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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2011

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

OLYMPIA TUMWATER FOUNDATION
P.O. BOX 4098
TUMWATER, WA 98501-0098

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method Cash Accrual
 Other (specify) _____

► \$ 8,239,198. (Part I, column (d) must be on cash basis)

A Employer identification number
91-0741161

B Telephone number (see the instructions)
(360) 943-2550

C If exemption application is pending, check here ►

D **1** Foreign organizations, check here ►
2 Foreign organizations meeting the 85% test, check here and attach computation ►

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

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

REVENUE NOV 27 2012 SCANNED ADMINISTRATIVE AND EXPENSES	Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		1 Contributions, gifts, grants, etc, received (att sch)	216,789.		
	2 Ck ► <input type="checkbox"/> if the found is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	215,486.	215,486.	215,486.	
	5a Gross rents b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 1a b Gross sales price for all assets on line 1a	68,052.			
	7 Capital gain net income (from Part IV, line 2)		68,052.		
	8 Net short-term capital gain			40,984.	
	9 Income modifications				
	10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit (loss) (att sch)				
	11 Other income (attach schedule)	29,366.	29,366.	29,366.	
	SEE STATEMENT 1	529,693.	312,904.	285,836.	
	12 Total. Add lines 1 through 11				
	13 Compensation of officers, directors, trustees, etc	79,743.			79,743.
	14 Other employee salaries and wages	92,917.			92,917.
	15 Pension plans, employee benefits	6,349.			6,349.
	16a Legal fees (attach schedule) b Accounting fees (attach sch) SEE ST 2 c Other prof fees (attach sch) SEE ST 3	5,690.			5,690.
	17 Interest	44,062.	44,062.	44,062.	
	18 Taxes (attach schedule)(see instrs) SEE STM 4	32,792.			32,792.
	19 Depreciation (attach sch) and depletion	35,630.			
	20 Occupancy				
	21 Travel, conferences, and meetings	642.			172.
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	231,544.	27,224.	27,224.	204,320.
	24 Total operating and administrative expenses. Add lines 13 through 23	529,369.	71,286.	71,286.	421,983.
	25 Contributions, gifts, grants paid PART XV	88,032.			88,032.
	26 Total expenses and disbursements. Add lines 24 and 25	617,401.	71,286.	71,286.	510,015.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	-87,708.	241,618.		214,550.

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing		69,107.	57,891.	57,891.
	2 Savings and temporary cash investments				
	3 Accounts receivable	►			
	Less: allowance for doubtful accounts	►			
	4 Pledges receivable	►			
	Less: allowance for doubtful accounts	►			
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	Less: allowance for doubtful accounts	►			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		4,536.	8,041.	8,041.
	10a Investments – U S and state government obligations (attach schedule)	STATEMENT 6	1,638,960.	1,229,756.	1,296,412.
	b Investments – corporate stock (attach schedule)	STATEMENT 7	4,206,730.	4,319,967.	4,682,549.
	c Investments – corporate bonds (attach schedule)	STATEMENT 8	1,233,634.	1,422,475.	1,444,884.
	11 Investments – land, buildings, and equipment: basis	►			
	Less: accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis	► 1,442,496.			
	Less accumulated depreciation (attach schedule)	SEE STMT 9 ► 848,926.	570,582.	593,570.	593,570.
	15 Other assets (describe ► SEE STATEMENT 10)		154,858.	155,851.	155,851.
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I.)		7,878,407.	7,787,551.	8,239,198.
LIABILITIES	17 Accounts payable and accrued expenses		5,039.		
	18 Grants payable		65,748.	66,415.	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► SEE STATEMENT 11)		172,996.	174,220.	
	23 Total liabilities (add lines 17 through 22)		243,783.	240,635.	
NET FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► <input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		7,634,624.	7,546,916.	
	30 Total net assets or fund balances (see instructions)		7,634,624.	7,546,916.	
	31 Total liabilities and net assets/fund balances (see instructions)		7,878,407.	7,787,551.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	7,634,624.
2 Enter amount from Part I, line 27a	2	-87,708.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3.	4	7,546,916.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	7,546,916.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a CHARLES SCHWAB ACCT #61859311			P	VARIOUS	VARIOUS
b CHARLES SCHWAB ACCT #61859311			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 1,592,827.		1,551,843.	40,984.		
b 875,035.		847,967.	27,068.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a				40,984.	
b				27,068.	
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	68,052.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	40,984.	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	671,823.	7,356,256.	0.091327
2009	577,904.	6,646,869.	0.086944
2008	656,654.	7,365,291.	0.089155
2007	656,456.	8,374,598.	0.078387
2006	741,778.	8,129,683.	0.091243

2 Total of line 1, column (d)

2 0.437056

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.087411

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 7,492,734.

5 Multiply line 4 by line 3

5 654,947.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 2,416.

7 Add lines 5 and 6

7 657,363.

8 Enter qualifying distributions from Part XII, line 4

8 510,015.

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

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	13	X
14	The books are in care of ► JOHN FREEDMAN Located at ► P.O. BOX 4098 TUMWATER WA	Telephone no. ► (360) 943-2550 ZIP + 4 ► 98501-0098	
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 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
1b	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
1c	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 ► 20__, 20__, 20__, 20__.	<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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__, 20__, 20__, 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)		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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		79,743.	0.	0.

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

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

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

> 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

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

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.

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3 ► **0.**

Total. Add lines 1 through 3 ► 0.

BAA

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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	7,537,047.
1b	63,501.
1c	6,289.
1d	7,606,837.
1e	0.
2	0.
3	7,606,837.
4	114,103.
5	7,492,734.
6	374,637.

b Average of monthly cash balances
 c Fair market value of all other assets (see instructions)
 d **Total** (add lines 1a, b, and c)
 e Reduction claimed for blockage or other factors reported on lines 1a and 1c
 (attach detailed explanation)

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
 (for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

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 N/A

2a Tax on investment income for 2011 from Part VI, line 5

1	
2a	
2b	
2c	
3	
4	
5	
6	
7	

b Income tax for 2011. (This does not include the tax from Part VI)

c Add lines 2a and 2b

3 Distributable amount before adjustments Subtract line 2c from line 1

4 Recoveries of amounts treated as qualifying distributions

5 Add lines 3 and 4

6 Deduction from distributable amount (see instructions)

7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

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	510,015.
1b	
2	
3a	
3b	
4	510,015.
5	
6	510,015.

b Program-related investments – total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3 Amounts set aside for specific charitable projects that satisfy the

a Suitability test (prior IRS approval required)

b Cash distribution test (attach the required schedule)

4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.
 Enter 1% of Part I, line 27b (see instructions)

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

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)

N/A

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

BAA

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

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	<input checked="" type="checkbox"/> 4942(j)(3) or			4942(j)(5)																																			
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	<table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th></th> </tr> <tr> <th>(a) 2011</th> <th>(b) 2010</th> <th>(c) 2009</th> <th>(d) 2008</th> <th>(e) Total</th> </tr> </thead> <tbody> <tr> <td>214,550.</td> <td>276,946.</td> <td>146,406.</td> <td>161,675.</td> <td>799,577.</td> </tr> <tr> <td>182,368.</td> <td>235,404.</td> <td>124,445.</td> <td>137,424.</td> <td>679,641.</td> </tr> <tr> <td>510,015.</td> <td>676,973.</td> <td>579,626.</td> <td>658,556.</td> <td>2,425,170.</td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td>0.</td> </tr> <tr> <td>510,015.</td> <td>676,973.</td> <td>579,626.</td> <td>658,556.</td> <td>2,425,170.</td> </tr> </tbody> </table>				Tax year	Prior 3 years				(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total	214,550.	276,946.	146,406.	161,675.	799,577.	182,368.	235,404.	124,445.	137,424.	679,641.	510,015.	676,973.	579,626.	658,556.	2,425,170.					0.	510,015.	676,973.	579,626.	658,556.	2,425,170.
Tax year	Prior 3 years																																						
(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total																																			
214,550.	276,946.	146,406.	161,675.	799,577.																																			
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				0.																																			
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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 organization 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 13

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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
<i>a Paid during the year</i> SEE STATEMENT 14				
Total				► 3a 88,032.
<i>b Approved for future payment</i> SEE STATEMENT 15				
Total				► 3b 58,500.
BAA				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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					
4 Dividends and interest from securities			14	215,486.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	68,052.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISCELLANEOUS			1	2,142.	
b RENTAL INCOME			16	27,224.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)	1	312,904.			
13 Total. Add line 12, columns (b), (d), and (e)	13	312,904.			

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
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		

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

**Sign
Here**

**Paid
Preparer
Use Only**

Signature of officer or trustee		Date	Title		this return with the preparer shown below (see instructions)?	
<i>Neil E. Woody</i>		11-12-12	<i>BOA TCO 82121283</i>		<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN	
NEIL E. WOODY, CPA		<i>Neil E. Woody CPA</i>	11-12-12		P01236759	
Firm's name ► MCSWAIN AND COMPANY, PS		Firm's EIN ► 91-1706316				
Firm's address ► 222 N. CAPITOL WAY, SUITE 108 OLYMPIA, WA 98501		Phone no 360-357-9304				

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

OMB No 1545-0047

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

2011

Name of the organization

OLYMPIA TUMWATER FOUNDATION

Employer identification number

91-0741161

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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 foundation

Check 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 (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)

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990,
990EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

OLYMPIA TUMWATER FOUNDATION

Employer identification number

91-0741161

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THEODORE AND RUTH SCHMIDT TRUST PO BOX 2 OLYMPIA, WA 98507	\$ 82,664.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	ANGELA J BOWEN CONSERVANCY 1010 ROGERS STREET SW OLYMPIA, WA 98502	\$ 86,182.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	JAMES HAIGHT 2821 ORANGE STREET SE OLYMPIA, WA 98501	\$ 20,200.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	THE COMMUNITY FOUNDATION 212 UNION AVENUE SE, SUITE 102 OLYMPIA, WA 98501	\$ 8,000.	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)

Name of organization

OLYMPIA TUMWATER FOUNDATION

Employer identification number

91-0741161

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
2	EROSION CONTROL AND WATER FALL REPAIR	\$ 86,182.	VARIOUS
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Name of organization

NAME OF ORGANIZATION

Employer identification number
91-0741161

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 cols (a) through (e) and the following line entries.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions) . ► \$ **N/A**
Use duplicate copies of Part III if additional space is needed.

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FEDERAL STATEMENTS

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OLYMPIA TUMWATER FOUNDATION

91-0741161

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS RENTAL INCOME	\$ 2,142. 27,224.	2,142. 27,224.	\$ 2,142. 27,224.
TOTAL	\$ 29,366. \$ 29,366.	\$ 29,366. \$ 29,366.	\$ 29,366. \$ 29,366.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 5,690. \$ 5,690.	\$ 0. \$ 0.	\$ 0. \$ 0.	\$ 5,690. \$ 5,690.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	\$ 44,062. \$ 44,062.	\$ 44,062. \$ 44,062.	\$ 44,062. \$ 44,062.	\$ 0. \$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	\$ 4,879. 27,913.			\$ 4,879. 27,913.
PROPERTY TAXES	\$ 32,792. \$ 32,792.	\$ 0. \$ 0.	\$ 0. \$ 0.	\$ 32,792. \$ 32,792.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVERTISING	\$ 1,343.			\$ 1,343.
COMPUTER EXPENSE	3,923.			3,923.
CREDIT CARD FEES	805.			805.
DONATED MATERIALS AND SUPPLIES	92,369.			92,369.
DUES	1,122.			1,122.
INSURANCE	11,054.			11,054.
JANITORIAL	3,637.			3,637.
LAUNDRY AND UNIFORMS	1,874.			1,874.
LOSS FROM EMBEZZLEMENT	13,370.			13,370.
MEETING EXPENSE	602.			602.
MISCELLANEOUS	12,555.			12,555.
OFFICE SUPPLIES	6,268.			6,268.
POSTAGE	623.			623.
RENTAL EXPENSES TO OFFSET INCOME		\$ 27,224.	\$ 27,224.	-27,224.
REPAIRS AND MAINTENANCE	28,793.			28,793.
SECURITY	18,803.			18,803.
SPRAYING AND FERTILIZER	3,350.			3,350.
SUPPLIES	3,883.			3,883.
TELEPHONE	3,651.			3,651.
UTILITIES	19,830.			19,830.
VEHICLE EXPENSE	2,631.			2,631.
WEBSITE	1,058.			1,058.
TOTAL	\$ 231,544.	\$ 27,224.	\$ 27,224.	\$ 204,320.

STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

<u>U. S. GOVERNMENT OBLIGATIONS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCWAB ACCT #61859311	COST	\$ 1,229,756.	\$ 1,296,412.
		\$ 1,229,756.	\$ 1,296,412.
		TOTAL <u>\$ 1,229,756.</u>	\$ 1,296,412.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCWAB ACCT #61859311	COST	\$ 4,319,967.	\$ 4,682,549.
	TOTAL <u>\$ 4,319,967.</u>	\$ 4,682,549.	

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CHARLES SCHWAB ACCT #61859311	COST	\$ 1,422,475.	\$ 1,444,884.
	TOTAL	<u>\$ 1,422,475.</u>	<u>\$ 1,444,884.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
MISCELLANEOUS	\$ 1,442,496.	\$ 848,926.	\$ 593,570.	\$ 593,570.
TOTAL	<u>\$ 1,442,496.</u>	<u>\$ 848,926.</u>	<u>\$ 593,570.</u>	<u>\$ 593,570.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
EMPLOYEE BENEFIT PLANS	\$ 155,851.	\$ 155,851.
TOTAL	<u>\$ 155,851.</u>	<u>\$ 155,851.</u>

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

PAYROLL TAXES PAYABLE	\$ 5,681.
ADVANCE RENTAL DEPOSITS	12,688.
EMPLOYEE BENEFIT PLANS	155,851.
TOTAL	<u>\$ 174,220.</u>

OLYMPIA TUMWATER FOUNDATION

91-0741161

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JACALYN TOBOSA PO BOX 4098 TUMWATER, WA 98501	EXECUTIVE DIR. 40.00	\$ 36,589.	\$ 0.	\$ 0.
DR ANGELA BOWEN 1010 SW ROGERS STREET OLYMPIA, WA 98502	TRUSTEE 1.00	0.	0.	0.
DR JAMES BREMNER 2103 HARRISON AVENUE NW #719 OLYMPIA, WA 98502	PRESIDENT 2.00	0.	0.	0.
MIMI FIELDING 1902 SULLIVAN DRIVE GIG HARBOR, WA 98335	TRUSTEE 1.00	0.	0.	0.
JAMES HAIGHT 2821 ORANGE STREET SE OLYMPIA, WA 98501	SEC/TREASURER 2.00	0.	0.	0.
JOHN HEELAN 4206 FOREST PARK STREET NW OLYMPIA, WA 98502	TRUSTEE 1.00	0.	0.	0.
DR ROY HEYNDERICKX 5300 PACIFIC AVENUE SE LACEY, WA 98503	TRUSTEE 1.00	0.	0.	0.
KATIE HURLEY 3530 33RD WAY NW OLYMPIA, WA 98502	TRUSTEE 1.00	0.	0.	0.
WILLIAM JACOBS 3023 SHERWOOD DRIVE SE OLYMPIA, WA 98501	PRESIDENT ELECT 2.00	0.	0.	0.
DANIEL O'NEILL PO BOX 4128 TUMWATER, WA 98501	PAST PRESIDENT 2.00	0.	0.	0.
DREW PHILLIPS PO BOX 11489 OLYMPIA, WA 98508	VICE PRESIDENT 2.00	0.	0.	0.
PETER SCHMIDT 3300 MERIDIAN AVENUE N #411 SEATTLE, WA 98103	TRUSTEE 1.00	0.	0.	0.

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FEDERAL STATEMENTS

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OLYMPIA TUMWATER FOUNDATION

91-0741161

STATEMENT 12 (CONTINUED)

FORM 990-PF, PART VIII, LINE 1

LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPENSATION	CONTRIBUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JOHN FREEDMAN PO BOX 4098 TUMWATER, WA 98501	EXECUTIVE DIR. 40.00	\$ 43,154.	\$ 0.	\$ 0.
FRED GENTRY 910 LAKERIDGE WAY SW OLYMPIA, WA 98502	TRUSTEE 1.00	0.	0.	0.
BLAKE LINDSKOG 201 5TH AVENUE SW OLYMPIA, WA 98507	TRUSTEE 1.00	0.	0.	0.
TOTAL \$ 79,743. \$ 0. \$ 0.				

STATEMENT 13

FORM 990-PF, PART XV, LINE 2A-D

APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: SCHOLARSHIP PROGRAM
 NAME: OLYMPIA TUMWATER FOUNDATION
 CARE OF: JOHN FREEDMAN
 STREET ADDRESS: P.O. BOX 4098
 CITY, STATE, ZIP CODE: TUMWATER, WA 98501-0098
 TELEPHONE: (360) 943-2550
 FORM AND CONTENT: COPIES ATTACHED-APPLICATION FORM
 SUBMISSION DEADLINES: MAY 1 OF EACH YEAR
 RESTRICTIONS ON AWARDS: SEE ATTACHED-STUDENT LETTER DESCRIBING REQUIREMENTS

STATEMENT 14

FORM 990-PF, PART XV, LINE 3A

RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ANIKA ENGELS 1218 WICKIE PLACE SE TUMWATER, WA 98501	NONE	NONE	SCHOLARSHIP	\$ 2,500.
ALEXANDRA KAMENZ 3810 STIKES DRIVE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.

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FEDERAL STATEMENTS

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OLYMPIA TUMWATER FOUNDATION

91-0741161

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
STEPHANIE PARK 3893 STIKES DRIVE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	\$ 2,500.
TARIQ JABAIDI 4826 43RD LANE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.
VANESSA CARRILLO 1328 LAREDO DRIVE SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750.
ELIZABETH JACKSON 7923 6TH AVENUE SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750.
KEVIN QUINN 4407 GREEN COVE NW OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	1,750.
ASHAYET ROACH 6648 STEAVER DRIVE SE LACEY, WA 98513	NONE	NONE	SCHOLARSHIP	1,750.
JARON WILLIAMS 8947 WENDY DRIVE SE OLYMPIA, WA 98513	NONE	NONE	SCHOLARSHIP	1,750.
SARAH BJORKLUND 3610 COOPER CREST DRIVE NW OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	1,250.
SARAH GABEL 4707 25TH AVENUE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	1,250.
MELISSA AYRES 4304 CLEARWATER COURT SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	1,000.
NICHOLAS BARR 5712 CRYSTAL COURT SE LACEY, WA 98513	NONE	NONE	SCHOLARSHIP	1,000.
PAT CARROLL 2601 CEDAR HILLS COURT SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	1,000.
SARAH SANCHEZ 548 PARK AVENUE E TENINO, WA 98589	NONE	NONE	SCHOLARSHIP	1,000.

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
JON SCHOLD 2335 48TH AVENUE SW TUMWATER, WA 98501	NONE	NONE	SCHOLARSHIP	\$ 1,000.
JAELLA LEVIEEN 15917 QUAIL MEADOWS COURT SE YELM, WA 98597	NONE	NONE	SCHOLARSHIP	2,500.
ASHLEY YATES 5513 CRANEY COURT SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.
SOUTH PUGET SOUND CC 2011 MOTTMAN ROAD SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	5,000.
CHILD CARE ACTION COUNCIL PO BOX 446 OLYMPIA, WA 98507	NONE	NONE	GRANT	1,557.
HANDS ON CHILDREN'S MUSEUM 106 11TH AVENUE SW OLYMPIA, WA 98501	NONE	NONE	GRANT	2,770.
ROCHESTER PRIMARY SCHOOL PO BOX 457 ROCHESTER, WA 98579	NONE	NONE	GRANT	1,855.
TRENT ALSIN 4345 81ST AVENUE SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	2,500.
VALKRIE BENSON 2232 KEMPTON STREET SE OLYMPIA, WA 98501	NONE	NONE	SCHOLARSHIP	1,250.
JOSEPHA BURKE 8238 11TH COURT SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750.
HANUL CHOI 2800 LIMITED LANE NW #M-1 OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	2,500.
BRANDON GALANG 1215 MOUNTAIN AIRE WAY SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.
ALYSSA HANCOCK 6821 11TH AVENUE NE LACEY, WA 98516	NONE	NONE	SCHOLARSHIP	1,250.

STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SAMANTHA HURIAVI 9920 168TH AVENUE SW OLYMPIA, WA 98579	NONE	NONE	SCHOLARSHIP	\$ 1,250.
KATHERINE KOOI 7810 ZANGLE ROAD NE OLYMPIA, WA 98506	NONE	NONE	SCHOLARSHIP	2,500.
ANNIE LIM 5613 MOUNT OLYMPUS STREET SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.
MARIAH MCCARTHY 2319 COOPER CREST STREET NW OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	1,250.
LIA MICHAELS 4021 BAKER-AMES ROAD NE OLYMPIA, WA 98506	NONE	NONE	SCHOLARSHIP	1,750.
EMILY MOORE 8012 10TH AVENUE SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	2,500.
KAITLYN NELSON 3811 GOLDFINCH DRIVE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,250.
KRISTIN OLSEN 17845 IRWIN STREET SW ROCHESTER, WA 98579	NONE	NONE	SCHOLARSHIP	1,500.
MADISON ELEMENTARY SCHOOL 1255 LEGION WAY SE OLYMPIA, WA 98501	NONE	NONE	GRANT	1,600.
FAMILY EDUCATION & SUPPORT SERVICES 1202 BLACK LAKE BOULEVARD #8 OLYMPIA, WA 98502	NONE	NONE	GRANT	2,000.
JAMIE SHEPPARD 2234 CARNBEE COURT SE OLYMPIA, WA 98513	NONE	NONE	SCHOLARSHIP	2,500.
ANNIE SING 4403 GOVERNOR LANE SE OLYMPIA, WA 98501	NONE	NONE	SCHOLARSHIP	2,500.

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FEDERAL STATEMENTS

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OLYMPIA TUMWATER FOUNDATION

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STATEMENT 14 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BRIANNE WRIGHT 8912 BLOMBERG STREET SW OLYMPIA, WA 98513	NONE	NONE	SCHOLARSHIP	\$ 1,250.
NOAH WRIGHT 1324 CLOVER STREET NE OLYMPIA, WA 98516	NONE	NONE	SCHOLARSHIP	1,750.
TONY NGUYEN 3112 COLLEGE STREET SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750.
SAINT MARTIN'S COLLEGE 5000 ABBEY WAY SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	5,000.
				TOTAL \$ 88,032.

STATEMENT 15
FORM 990-PF, PART XV, LINE 3B
RECIPIENT APPROVED FOR FUTURE PAYMENT

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AL SIN TRENT 4345 81ST AVENUE SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	\$ 2,500.
MYRANDA BELL 8441 55TH AVENUE SE 98513, WA	NONE	NONE	SCHOLARSHIP	3,000.
VALKYRIE BENSON 2232 KEMPTON STREET SE OLYMPIA, WA 98501	NONE	NONE	SCHOLARSHIP	1,250.
JOSEPHA BURKE 8238 11TH COURT SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750.
HANUL CHOI 2800 LIMITED LANE NW #M-1 OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	2,500.
BRANDON GALANG 1215 MOUNTAIN AIRE WAY SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500.

STATEMENT 15 (CONTINUED)

FORM 990-PF, PART XV, LINE 3B

RECIPIENT APPROVED FOR FUTURE PAYMENT

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ALYSSA HANCOCK 6821 11TH AVENUE NE LACEY, WA 98516	NONE	NONE	SCHOLARSHIP	\$ 1,250
SAMANTHA HURIAVI 9920 168TH AVENUE SW OLYMPIA, WA 98579	NONE	NONE	SCHOLARSHIP	1,250
KATHERINE KOOI 7810 ZANGLE ROAD NE OLYMPIA, WA 98506	NONE	NONE	SCHOLARSHIP	2,500
ALEXANDER LAYDEN PO BOX 2035 YELM, WA 98597	NONE	NONE	SCHOLARSHIP	1,000
ANNIE LIM 5613 MOUNT OLYMPUS STREET SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,500
MARIAH MCCARTHY 2319 COOPER CREST STREET NW OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	1,250
LIA MICHAELS 4021 BAKER-AMES ROAD NE OLYMPIA, WA 98506	NONE	NONE	SCHOLARSHIP	1,750
EMILY MOORE 8012 10TH AVENUE SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	2,500
KAITLYN NELSON 3811 GOLDFINCH DRIVE SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	2,250
KRISTIN OLSEN 17845 IRWIN STREET SW ROCHESTER, WA 98579	NONE	NONE	SCHOLARSHIP	1,500
JAMIE SHEPPARD 2234 CARNBEE COURT SE OLYMPIA, WA 98513	NONE	NONE	SCHOLARSHIP	2,500
ANNIE SING 4403 GOVERNOR LANE SE OLYMPIA, WA 98501	NONE	NONE	SCHOLARSHIP	2,500
BRIANNE WRIGHT 8912 BLOMBERG COURT SW OLYMPIA, WA 98513	NONE	NONE	SCHOLARSHIP	1,250
NOAH WRIGHT 1324 CLOVER STREET NE	NONE	NONE	SCHOLARSHIP	1,750

STATEMENT 15 (CONTINUED)
FORM 990-PF, PART XV, LINE 3B
RECIPIENT APPROVED FOR FUTURE PAYMENT

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
OLYMPIA, WA 98516				
GRANT JOHNSON 12343 MOES ROAD SE RAINIER, WA 98576	NONE	NONE	SCHOLARSHIP	\$ 3,500
MICHAEL KVAVLE 12832 HUNTER ROAD ROCHESTER, WA 98579	NONE	NONE	SCHOLARSHIP	1,750
PAXTON RICE 7239 48TH WAY NW OLYMPIA, WA 98502	NONE	NONE	SCHOLARSHIP	1,000
JESSI VANDIVER PO BOX 885 RAINIER, WA 98576	NONE	NONE	SCHOLARSHIP	1,250
TONY NGUYEN 3112 COLLEGE STREET SE OLYMPIA, WA 98503	NONE	NONE	SCHOLARSHIP	1,750
SAINT MARTIN'S UNIVERSITY 5000 ABBEY WAY SE LACEY, WA 98503	NONE	NONE	SCHOLARSHIP	5,000
SOUTH PUGET SOUND CC 2011 MOTTMAN ROAD SW OLYMPIA, WA 98512	NONE	NONE	SCHOLARSHIP	5,000
TOTAL				\$ 58,500

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FEDERAL SUPPLEMENTAL INFORMATION

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OLYMPIA TUMWATER FOUNDATION

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OLYMPIA TUMWATER FOUNDATION
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FORM 990-PF, PAGE 4, LINE 9 TAX DUE

THE ENTITY HAS CHOSEN NOT TO PAY THE TAX DURING THE 60 MONTH TERMINATION PERIOD.
THE ENTITY HAS A DETERMINATION LETTER DATED APRIL 9, 2009 FROM THE CINCINNATI, OHIO
IRS OFFICE HOLDING THAT IT MAY REASONABLY BE EXPECTED TO TERMINATE ITS PRIVATE
FOUNDATION STATUS UNDER IRC SECTION 507(B) (1) (B) .