Form **990** — Department of the Treasury, Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0047 — **2011** — Open to Public Inspection

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

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending

C Name of organization: ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 215 67TH STREET — Room/suite

City or town, state or country, and ZIP + 4: VIRGINIA BEACH, VA 23451-2061

D Employer identification number: 91-1865950

E Telephone number: 757 428-3588

G Gross receipts $ 702,494.

F Name and address of principal officer: BRENDA BUTLER, 215 67TH STREET, VIRGINIA BEACH, VA 23451-2

H(a) Is this a group return for affiliates? [X] Yes ☐ No

H(b) Are all affiliates included? [X] Yes ☐ No — If "No," attach a list (see instructions)

H(c) Group exemption number ▶ 3400

I Tax-exempt status: [X] 501(c)(3) ☐ 501(c) ( ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ N/A

K Form of organization: [X] Corporation ☐ Trust ☐ Association ☐ Other ▶ — **L** Year of formation: 1931 — **M** State of legal domicile: VA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TO DISSEMINATE AND SUPPORT THE READINGS AND TEACHINGS OF EDGAR CAYCE THROUGH RESEARCH AND OTHER

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	9
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	190
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	161,060.	117,591.
	9	Program service revenue (Part VIII, line 2g)	336,747.	288,346.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	850.	1,460.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	219,171.	181,628.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	717,828.	589,025.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	111,107.	66,985.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	616,399.	502,167.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	727,506.	569,152.
	19	Revenue less expenses Subtract line 18 from line 12	-9,678.	19,873.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	470,243.	490,116.
	21	Total liabilities (Part X, line 26)	0.	0.
	22	Net assets or fund balances Subtract line 21 from line 20	470,243.	490,116.

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Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here ▶ Signature of officer: Brenda Butler — Date 5/14/12

▶ BRENDA BUTLER, TREASURER — Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [X] if self-employed	PTIN
BRIAN WINDLEY	Brian Windley	5/10/12	[X]	P00537045

Firm's name ▶ WITT MARES PLC — Firm's EIN ▶ 54-1184709

Firm's address ▶ 150 W. MAIN STREET, SUITE 1150, NORFOLK, VA 23510 — Phone no. 757- 627-4644

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes ☐ No

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

6 014

SCANNED JUN 1 2012

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III ☐

1 Briefly describe the organization's mission

TO DISSEMINATE AND SUPPORT THE READINGS AND TEACHINGS OF EDGAR CAYCE THROUGH RESEARCH AND OTHER SCIENTIFIC ENDEAVORS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses $ 495,088. including grants of $) (Revenue $ 469,974.)

EXPENSES RELATED TO MEMBERSHIP AND PUBLIC INFORMATION, STUDY GROUPS, CONFERENCES, TOURS, EDUCATION AND VOLUNTEERS FOR ABOVE.

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e **Total program service expenses** ▶ 495,088.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a		X
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions).			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V ☐

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	0		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)			2b		
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter.					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O.			13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions*

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year (1a) 9. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b	Enter the number of voting members included in line 1a, above, who are independent (1b) 9				
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2			X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3			X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6	Did the organization have members or stockholders?	6			X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a			X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?	8a		X	
b	Each committee with authority to act on behalf of the governing body?	8b		X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9			X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	X	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	X	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization. If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	15b	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ NY, CA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection Indicate how you made these available. Check all that apply.

[X] Own website [X] Another's website [X] Upon request

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

BRENDA BUTLER - 757-428-3588

215 67TH STREET, VIRGINIA BEACH, VA 23451

Part VII **Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response to any question in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order. individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) DARLENE BODNAR DIRECTOR	0.50	X						0.	0.	0.
(2) LEVAN BURGIN DIRECTOR	0.50	X						0.	0.	0.
(3) MYRNA MCKEE DIRECTOR	0.50	X						0.	0.	0.
(4) NADEAN PHILIPS DIRECTOR	0.50	X						0.	0.	0.
(5) LEONARDO CASSARA DIRECTOR	0.50	X						0.	0.	0.
(6) MARTHA LOVELAND DIRECTOR	0.50	X						0.	0.	0.
(7) DOROTHEA SMOTHERMON DIRECTOR	0.50	X						0.	0.	0.
(8) BRENDA BUTLER CORPORATE TREASURER	0.50			X				0.	83,297.	10,477.
(9) CLAIRE GARDNER CORPORATE SECRETARY	0.50			X				0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Sub-total ▶								0.	83,297.	10,477.
c Total from continuation sheets to Part VII, Section A ▶								0.	0.	0.
d Total (add lines 1b and 1c) ▶								0.	83,297.	10,477.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 0

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address NONE	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

Part VIII Statement of Revenue

	Line	Description			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	117,591.				
	g	Noncash contributions included in lines 1a-1f $						
	h	**Total.** Add lines 1a-1f ▶			117,591.			
Program Service Revenue				Business Code				
	2 a	TUITION AND FEES		900099	288,346.	288,346.		
	b							
	c							
	d							
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f ▶			288,346.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			1,460.			1,460.
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶						
			(i) Real	(ii) Personal				
	6 a	Gross rents						
	b	Less rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss) ▶						
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
	b	Less cost or other basis and sales expenses						
	c	Gain or (loss)						
	d	Net gain or (loss) ▶						
	8 a	Gross income from fundraising events (not including $ ______ of contributions reported on line 1c) See Part IV, line 18	a					
	b	Less direct expenses	b					
	c	Net income or (loss) from fundraising events ▶						
	9 a	Gross income from gaming activities See Part IV, line 19	a					
	b	Less direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10 a	Gross sales of inventory, less returns and allowances	a	165982.				
	b	Less cost of goods sold	b	113469.				
	c	Net income or (loss) from sales of inventory ▶			52,513.	52,513.		
		Miscellaneous Revenue		Business Code				
	11 a	ACCOMODATIONS		900099	105,993.	105,993.		
	b	STIPENDS		900099	19,405.	19,405.		
	c	SUBSCRIPTIONS		900099	2,322.	2,322.		
	d	All other revenue		900099	1,395.	1,395.		
	e	**Total.** Add lines 11a-11d ▶			129,115.			
	12	**Total revenue** See instructions. ▶			589,025.	469,974.	0.	1,460.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	59,528.	44,646.	14,882.	
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	7,457.	5,593.	1,864.	
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting	1,880.		1,880.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	22,681.	20,877.	1,804.	
12 Advertising and promotion	8,810.	8,810.		
13 Office expenses	65,735.	58,220.	7,515.	
14 Information technology				
15 Royalties				
16 Occupancy	137,820.	103,365.	34,455.	
17 Travel	19,661.	14,746.	4,915.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	4,354.		4,354.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a HONORARIA	94,590.	94,590.		
b ACCOMODATIONS	63,954.	63,954.		
c TITHE	58,443.	58,443.		
d CREDIT CARD FEES	16,207.	16,207.		
e All other expenses	8,032.	5,637.	2,395.	
25 **Total functional expenses.** Add lines 1 through 24e	569,152.	495,088.	74,064.	0.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	336,302.	1	337,077.
	2	Savings and temporary cash investments	133,941.	2	153,039.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net		4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D 10a			
	b	Less accumulated depreciation 10b		10c	
	11	Investments - publicly traded securities		11	
	12	Investments - other securities See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11		15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	470,243.	16	490,116.
Liabilities	17	Accounts payable and accrued expenses		17	
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	0.	26	0.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	470,243.	27	490,116.
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ▶ [ ] and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	470,243.	33	490,116.
	34	Total liabilities and net assets/fund balances	470,243.	34	490,116.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	589,025.
2	Total expenses (must equal Part IX, column (A), line 25)	2	569,152.
3	Revenue less expenses. Subtract line 2 from line 1	3	19,873.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	470,243.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	0.
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	490,116.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII ☒

			Yes	No
1	Accounting method used to prepare the Form 990: ☒ Cash ☐ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X	
b	Were the organization's financial statements audited by an independent accountant?	2b		X
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2011
Open to Public Inspection

Name of the organization ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

Employer identification number 91-1865950

Part I Reason for Public Charity Status (All organizations must complete this part) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)

9 ☒ An organization that normally receives· (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

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

132021
01-24-12

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 **Total support.** Add lines 7 through 10						

12 Gross receipts from related activities, etc (see instructions) | 12 |

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) | 14 | %

15 Public support percentage from 2010 Schedule A, Part II, line 14 | 15 | %

16a **33 1/3% support test - 2011.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support test - 2010.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2011.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	183,252.	143,901.	128,340.	161,060.	117,591.	734,144.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	540,331.	571,765.	542,378.	517,412.	454,328.	2,626,214.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5	723,583.	715,666.	670,718.	678,472.	571,919.	3,360,358.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year		13,488.				13,488.
c Add lines 7a and 7b		13,488.				13,488.
8 **Public support** (Subtract line 7c from line 6)						3,346,870.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6	723,583.	715,666.	670,718.	678,472.	571,919.	3,360,358.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	5,609.	3,615.	6,256.	850.	1,460.	17,790.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	5,609.	3,615.	6,256.	850.	1,460.	17,790.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)	25,752.	106,332.	92,913.	153,468.	129,115.	507,580.
13 **Total support** (Add lines 9, 10c, 11, and 12)	754,944.	825,613.	769,887.	832,790.	702,494.	3,885,728.

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	86.13	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	88.48	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2011** (line 10c, column (f) divided by line 13, column (f))	17	.46	%
18 Investment income percentage from **2010** Schedule A, Part III, line 17	18	.52	%

19a **33 1/3% support tests - 2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support tests - 2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047
2011
Open to Public Inspection

Name of the organization: ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

Employer identification number: 91-1865950

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

SCIENTIFIC ENDEAVORS.

FORM 990, PART VI, SECTION B, LINE 11: THE FORM 990 TAX RETURN WAS MADE AVAILABLE ON THE BOARD OF TRUSTEE'S WEBSITE. EACH BOARD MEMBER RECEIVED A PERSONAL E-MAIL NOTIFICATION THAT THE TAX RETURN WAS AVAILABLE FOR VIEWING.

FORM 990, PART VI, SECTION B, LINE 12C: THE A.R.E'S BOARD GOVERNANCE PROCESS REQUIRES ALL BOARD OF TRUSTEES MEMBERS TO COMPLETE A CONFLICT OF INTEREST STATEMENT ANNUALLY.

FORM 990, PART VI, SECTION B, LINE 15: ALL PERSONNEL SALARIES ARE BASED ON WAGE AREA GUIDELINES. CEO COMPENSATION IS ESTABLISHED WITHIN GUIDELINES PER CHARITY NAVIGATOR.

FORM 990, PART VI, SECTION C, LINE 19: ALL INFORMATION IS AVAILABLE UPON REQUEST. THE 990 FILING IS ALSO READILY AVAILABLE IN THE A.R.E. LIBRARY.

PART XI, LINE 2C

FINANCE COMMITTEE

THE FINANCE COMMITTEE OF THE BOARD IS RESPONSIBLE FOR THE OVERSIGHT OF THE REVIEW AND THE SELECTION OF THE INDEPENDENT ACCOUNTANT. IN JUNE OF EACH YEAR, THE FINANCE COMMITTEE LISTENS TO A REPORT ON THE REVIEW. THE BOARD THEN LISTENS TO THE RECOMMENDATION OF MANAGEMENT AND VOTES ON A MOTION TO ENGAGE, OR DIS-ENGAGE THE AUDITORS BASED ON PROPOSAL FEES, NUMBER OF YEARS ENGAGED, ETC.

Name of the organization ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

Employer identification number 91-1865950

FORM 990, PART V, Q 7G AND 7H

LINE EXPLANATION

QUESTIONS 7G AND 7H DO NOT APPLY TO THE ORGANIZATION BECAUSE THE ORGANIZATION DID NOT HAVE CONTRIBUTIONS OF QUALIFIED INTELLECTUAL PROPERTY OR CONTRIBUTIONS OF CARS, BOATS, AIRPLANES OR OTHER VEHICLES DURING THE YEAR.

SCHEDULE R
(Form 990)
Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047
2011
Open to Public Inspection

Name of the organization: ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

Employer identification number: 91-1865950

Part I **Identification of Disregarded Entities** (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II **Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC. - 54-0573802, 215 67TH STREET, VIRGINIA BEACH, VA 23451	LIFE ENRICHMENT	VIRGINIA	501(C)(3)	9			X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2011

132161 01-23-12 LHA

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36)

			Yes	No
Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule				
1	During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a	Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties or **(iv)** rent from a controlled entity	1a		X
b	Gift, grant, or capital contribution to related organization(s)	1b		X
c	Gift, grant, or capital contribution from related organization(s)	1c		X
d	Loans or loan guarantees to or for related organization(s)	1d		X
e	Loans or loan guarantees by related organization(s)	1e		X
f	Sale of assets to related organization(s)	1f		X
g	Purchase of assets from related organization(s)	1g		X
h	Exchange of assets with related organization(s)	1h		X
i	Lease of facilities, equipment, or other assets to related organization(s)	1i		X
j	Lease of facilities, equipment, or other assets from related organization(s)	1j		X
k	Performance of services or membership or fundraising solicitations for related organization(s)	1k		X
l	Performance of services or membership or fundraising solicitations by related organization(s)	1l		X
m	Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1m		X
n	Sharing of paid employees with related organization(s)	1n		X
o	Reimbursement paid to related organization(s) for expenses	1o	X	
p	Reimbursement paid by related organization(s) for expenses	1p		X
q	Other transfer of cash or property to related organization(s)	1q		X
r	Other transfer of cash or property from related organization(s)	1r		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.	O	58,443.	FMV
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec 501(c)(3) orgs?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Region Name Legal name. A.R.E. of ...	California **California**	Chicago Urban & Heartland **Illinois**	Mid-Atlantic **Mid-Atlantic**	New York City Urban **New York**	Rocky Mtn **Colorado**	Southeast **North Carolina**	Southwest **Texas**	**2011** **Totals**
Per affiliate summary:								
Revenue								
Product Sales	24,298.64	32,462.14	28,126.77	36,760.38	8,082.76	16,570.50	19,680.86	**165,982.05**
Cost of Goods Sold:								
Materials Purchased for Sale	14,426.57	19,826.04	16,646.95	26,116 28	8,318.58	13,898.94	10,346.69	**109,580.05**
Other Sales Expense	395.35	2,017.91	1,330.02		145.29			**3,888.57**
Total COGS	14,821.92	21,843.95	17,976.97	26,116.28	8,463.87	13,898.94	10,346.69	**113,468.62**
Gross Profit	9,476.72	10,618.19	10,149.80	10,644.10	(381.11)	2,671.56	9,334.17	52,513.43
Other Revenue:								
Accommodations	2,137 61	-	19,258.73	43,142.29		5,370.00	36,084.10	**105,992.73**
Advertising		-						-
Contributions	6,078.31	19,133.47	2,471 00	58,625.19	2,311.02	9,444.22	9,026.00	**107,089.21**
Headquarters support	28.60	-	-		4,003.18			**4,031.78**
HQ Program share	825.41	-	4,044.30		1,600.00			**6,469.71**
Investment Income (Interest, Dividends, etc)	1,239.29	143 50	25.89	41.38	6.95		3.36	**1,460.37**
Newsletter subscriptions	2,280.00	-	42.00					**2,322.00**
Service fees		-	25.00	30,010.61				**30,035.61**
Stipends		-	-	19,405.00				**19,405.00**
Tuition & Fees	30,966.48	65,953.40	28,767.50	75,671.75	6,024.03	17,342.04	33,585.00	**258,310.20**
Other:	15.39	385.00	-	679.30	232.00	83.22		**1,394.91**
Total Other Revenue	43,571.09	85,615.37	54,634.42	227,575.52	14,177.18	32,239.48	78,698.46	**536,511.52**
Total Revenue	53,047.81	96,233.56	64,784 22	238,219.62	13,796.07	34,911.04	88,032.63	589,024.95
Beginning Cash Reported:								
Checking	136,686.52	39,119 40	53,312.26	11,340.78	26,515.56	21,856.81	47,470.42	**336,301.75**
Savings	62,423.99	49,628 47	12,951.75	74.43			6,006 36	**131,085.00**
Cash on hand	450.00	854.21	500.00	511.73			540.00	**2,855.94**
Total Beginning Cash	199,560.51	89,602.08	66,764 01	11,926.94	26,515.56	21,856.81	54,016.78	**470,242.69**
Adjustments to Net Assets								-
TOTAL NET ASSETS	199,560.51	89,602.08	66,764.01	11,926.94	26,515.56	21,856.81	54,016.78	470,242.69
Total Revenue	53,047 81	96,233.56	64,784.22	238,219.62	13,796.07	34,911.04	88,032.63	589,024.95
Total Expenses	59,671.90	90,006 22	57,739.29	225,985.30	8,419.21	39,068.70	88,261.08	**569,151.70**
Net: Income (Loss)	(6,624.09)	6,227.34	7,044.93	12,234.32	5,376.86	(4,157.66)	(228.45)	**19,873.25**
Ending Cash Calculated	192,936.42	95,829.42	73,808.94	24,161.26	31,892.42	17,699.15	53,788.33	**490,115.94**
Ending Cash Reported:								
Checking	103,362.64	50,371.15	60,158.70	23,949.68	30,964.32	17,363.60	50,906.28	**337,076.37**
Savings	88,853.78	34,215 57	13,126.24	29.43	100.27	100.00	2,342 05	**138,767.34**
Cash on hand	720.00	11,242.70	524 00	182.15	827.83	235.55	540.00	**14,272.23**
Total ending cash	192,936.42	95,829.42	73,808.94	24,161.26	31,892.42	17,699.15	53,788 33	**490,115.94**

Region Name		Chicago Urban		New York				2011
Legal name:		& Heartland	Mid-Atlantic	City Urban	Rocky Mtn	Southeast	Southwest	**Totals**
A.R.E. of ...	**California**	**Illinois**	**Mid-Atlantic**	**New York**	**Colorado**	**North Carolina**	**Texas**	
Per affiliate summary:								
Expenditures								
Accommodations	2,533.73	-	13,672.58			11,663.85	36084.10	**63,954.26**
Advertising & Promotion	598.83	3,802.35	864.93	2,534.27	804.20		205.71	**8,810.29**
Bank Service Charges	177.60	26.25	28.00	214.98		67.22	174.00	**688.05**
Credit Card Fees	1,333.53	1,859.57	918.10	7,833.22	1,325.50		2937.08	**16,207.00**
Dues & Susbscriptions		-	19.95	275.00				**294.95**
Equipment Purchases	2,555.58	-	-					**2,555.58**
Equipment Rentals		270.00	250.00				32.61	**552.61**
Filing Fees, Licenses, Permits	256.00	63.00	-					**319.00**
Insurance		-	182.76	4,171.34				**4,354.10**
Payroll Taxes		256.44	-	4,238.97			2961.74	**7,457.15**
Postage & Shipping	2,395.79	2,874.64	1,398.64	2,394.96	333.49	4,155.05	2082.55	**15,635.12**
Printing & Publication	5,406.26	2,961.69	1,952.43	12,630.23	497.27	2,305.71	5811.69	**31,565.28**
Professional Services	-	5,475.00	-	18,649.05	436.94	-		**24,560.99**
Rent	2,636.20	25,796.19	5,267.00	81,462.71	291.00	331.53	2187.05	**117,971.68**
Repairs & Maintenance		247.06	-	717.00			121.24	**1,085.30**
Salaries		3,352.44	-	40,172.29			16003.04	**59,527.77**
Stipend/Honoraria	14,146.52	25,428.19	14,413.25	25,903.90	2,498.50	4,850.00	7350.00	**94,590.36**
Supplies	744.69	2,243.65	1,044.35	7,888.63	797.14	3,270.61	2546.00	**18,535.07**
Telephone	342.69	2,586.46	-	6,560.11	39.80		930.24	**10,459.30**
Tithe / Contributions	20,847.30	6,992.54	14,111.36	680.00	357.00	11,275.00	4180.00	**58,443.20**
Travel	4,937.62	4,559.51	3,506.56	269.47	680.53	1,053.73	4654.03	**19,661.45**
Utilities		-	-	9,389.17				**9,389.17**
Other: Misc expense	97.49	544.50	109.38		357.84	96.00	0.00	**1,205.21**
Other: Sales Tax/Transfers	662.07	666.74	-					**1,328.81**
			-					-
TOTAL EXPENDITURES	59,671.90	90,006.22	57,739.29	225,985.30	8,419.21	39,068.70	88,261.08	**569,151.70**

PARENT: ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT, INC.

215 67TH STREET, VIRGINIA BEACH VA 23451-2061

Non-Profit Subordinates 501 (c) (3)

A.R.E. EIN 54-0573802
Group Exemption Number: 3400
As of 8/17/11

SUBSIDIARY	Legal Name	EIN#
Chicago Urban Area & Heartland Region Myrna McKee 488 Matthews Lane Bunker Hill, IL 62014	A.R.E. of Illinois, Inc.	36-3991198
Mid-Atlantic Region Levan Burgin 802 Venetian Way Gahanna, OH 43230	A.R.E. of Mid-Atlantic Region, Inc.	54-1894353
New York City Urban Area Leonardo Cassara 241 West 30th Street, 2nd FL New York, NY 10001	A.R.E. of New York, Inc.	13-3813684
California Region Dorothea Smothermon 212 E. Fallbrook St Ste 11 Fallbrook, CA 92028	A.R.E. of California, Inc.	68-0404837
Rocky Mountain Region Darlene Bodnar 675 N 14th Ave Brighton, CO 80601	A.R.E. of Colorado, Inc.	84-1287388
Southeast Region Martha Loveland 1804 Olympia Circle Helena, AL 35080	A.R.E. of North Carolina, Inc.	56-1893814
Southwest Region Nadean Philips 4306 Aqua Verde Drive Austin, TX 78746-1045	A.R.E. of Texas, Inc.	74-2720735

Association for Research and Enlightenment of New York, Inc.

FINANCIAL REPORT

DECEMBER 31, 2011 AND 2010

TABLE OF CONTENTS

WITT MARES

THE POWER TO MAKE A DIFFERENCE THE PEOPLE TO MAKE IT COUNT™

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

Board of Trustees
Association for Research and Enlightenment
of New York, Inc.
Virginia Beach, Virginia

We have reviewed the accompanying statements of cash receipts and disbursements of Association for Research and Enlightenment of New York, Inc. (A.R.E. of New York, Inc.) for the years ended December 31, 2011 and 2010. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Organization management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the cash receipts and disbursements basis of accounting and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report.

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with the cash receipts and disbursements basis of accounting, as described in Note 3.

Witt Mares, PLC

Norfolk, Virginia
May 10, 2012

ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT OF NEW YORK, INC.

Statements of Cash Receipts and Disbursements

Years Ended December 31, 2011 and 2010

	2011	2010
Cash and investments, beginning of year	**$ 11,927**	$ 43,693
Receipts:		
Sales, net of cost of goods sold of $26,116 and $15,542 for 2011 and 2010, respectively	**10,644**	25,440
Accommodations	**43,142**	39,799
Contributions	**58,625**	26,804
Headquarters support	**-**	1,000
Interest income	**41**	585
Service fees	**30,011**	53,754
Stipends	**19,405**	18,845
Tuition	**75,672**	66,961
Other	**-**	8,254
Total receipts	**237,540**	241,442
Total to be accounted for	**249,467**	285,135
Disbursements:		
Advertising	**2,534**	2,057
Bank service charges	**215**	396
Credit card fees	**7,833**	6,469
Dues & subscriptions	**275**	153
Honoraria	**25,904**	35,922
Payroll taxes	**4,239**	4,993
Postage & shipping	**2,395**	7,894
Printing & publication	**12,630**	16,547
Professional services	**1,544**	1,736
Rent	**81,463**	81,029
Repairs & maintenance	**717**	330
Salaries	**57,277**	82,539
Supplies	**7,889**	7,777
Telephone	**6,560**	5,256
Travel	**270**	1,573
Utilities	**9,389**	8,961
Other	**4,171**	9,576
Total disbursements	**225,305**	273,208
Cash and investments, end of year	**$ 24,162**	$ 11,927

(Continued)

See accompanying notes and independent accountant's review report.

ASSOCIATION FOR RESEARCH AND ENLIGHTENMENT OF NEW YORK, INC.

Statements of Cash Receipts and Disbursements

Years Ended December 31, 2011 and 2010

(Concluded)

	2011	2010
Cash and investments, end of year recap		
Unrestricted	$ 7,593	$ 3,673
Temporarily restricted for Crystal Skull Fund	-	6,827
Temporarily restricted for Marie Crosby Fund	3,207	1,427
Temporarily restricted for Center Improvements	13,362	-
	$ 24,162	$ 11,927

See accompanying notes and independent accountant's review report.

NOTE 1. NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

The Association for Research and Enlightenment of New York, Inc. ("A.R.E. of New York") is a nonstock, not-for-profit organization. Founded in 1962, A.R.E. of New York offers conferences; educational activities, including publishing; and fellowship through programs and publications which focus on such topics as holistic health, dreams, reincarnation, ESP, the power of the mind, meditation, and personal spirituality. The Organization receives the majority of its support from sales, contributions, fees for services, membership dues and tuition.

Income Taxes

A.R.E of New York is a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. The return is filed under a group exemption with all other regions of The Association for Research and Enlightenment, Inc.

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 740, *Accounting for Uncertainty in Income Taxes*, prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The Organization's management has evaluated the impact of this guidance to its financial statements. Management is not aware of any material uncertain tax positions, and has not accrued the effect of any uncertain tax positions as of December 31, 2011 and 2010. The Organization recognizes interest and penalties incurred, if any, related to income tax positions as other interest expense and penalties expense, respectively.

The Organization's income tax returns are subject to examination by taxing authorities, generally for a period of three years from the date they were filed. With few exceptions, the Organization is no longer subject to income tax examinations by federal, state or local tax authorities for years before 2008.

Advertising

Advertising costs are expensed by the Organization as incurred.

NOTE 2. RELATED PARTY TRANSACTIONS

The Association for Research and Enlightenment of New York, Inc. is an independently controlled non-profit organization that is affiliated with The Association for Research and Enlightenment, Inc. During 2011 and 2010, the organization received $0 and $1,000, respectively, in contributions from The Association for Research and Enlightenment, Inc.

NOTE 3. METHOD OF REPORTING

A.R.E. of New York, Inc.'s policy is to prepare its financial statements on the basis of recorded cash receipts and disbursements. A statement of cash receipts and disbursements is a summary of cash activity and does not present transactions that would be included in a financial statement presented on the accrual basis of accounting, as contemplated by accounting principles generally accepted in the United States of America. Accordingly, the accompanying statements are not intended to present the financial position or results of operations in conformity with accounting principles generally accepted in the United States of America. For the purpose of this financial statement, cash equivalents with a maturity of less than ninety (90) days are considered cash. Contributions are not recorded until received.

NOTE 4. CASH BALANCES

Cash balances at December 31, 2011 and 2010, consisting of funds on deposit and short-term investments, are as follows:

	2011	2010
Emigrant Savings Bank, Checking	$ **23,951**	$ 10,501
Emigrant Savings Bank, Payroll	**-**	840
Calvert, Money Market Fund	**29**	74
Cash on Hand	**182**	512
	$ **24,162**	$ 11,927

NOTE 5. LEASE

The Organization leases office space under a noncancellable operating lease agreement. The lease has a minimum 3% escalation clause on May 1st of each year and will expire April 30, 2016. Rental expense was $81,463 and $81,029 for 2011 and 2010, respectively.

Scheduled future minimum rentals under this agreement are as follows:

2012	$	81,947
2013		87,164
2014		91,158
2015		93,892
2016		31,604
	$	385,765

NOTE 6. SUBSEQUENT EVENTS

The Organization has evaluated all events subsequent to December 31, 2011 through May 10, 2012, which is the date these financial statements were available to be issued. Management has determined that there are no subsequent events that are required to be disclosed pursuant to the FASB Accounting Standards Codification.