397473 YEAR ENDED 12/31/2011
LONG TERM GAINS (LOSSES)

8	FEDERATED MARKET	3/30/2009	5/13/2011	77.04	87.76	(10.72)
41	FEDERATED MARKET	3/30/2005	5/13/2011	394.83	535.46	(140.63)
1	FEDERATED MARKET	12/30/2009	5/13/2011	9.63	10.19	(0.56)
116	FEDERATED MARKET	12/29/2009	5/13/2011	1,117.08	1,185.52	(68.44)
144	FEDERATED MARKET	11/17/2005	5/13/2011	1,386.72	1,810.08	(423.36)
1	FEDERATED MARKET	3/31/2009	5/13/2011	9.63	10.86	(1.23)
44	FEDERATED MARKET	9/28/2004	5/13/2011	423.72	579.48	(155.76)
44	FEDERATED MARKET	6/29/2004	5/13/2011	423.72	560.12	(136.40)
44	FEDERATED MARKET	3/30/2004	5/13/2011	423.72	572.44	(148.72)
34	FEDERATED MARKET	9/28/2007	5/13/2011	327.42	413.44	(86.02)
66	FEDERATED MARKET	10/1/2003	5/13/2011	635.58	803.88	(168.30)
32	FEDERATED MARKET	9/23/2003	5/13/2011	308.16	403.52	(95.36)
1	FEDERATED MARKET	10/1/2007	5/13/2011	9.63	12.17	(2.54)
37	FEDERATED MARKET	6/30/2008	5/13/2011	356.31	462.50	(106.19)
5000	CD FIRSTBANK OF PR	10/1/2009	9/20/2011	5,044.05	5,000.00	44.05
250	GENZYME CORPORATION	1/10/2000	4/7/2011	18,896.53	6,180.62	12,715.91
100	GOODRICH CORPORATION	6/11/2008	9/20/2011	11,068.79	5,439.75	5,629.04
200	GOODRICH CORPORATION	6/11/2008	10/28/2011	24,343.33	10,879.50	13,463.83
150	NEWMONT MINING CORP	9/8/2006	11/3/2011	10,129.15	7,320.75	2,808.40
100	OCCIDENTAL PETE CORP CAL	1/18/2007	10/28/2011	9,656.81	4,445.20	5,211.61
50	OCCIDENTAL PETE CORP CAL	1/18/2007	10/28/2011	4,825.91	2,223.10	2,602.81
500	PFIZER INC	10/26/2004	11/3/2011	9,803.56	14,356.00	(4,552.44)
100	POTASH CORP SASKATCHEWAN	10/17/2008	3/7/2011	5,784.89	2,423.85	3,361.04
50	PRAXAIR INC	1/29/2003	11/3/2011	5,013.90	1,358.44	3,655.46
100	PRAXAIR INC	1/29/2003	11/3/2011	10,029.81	2,716.38	7,313.43
500	RBS CAP FDG TR VII	5/17/2006	10/31/2011	5,808.88	11,450.31	(5,641.43)
400	RBS CAP FDG TR VII	7/21/2004	10/31/2011	4,647.11	9,403.20	(4,756.09)
100	RBS CAP FDG TR VII	7/21/2004	10/31/2011	1,161.77	2,354.80	(1,193.03)
1000	TECO ENERGY INC	4/18/2006	9/9/2011	17,270.16	16,658.00	612.16
45000	U.S. TRSY INFLATION NOTE	9/19/2006	8/11/2011	57,807.51	50,397.02	7,410.49
55000	U.S. TRSY INFLATION NOTE	3/22/2010	8/11/2011	70,653.64	66,283.33	4,370.31
50000	U.S. TRSY INFLATION NTE	4/1/2009	7/15/2011	54,855.58	53,450.52	1,405.06
50000	U.S. TRSY INFLATION NTE	2/2/2009	7/15/2011	54,857.62	52,451.38	2,406.24
200	YAHOO INC	9/5/2007	10/28/2011	3,258.34	4,894.40	(1,636.06)
125	YAHOO INC	9/5/2007	10/28/2011	2,036.46	3,059.00	(1,022.54)
8	YAHOO INC	9/5/2007	10/28/2011	130.33	195.78	(65.45)
500	YAHOO INC	10/29/2009	10/28/2011	8,145.85	8,049.90	95.95
37	YAHOO INC	9/5/2007	10/28/2011	602.79	905.47	(302.68)
130	YAHOO INC	9/5/2007	10/28/2011	2,117.91	3,181.36	(1,063.45)
500	YAMANA GOLD INC	2/11/2009	11/29/2011	7,741.90	4,543.65	3,198.25
15000	CALIFORNIA HSG FIN AGY	10/9/2009	2/1/2011	5,351.04	5,351.04	-
5000	CALIFORNIA HSG FIN AGY	10/9/2009	8/1/2011	1,834.07	1,834.07	-
	TOTALS			\$ 674,469.93	\$ 587,722.03	\$ 86,747.90

Beneto Foundation

YEAR END 12/31/2011 68-0397473 SHORT TERM SALES

Quantity	Security Description	DATE ACQUIRED	SALE DATE	PROCEEDS	Cost or Other Basis	Gain (Loss)
200	CATERPILLAR INC DEL	8/17/2011	10/28/2011	19,277.65	17,622.08	1,655.57
1000	RBS CAP FDG TR VII	2/22/2011	10/31/2011	11,617.79	15,460.00	(3,842.21)
300	WHITING PETROLEUM CORP	7/15/2011	10/28/2011	14,644.52	17,558.25	(2,913.73)
100	WHITING PETROLEUM CORP	7/15/2011	10/28/2011	4,885.75	5,853.75	(968.00)
100	WHITING PETROLEUM CORP	7/15/2011	10/28/2011	4,885.74	5,852.75	(967.01)
50000	CALIFORNIA HSG FIN AGY	10/25/2010	2/1/2011	50,000.00	49,875.00	125.00
100	CISCO SYSTEMS INC COM	12/14/2010	11/3/2011	1,788.83	1,980.40	(191.57)
400	CISCO SYSTEMS INC COM	12/14/2010	11/3/2011	7,153.86	7,921.60	(767.74)
0.188	FEDERATED MARKET	12/29/2010	5/13/2011	1.81	1.82	(0.01)
188	FEDERATED MARKET	12/29/2010	5/13/2011	1,810.46	1,814.19	(3.73)
1	FEDERATED MARKET	12/29/2010	5/13/2011	9.63	9.95	(0.32)
500	MICRON TECHNOLOGY INC	6/30/2010	3/7/2011	5,381.65	4,469.20	912.45
300	MICRON TECHNOLOGY INC	6/23/2010	3/7/2011	3,228.98	3,015.60	213.38
200	MICRON TECHNOLOGY INC	6/23/2010	3/7/2011	2,152.16	2,010.40	141.76
300	VANGUARD MSCI EMERGING	7/20/2011	10/28/2011	12,816.95	14,595.54	(1,778.59)
200	VANGUARD MSCI EMERGING	7/20/2011	10/28/2011	8,544.13	9,730.36	(1,186.23)
	TOTALS			\$ 148,199.91	\$ 157,770.89	\$ (9,570.98)