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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

BYRON & ALICE LOCKWOOD FOUNDATION
P.O. BOX 4
MERCER ISLAND, WA 98040A Employer identification number
91-0833426

B Telephone number (see the instructions)

C If exemption application is pending, check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

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

	(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)	175,300.			
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	403,820.	403,820.	N/A	
4 Dividends and interest from securities	32,477.	32,477.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	277,088.			
b Gross sales price for all assets on line 6a 2,260,598.		277,088.		
7 Capital gain net income (from Part IV, line 2)				
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/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1	-154,400.	-154,400.		
12 Total. Add lines 1 through 11	734,285.	558,985.		
13 Compensation of officers, directors, trustees, etc	77,000.	38,500.		38,500.
14 Other employee salaries and wages	87,550.	43,775.		43,775.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	40,047.	20,023.		20,024.
b Accounting fees (attach sch) SEE ST 3	10,540.	5,270.		5,270.
c Other prof fees (attach sch) SEE ST 4	92,000.	46,000.		46,000.
17 Interest	102,225.	51,113.		51,112.
18 Taxes (attach schedule)(see instrs) SEE STM 5	27,310.	11,155.		11,155.
19 Depreciation (attach schedule and depletion)				
20 Occupancy	11,142.	5,571.		5,571.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 6	31,340.	15,668.		15,672.
24 Total operating and administrative expenses. Add lines 13 through 23	479,154.	237,075.		237,079.
25 Contributions, gifts, grants paid PART XV	619,100.			619,100.
26 Total expenses and disbursements. Add lines 24 and 25	1,098,254.	237,075.		856,179.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-363,969.			
b Net investment income (if negative, enter 0-)		321,910.		
c Adjusted net income (if negative, enter -0-)				

SCANNED 10/20/12

ADMINISTRATIVE EXPENSES

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing		98,155.	-71,083.	-71,083.
	2	Savings and temporary cash investments		190,371.	722,405.	722,405.
	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				
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) STATEMENT 7		1,770,128.	555,722.	261,918.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans		9,341,343.	10,064,711.	10,064,711.	
13	Investments — other (attach schedule) STATEMENT 8		9,247,096.	8,270,449.	10,041,697.	
14	Land, buildings, and equipment basis	2,549.				
	Less accumulated depreciation (attach schedule) SEE STMT 9	2,549.				
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		20,647,093.	19,542,204.	21,019,648.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)		2,613,185.	1,967,225.	
	22	Other liabilities (describe)		94,555.		
	23	Total liabilities (add lines 17 through 22)		2,707,740.	1,967,225.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds		17,939,353.	17,574,979.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		17,939,353.	17,574,979.	
31	Total liabilities and net assets/fund balances (see instructions)		20,647,093.	19,542,204.		

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	17,939,353.
2	Enter amount from Part I, line 27a	2	-363,969.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	17,575,384.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 10	5	405.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	17,574,979.

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)
1 a SEE STATEMENT 11				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	277,088.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	10,846.

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	818,152.	18,888,352.	0.043315
2009	1,176,404.	19,291,606.	0.060980
2008	996,522.	19,826,972.	0.050261
2007	936,769.	20,678,307.	0.045302
2006	861,829.	19,283,497.	0.044693

2 Total of line 1, column (d)	2	0.244551
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	0.048910
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	18,357,662.
5 Multiply line 4 by line 3	5	897,873.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,219.
7 Add lines 5 and 6	7	901,092.
8 Enter qualifying distributions from Part XII, line 4	8	856,179.

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

1 a 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 instrs)		1	6,438.
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, column (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	6,438.
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	6,438.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 18,127.		
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	18,127.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,689.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 5,000. Refunded	11	6,689.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a 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?		N/A
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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WA		
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

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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>N/A</u>	13	X	
14	The books are in care of <u>PAUL R. CRESSMAN, SR.</u> Telephone no <u>(425) 451-1202</u> Located at <u>11033 NE 24TH, SUITE 200, BELLEVUE, WA</u> ZIP + 4 <u>98004</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u>N/A</u>				

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 <input type="checkbox"/>	1b	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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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.)	2b	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b 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?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAUL R. CRESSMAN, SR. 11033 NE 24TH ST, SUITE 200 BELLEVUE, WA 98004	PRES/TRUSTEE 12.00	62,000.	0.	0.
KYLE T. CRESSMAN 3834 175TH AVENUE NE # 202 REDMOND, WA 98052	TRUSTEE 4.00	5,000.	0.	0.
PAUL R. CRESSMAN, JR. 999 THIRD AVENUE, SUITE 3800 SEATTLE, WA 98104	TRUSTEE 4.00	5,000.	0.	0.
LEE KRAFT 8121 SE 44TH STREET MERCER ISLAND, WA 98040	TRUSTEE 6.00	5,000.	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
LEE KRAFT 8121 SE 44TH STREET MERCER ISLAND, WA 98040	EXEC DIRECTOR 35	87,550.	0.	0.

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.

	Expenses
1 NONE	
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.

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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	964,616.
b	Average of monthly cash balances	1b	65,258.
c	Fair market value of all other assets (see instructions)	1c	17,607,346.
d	Total (add lines 1a, b, and c)	1d	18,637,220.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,637,220.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	279,558.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,357,662.
6	Minimum investment return. Enter 5% of line 5	6	917,883.

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	917,883.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,438.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,438.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	911,445.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	911,445.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	911,445.

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	856,179.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	856,179.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	856,179.

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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Form 990-PF (2011)

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				911,445.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			825,839.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 856,179.				
a Applied to 2010, but not more than line 2a			825,839.	
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				30,340.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				881,105.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

BAA

Form 990-PF (2011)

N/A

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

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

- NONE

- PAUL R. CRESSMAN, SR.

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

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

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

SEE STATEMENT 12

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT ATTACHED	NONE	N/A	CHARITABLE	619,100.
Total				3a 619,100.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) 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	403,820.	
4	Dividends and interest from securities			14	32,477.	
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					277,088.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	MISCELLANEOUS			14		39.
b	PARTNERSHIP INCOME			14		-154,439.
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				436,297.	122,688.
13	Total. Add line 12, columns (b), (d), and (e)				13	558,985.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2011

FEDERAL STATEMENTS

PAGE 1

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	\$ 39.	\$ 39.	
PARTNERSHIP INCOME	-154,439.	-154,439.	
TOTAL	\$ -154,400.	\$ -154,400.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	\$ 40,047.	\$ 20,023.		\$ 20,024.
TOTAL	\$ 40,047.	\$ 20,023.		\$ 20,024.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STEVEN A. FINLEY, CPA	\$ 10,540.	\$ 5,270.		\$ 5,270.
TOTAL	\$ 10,540.	\$ 5,270.		\$ 5,270.

STATEMENT 4
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	\$ 92,000.	\$ 46,000.		\$ 46,000.
TOTAL	\$ 92,000.	\$ 46,000.		\$ 46,000.

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	\$ 5,000.			
PAYROLL TAXES	9,035.	\$ 4,517.		\$ 4,518.
PROPERTY TAXES	13,275.	6,638.		6,637.
TOTAL	\$ 27,310.	\$ 11,155.		\$ 11,155.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING	\$ 14,478.	\$ 7,239.		\$ 7,239.
DUES & PUBLICATIONS	767.	383.		384.
INSURANCE	1,200.	600.		600.
MISCELLANEOUS	719.	359.		360.
OFFICE EXPENSE	2,845.	1,422.		1,423.
OTHER PROPERTY EXPENSES	10,815.	5,407.		5,408.
TELEPHONE	516.	258.		258.
TOTAL	\$ 31,340.	\$ 15,668.		\$ 15,672.

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

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
17,200 BANK OF AMERICA CORP	COST	\$ 400,552.	\$ 95,632.
700 BERKSHIRE HATHAWAY	COST	50,995.	53,410.
100 GOOGLE INC	COST	53,952.	64,590.
1,860 MICROSOFT CORP	COST	50,223.	48,286.
TOTAL		\$ 555,722.	\$ 261,918.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RENO TERMINAL	COST	\$ 1,369,489.	\$ 1,778,094.
DIAMOND MARINA LLC	COST	221,873.	523,169.
BELLEVUE OFFICE BUILDING	COST	1,049,163.	1,280,834.
EASTERBROOK PROPERTY	COST	642,000.	1,223,200.

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
WALLACE PROPERTIES/WASHINGTON PARK	COST	\$ 82,900.	\$ 1,027,500.
MILL CREEK SOUTH RETAIL CENTER	COST	610,759.	610,000.
WRP GATEWAY LLC	COST	1,075,503.	855,500.
BOLSER REAL ESTATE	COST	3,068,762.	2,593,400.
WPDI SLI LLC	COST	150,000.	150,000.
	TOTAL	<u>\$ 8,270,449.</u>	<u>\$ 10,041,697.</u>

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

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MISCELLANEOUS	\$ 2,549.	\$ 2,549.	\$ 0.	\$ 0.
TOTAL	<u>\$ 2,549.</u>	<u>\$ 2,549.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 10
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NONDEDUCTIBLE EXPENSES	
TOTAL	<u>\$ 405.</u>

STATEMENT 11
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	2,820 EMERSON ELECTRIC	PURCHASED	8/20/2009	5/12/2011
2	3,140 DISNEY WALT CO	PURCHASED	10/14/2009	8/09/2011
3	940 ABBOTT LABS	PURCHASED	7/18/2011	8/11/2011
4	3,700 PROCTOR & GAMBLE	PURCHASED	VARIOUS	2/11/2011
5	1,900 CONOCO PHILLIPS	PURCHASED	7/15/2010	4/26/2011
6	3,400 VERIZON COMMUNICATIONS	PURCHASED	10/15/2009	4/26/2011
7	23,000 BANNER CORPORATION	PURCHASED	7/23/2010	4/28/2011
8	5,000 BRISTOL MYERS	PURCHASED	6/03/2009	4/28/2011
9	2,800 GENUINE PARTS	PURCHASED	9/10/2009	4/28/2011
10	5,000 INTEL CORP	PURCHASED	VARIOUS	4/28/2011
11	2,300 NUCOR CORP	PURCHASED	5/27/2010	4/28/2011
12	5,787 WEYERHAUSER CO	PURCHASED	VARIOUS	5/04/2011
13	700 AMERON CORPORATION	PURCHASED	2/11/2011	7/05/2011
14	1,500 AMERON CORPORATION	PURCHASED	4/13/2010	7/05/2011
15	1,800 AT&T INC	PURCHASED	2/11/2011	8/08/2011

BYRON & ALICE LOCKWOOD FOUNDATION

91-0833426

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
16	2,900 GENERAL ELECTRIC	PURCHASED	5/17/2010	8/08/2011
17	3,300 INTERNATIONAL PAPER	PURCHASED	VARIOUS	8/08/2011
18	1,400 BERKSHIRE HATHAWAY	PURCHASED	VARIOUS	8/08/2011
19	3,400 VERIZON COMMUNICATIONS	PURCHASED	VARIOUS	8/09/2011
20	2,000 GENERAL MOTORS PFD	PURCHASED	5/04/2011	8/08/2011
21	2,000 INTERNATIONAL PAPER	PURCHASED	8/15/2011	10/03/2011
22	3,000 WEYERHAUSER CO	PURCHASED	8/15/2011	10/04/2011

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	151,381.		99,678.	51,703.				\$ 51,703.
2	122,072.		99,875.	22,197.				22,197.
3	44,490.		50,173.	-5,683.				-5,683.
4	238,235.		203,299.	34,936.				34,936.
5	153,256.		100,217.	53,039.				53,039.
6	127,069.		93,637.	33,432.				33,432.
7	61,173.		50,520.	10,653.				10,653.
8	140,042.		101,304.	38,738.				38,738.
9	148,811.		99,788.	49,023.				49,023.
10	112,692.		101,941.	10,751.				10,751.
11	106,543.		100,801.	5,742.				5,742.
12	126,808.		123,779.	3,029.				3,029.
13	58,843.		49,924.	8,919.				8,919.
14	126,091.		96,657.	29,434.				29,434.
15	49,227.		51,572.	-2,345.				-2,345.
16	45,047.		50,230.	-5,183.				-5,183.
17	78,528.		99,422.	-20,894.				-20,894.
18	93,093.		108,119.	-15,026.				-15,026.
19	109,521.		97,559.	11,962.				11,962.
20	77,908.		102,165.	-24,257.				-24,257.
21	45,654.		51,928.	-6,274.				-6,274.
22	44,114.		50,922.	-6,808.				-6,808.
TOTAL								\$ 277,088.

STATEMENT 12
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

BYRON & ALICE LOCKWOOD FOUNDATION

CARE OF:

LEE KRAFT, EXECUTIVE DIRECTOR

STREET ADDRESS:

P.O. BOX 4

CITY, STATE, ZIP CODE:

MERCER ISLAND, WA 98040

TELEPHONE:

FORM AND CONTENT:

APPLICATIONS MUST BE IN WRITING AND INCLUDE A SPECIFIC PROJECT AND GRANT REQUEST ALONG WITH AMOUNT REQUESTED, A LIST OF OFFICERS, BOARD OF DIRECTORS AND THEIR AFFILIATIONS, A LIST OF MAJOR CONTRIBUTORS, AND A COPY OF THE ORGANIZATION'S LATEST 990 FORM.

SUBMISSION DEADLINES:

OCTOBER 1 OF EACH CALENDAR YEAR

RESTRICTIONS ON AWARDS:

MUST BE LOCATED IN KING COUNTY, WASHINGTON

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing the return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	BYRON & ALICE LOCKWOOD FOUNDATION	<input checked="" type="checkbox"/> 91-0833426
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	P.O. BOX 4	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	MERCER ISLAND, WA 98040	

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

04

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

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

- The books are in care of Lee KRAFT
Telephone No (425) 451-1202 FAX No
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until NOV 15, 2012.
- 5 For calendar year 11, or other tax year beginning , 20, and ending , 20.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension INFORMATION NECESSARY TO COMPLETE THE RETURN IS NOT YET AVAILABLE

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	18127
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	18127
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature [Signature] Title CPA Date 8/9/2012

BAA

FIFZ0502L 07/29/11

Form 8868 (Rev 1-2012)

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns***Enter filer's identifying number, see instructions**

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	BYRON & ALICE LOCKWOOD FOUNDATION	<input checked="" type="checkbox"/> 91-0833426
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	P.O. Box 4	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	MERCER ISLAND, WA 98040	

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

04

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

- The books are in the care of ► LEE KRAFT / PAUL CROSSMAN SR

Telephone No ► (425) 451-1202

FAX No ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUG 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 20 11 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	18127
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	18127
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	0

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

PART XV – GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR 2011

All organizations listed are 501 (c) 3 charitable organizations

The Byron and Alice Lockwood Foundation grant seekers provide the Lockwood Foundation with 501 (c) 3 letters from the IRS, a list of officers and directors and if requesting more than \$1,000.00, Form 990. All grantees are known to Lockwood trustees and /or personal visits are made to certain entities by Lockwood trustees.

Assistance League of the Eastside	Operating funds for local eastside chapter of national organization which purchases clothing and school supplies for low income youth upon referral from school counselors	10,000
Assistance League of Seattle	Operating funds for Seattle chapter for Operation School Bell providing clothing and school supplies for low income youth	10,000
AGC Education Foundation	Provides funds for apprenticeship programs in construction	15,000
Anti-Defamation League	Funds for Jewish organization to combat prejudice against Jewish people	5,000
Bridge Ministries	Operating funds for organization which provides wheel chairs and other help for disabled low income persons	30,000
Crisis Clinic	Funds for organization which provides telephone help lines for teens in crisis	15,000
Country Doctor	Provides health care to families without Insurance	10,000
Downtown Emergency Shelter	Provides over night shelter for homeless	100
Eastside Domestic Violence Program	Operating funds to provide housing for women and children who have left violent households	15,000
Eastside Academy	Operating funds for this non-profit alternative high school for disadvantaged and at-risk kids. Help kids to obtain a diploma and treatment for addiction	40,000
Evergreen Freedom Foundation	Advances individual liberty, free enterprise and limited government	10,000

Evergreen Health Center	Operating funds for charity care at Evergreen Hospital	10,000
Family Works	Foodbank and family center providing support, resources and community	5,000
Farestart	Food service training program for homeless and disadvantaged men and women	15,000
Friends of Rainier	Operating Funds for State Home for mentally retarded people	5,000
Friends of Youth	Provides housing, meals and jobs for homeless youths ages 16-19	10,000
Gilda's Club	Operating funds for organization which provides support for breast cancer victims	3,000
Greater Maple Valley Community Center	Operating funds for youth programs to reduce youth involvement in at-risk behaviors and provide after school activity programs	5,000
Hope Link	Operating funds for organization which provides food bank, child care, housing, payment of heating bills, etc.	35,000
Kinderling Center	Operating funds for organization which helps children with autism and other early childhood disabilities	10,000
Museum of Flight	Funds provided for a new wing of the Flight Museum dedicated to history and airplanes from the 1 st and 2 nd World Wars	50,000
The Millionaire Club	Operating funds for organization which secures jobs for homeless men and women plus meals and housing	10,000
Northwest Burn Foundation	Funds to support the Emergency Housing Program for those whose children have suffered severe burns.	10,000
Northwest School for Hearing Impaired	Operating funds for school for children with severe hearing loss or deafness	7,500
Overlake Hospital Foundation	Operating funds for non-reimbursed emergency care.	10,000
Overlake Service League (Bellevue Lifespring)	Emergency assistance and clothes and scholarships for youth based on need	5,000

Pacific NW Ballet	Provides scholarships for disadvantaged youth.	5,000
Pediatric Care Center	Operating funds for Center that cares for babies born with AIDS	10,000
Planned Parenthood	Operating funds for organization which gives reproductive rights information to those in need	15,000
Seattle Biomedical Research Institute	Operating funds for research for diagnostics treatments and vaccines for HIV/AIDS, TB and other infectious diseases	45,000
Seattle Urban Academy	Alternative high school to serve high risk minority youth who have dropped out or been expelled from public schools	10,000
Seattle University	Scholarship fund in the Honors Program to needy students	10,000
Swedish Medical Center Foundation	Operating funds to provide for non-reimbursed care	10,000
Sophia Way	Provides overnight stay, food and assistance to homeless women	10,000
Treehouse	Operating funds for organization which provides foster care and help for abused and neglected children	10,000
University of Washington College of the Environment	Scholarship funds and general funds for the Department of Forestry and Environmental studies	50,000
University of Washington Communications Department	Scholarship funds for the Department of Communications in name of Beezley.	5,000
University of Washington Business School.	Scholarship funds for the low income students studying business and labor law	5,000
Union Gospel Mission	Operating funds to support programs for the homeless and the poor such as dental care, meals, housing and rehabilitation	50,000
Wellspring Families	Operating funds for organization which provides funds to needy families for education, health and housing	16,000

Washington State Bar Foundation

Provides free legal assistance to low

Youth Eastside Services

7,500
10,000

income people
Operating funds for organization which
provides programs for teen-agers
who are homeless, have substance abuse

\$619,100.

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