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Form **990-PF**

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

OMB No 1545-0052

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 Employer identification number THE STARSEED FOUNDATION 93-1243038 PO BOX 1001 В SANDY, OR 97055 Telephone number (see the instructions) 503-668-8662 C If exemption application is pending, check here G Check all that apply. Initial return Initial Return of a former public charity D 1 Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check Address change Name change here and attach computation н X Section 501(c)(3) exempt private foundation Check type of organization: Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation Ε If private foundation status was terminated Fair market value of all assets at end of year under section 507(b)(1)(A), check here Accounting method: X Cash (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination 1,295,140 (Part I, column (d) must be on cash basis.) under section 507(b)(1)(B), check here Part I Analysis of Revenue and (a) Revenue and (b) Net investment (c) Adjusted net (d) Disbursements Expenses (The total of amounts in expénses per books income income for charitable columns (b), (c), and (d) may not necessarily equal the amounts in column (a) purposes (cash basis only) (see instructions)) Contributions, gifts, grants, etc, received (att sch) 52,000 388 2 Ck ► I if the foundn is **not** req to att Sch B :1:0\⁷⁵ 12186 Interest on savings and temporary cash investments 264 264 264 Dividends and interest from securities 14,028 14,028 14,028 5a Gross rents **b** Net rental income or (loss). 5% R 40,072 6a Net gain/(loss) from sale of assets not on line 10 24°26 b Gross sales price for all assets on line 6a ૺૢ૿ૺૼ 40,072. ŵ 40,072. Capital gain net income (from Part IV, line 2). ğ ~ 5 Net short-term capital gain 9 Income modifications W 10a Gross sales less returns and allowances. (802) (344) 7 ŵ **b** Less Cost of goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule) 12 Total. Add lines 1 through 11 106. 364 54,364 14,292 2.1 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages RECF 15 Pension plans, employee benefits 16a Legal fees (attach schedule) မ္တ **b** Accounting fees (attach sch) See St 1 1,850 925. 925 n g c Other prof fees (attach sch) OPERAT 17 Interest α 152. OGDEN 152 18 Taxes (attach schedule)(see instrs) See Stm 2 Depreciation (attach 224 224 sch) and depletion į V E Occupancy 21 Travel, conferences, and meetings Printing and publications EXPENSE 23 Other expenses (attach schedule) 908 1,528. See Statement 3 2,436 Total operating and administrative expenses. Add lines 13 through 23 24 2,453. 2,209 4,662 Contributions, gifts, grants paid Part XV 477 K Cash 25 78,989. 78,989. 16 160 26 Total expenses and disbursements. 81,442 Add lines 24 and 25 83,651 2,209 0 Subtract line 26 from line 12: a Excess of revenue over expenses 22,713 and disbursements X and a same and a same and a same 52,155. 1940

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July 47, 27%

b Net investment income (if negative, enter -0-)

14, 292

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5 Decreases not included in line 2 (itemize) 5 6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 6 1, 092, 186.			` '		- <i>-</i>	1 002 196
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 6 1,092,186.	_					1,032,100.
	_		` '	Dort II solver (4)		1 092 186
TELANTINE DIDATE PARTY FORTH WHILPF (2011)					III le 30 b	

(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 acquire P — Purcha D — Donati					ase	(C) Date acquired (month, day, year)	(d) Date sold (month day, year)
1a C	apital gain divide	ends	·	D Dona			
b	aprodr garn drvide						
c							
d						!	
е е							
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sal			(h) Gain or (e) plus (f) m	
а							
b							
<u>c</u>			_				
<u>d</u>							
е		<u> </u>					
Cc	omplete only for assets show	ing gain in column (h) and owned by	the foundation on 12/31/69	9		(I) Gains (Coli	
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if a		g tha	ain minus column (I an -0-) or Losses (fr	(), but not less rom column (h))
a							40,072
b							
С							
d							
е							
	apital gain net income or (ne	If (loss), enter	enter in Part I, line 7 er -0- in Part I, line 7	- [2		40,072
3 Ne	et short-term capital gain or	(loss) as defined in sections 1222(5)	and (6)	}			
If	gain, also enter in Part I, lin	e 8 column (c) (see instructions) If (loss), enter -0-	_ [
art V or opt	Part I, line 8 Mark Qualification Unde	r Section 4940(e) for Reduced to the section 4	Tax on Net Investme				0
or optionsection 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private on 4940(d)(2) applies, leave to e foundation liable for the section the foundation does not qua	r Section 4940(e) for Reduced to foundations subject to the section 4 this part blank ction 4942 tax on the distributable amolify under section 4940(e) Do not core	Tax on Net Investment 1940(a) tax on net investment 1940(b) tax on net investment 1940(a) tax on net investment 1940(b) tax on	ent income se period?	me)	Yes	0 X No
art V or opt section as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private on 4940(d)(2) applies, leave to e foundation liable for the section the foundation does not quanter the appropriate amount	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank ction 4942 tax on the distributable among the foundation 4940(e). Do not comin each column for each year; see the	940(a) tax on net investment ount of any year in the bas implete this part is instructions before making	ent income se period?	me)		
for options section as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private on 4940(d)(2) applies, leave to e foundation liable for the section the foundation does not qua	r Section 4940(e) for Reduced to foundations subject to the section 4 this part blank ction 4942 tax on the distributable amolify under section 4940(e) Do not core	Tax on Net Investment 1940(a) tax on net investment 1940(b) tax on net investment 1940(a) tax on net investment 1940(b) tax on	ent income se period? ng any entri	ne)	Yes (d) Distribution (b) divided	X No
or optosection as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private on 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quanter the appropriate amount (a) Base period years liendar year (or tax year	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank ction 4942 tax on the distributable amolify under section 4940(e). Do not corun each column for each year; see the Adjusted qualifying distributions	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as:	se period?	ne)	(d) Distribution	X No n ratio by column (c)
or optosection as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quanter the appropriate amount (a) Base period years allendar year (or tax year beginning in)	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank action 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the Adjusted qualifying distributions.	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as:	se period? ng any entr sets 1,960.	ne)	(d) Distribution	X No ratio by column (c) 0 . 06461
or optosection as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quanter the appropriate amount (a) Base period years allendar year (or tax year beginning in) 2010	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable amplify under section 4940(e). Do not comin each column for each year; see the (b). Adjusted qualifying distributions. 73,787. 58,916.	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as:	se period? ng any entr sets 1,960. 0,602.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772
or optosection as the 'Yes,'	Part I, line 8 Qualification Under Itional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the sector the foundation does not quanter the appropriate amount (a) Base period years alterdar year (or tax year beginning in) 2010 2009	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank action 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the Adjusted qualifying distributions.	ount of any year in the base plete this part expressions before making (c) Net value of noncharitable-use as: 1,14 1,02 95	se period? sets 1,960. 0,602. 6,030.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772 0.06897
or optosection as the 'Yes,'	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quanter the appropriate amount (a) Base period years allendar year (or tax year beginning in) 2010 2009 2008	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the (b). Adjusted qualifying distributions. 73,787. 58,916. 65,944.	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as: 1,14 1,02 95 1,24	se period? ng any entr sets 1,960. 0,602.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616
or optosection as the Yes, '	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quainter the appropriate amount (a) Base period years silendar year (or tax year beginning in) 2010 2009 2008 2007	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the column for each year; see the column for each year; see the column for each year. Adjusted qualifying distributions 73,787. 58,916. 65,944. 45,121.	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as: 1,14 1,02 95 1,24	sets 1,960. 0,602. 6,030. 7,813.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616
in art V or opt section as the Yes,' Ca	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quainter the appropriate amount (a) Base period years silendar year (or tax year beginning in) 2010 2009 2008 2007	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the column for each year; see the column for each year; see the column for each year. Adjusted qualifying distributions 73,787. 58,916. 65,944. 45,121.	ount of any year in the base plete this part instructions before making (c) Net value of noncharitable-use as: 1,14 1,02 95 1,24	sets 1,960. 0,602. 6,030. 7,813.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906
or opto	Part I, line 8 Qualification Under Itional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the sector the foundation does not quanter the appropriate amount (a) Base period years allendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the sector of the se	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the column for each year; see the column for each year; see the column for each year. Adjusted qualifying distributions. 73,787. 58,916. 65,944. 45,121.	ount of any year in the base plete this part expression in the part	sets 1,960. 0,602. 6,030. 7,813.	ne)	(d) Distribution	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906 0.27654
in art V or opt	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quainter the appropriate amount (a) Base period years stendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the section of the	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank cition 4942 tax on the distributable amolify under section 4940(e). Do not corrin each column for each year; see the (b). Adjusted qualifying distributions. 73,787. 58,916. 65,944. 45,121. 22,826.	ount of any year in the base plete this part expression in the base process of the process of th	sets 1,960. 0,602. 6,030. 7,813.	ne)	(d) Distributior umn (b) divided	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906 0.27654 0.05530
in art V art V or option as the Yes, ' Ca Ca 2 To 3 Ar nu 4 Er	Part I, line 8 Qualification Under tional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the section the foundation does not quainter the appropriate amount (a) Base period years stendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the section of the	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of this part blank of this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the Adjusted qualifying distributions. 73,787. 58,916. 65,944. 45,121. 22,826.	ount of any year in the base plete this part expression in the base process of the process of th	sets 1,960. 0,602. 6,030. 7,813.	nees (colu	(d) Distributior umn (b) divided	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906 0.27654 0.05530 1,386,063
in art V or opt	Part I, line 8 Qualification Under Itional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the sect the foundation does not qualiter the appropriate amount (a) Base period years allendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the tumber of years the foundation inter the net value of nonchar ultiply line 4 by line 3	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of this part blank of this part blank of the section 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year; see the Adjusted qualifying distributions. 73,787. 58,916. 65,944. 45,121. 22,826.	ount of any year in the base plete this part expression in the base process of the process of th	sets 1,960. 0,602. 6,030. 7,813.	ne) les (column 2 3 4	(d) Distributior umn (b) divided	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906 0.27654 0.05530 1,386,063 76,660
or option section as the 'Yes,' 1 Er Ca 2 To 3 Annu 4 Er 5 M	Part I, line 8 Qualification Under Itional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the sect the foundation does not qualiter the appropriate amount (a) Base period years allendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the tumber of years the foundation inter the net value of nonchar ultiply line 4 by line 3	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank ction 4942 tax on the distributable amplify under section 4940(e). Do not corrin each column for each year; see the (b). Adjusted qualifying distributions. 73,787. 58,916. 65,944. 45,121. 22,826. the 5-year base period — divide the torn has been in existence if less than 5 this distribution.	ount of any year in the base plete this part expression in the base process of the process of th	sets 1,960. 0,602. 6,030. 7,813.	ne) (column 2	(d) Distributior umn (b) divided	0.06461 0.05772 0.06897 0.03616 0.04906 0.27654 0.05530 1,386,063 76,660
art V or opt section /as the 'Yes,' 1 Er Ca 2 To 3 Av nu 4 Er 5 M 6 Er 7 Av	Part I, line 8 Qualification Under Itional use by domestic private an 4940(d)(2) applies, leave to the foundation liable for the sector the foundation does not qualifier the appropriate amount Base period years allendar year (or tax year beginning in) 2010 2009 2008 2007 2006 Otal of line 1, column (d) verage distribution ratio for the companion of years the foundation of the net value of noncharcultiply line 4 by line 3 Inter 1% of net investment incompanion of the content of the cont	r Section 4940(e) for Reduced the foundations subject to the section 4 this part blank of the section 4942 tax on the distributable among the following section 4940(e). Do not consider the section	ount of any year in the base plete this part expression in the base process of the process of th	sets 1,960. 0,602. 6,030. 7,813.	ne (coli	(d) Distributior umn (b) divided	X No n ratio by column (c) 0.06461 0.05772 0.06897 0.03616 0.04906 0.27654 0.05530 1,386,063 76,660

Par	t VI 🖭 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instru	uctions	;)		
	Exempt operating foundations described in section 4940(d)(2), check here	:)	- 733
	Date of ruling or determination letter: (attach copy of letter if necessary — see instrs)		n i ionite	,	*
b	Domestic foundations that meet the section 4940(e) requirements in Part V,			5	22.
	check here ► X and enter 1% of Part I, line 27b	* 6			34, 1.
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-)	1 . I v	c \$. \$		0.
3	Add lines 1 and 2			5	22.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<u> </u>			0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	 		5	22.
6	Credits/Payments:	8/38	~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	<u> </u>	
а	2011 estimated tax pmts and 2010 overpayment credited to 2011 6a 731.	1:3	j.	, (
	Exempt foreign organizations — tax withheld at source		. "/ .	·	7
	: Tax paid with application for extension of time to file (Form 8868) 6c		. * ***		73
		1.7.4	įž Š.,		
	Backup withholding erroneously withheld Total gradity and neumants. Add trace Catherine Cd.		* š	۰. ٦	ا المسا
_	Total credits and payments Add lines 6a through 6d 7	 			31.
8	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached	ļ			
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	↓			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			2	09.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax 209. Refunded 11	<u></u>			<u>0.</u>
Par	t VII-A: Statements Regarding Activities				
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		` . Y	/es	No
	participate or intervene in any political campaign?	-	1a	_	<u>X</u>
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		1 b		<u>X</u>
	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	ed			SM
	Did the foundation file Form 1120-POL for this year?	- 1	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:	Ţ.		_ 1	
_	(1) On the foundation \$ 0. (2) On foundation managers \$	0.	^ ''	š*	8
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers • S • O • .	-	l,	,,,,,	,
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	}~			X
•	If 'Yes,' attach a detailed description of the activities		2	.s.r	
		ļ		2	NA
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		3		X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	L	4a		_X
ь	olf 'Yes,' has it filed a tax return on Form 990-T for this year?		4b	N	'A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		X
	If 'Yes,' attach the statement required by General Instruction T	[<i>]</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	ŀ	~	× 1	27
	By language in the governing instrument, or		. , r Îg	is 1	`, ² ?}
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict	t	. <u> </u>		_ 3]
7	with the state law remain in the governing instrument? 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	-		XX	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions)		20 [28] 7		- ,
	OR	_			?
b	o 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			Х	لسنند
9	Is the foundation claiming status as a private operating foundation within the meaning of costion 4042(3/2) or 4042	2(1)(5)	. , 25	3, , .	لدمذ
3	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942 for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV)?	t XIV	9		X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.	s	10		х
BAA		For	m 990 -	·PF (

Par	t VII-A	Statements Regarding Activities (continued)					
11	At any ti within th	me during the year, did the foundation, directly or indirectly, own a controlled entity the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			11		X_
12	Did the fadvisory	foundation make a distribution to a donor advised fund over which the foundation or a disqual privileges? If 'Yes,' attach statement (see instructions)	ified pers	on had	12		X
13	Did the f Website	foundation comply with the public inspection requirements for its annual returns and exemptic address N/A	n applica	tion?	13	Х	_
14	The book	ks are in care of ► KEN EDWARDS Telephon			8-86	52	
15		at PO_BOX_1001_SANDY_OR ZIP + 4 P4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here		55			Ţ-
•		er the amount of tax-exempt interest received or accrued during the year	►	15			<u>/A</u>
16	At any ti bank, se	ime during calendar year 2011, did the foundation have an interest in or a signature or other a ecurities, or other financial account in a foreign country?	authority (over a	16	2	No X
	foreign o	instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the recountry ►	name of th	ne			
Pai	t VII-B	Statements Regarding Activities for Which Form 4720 May Be Required		-			
	File For	m 4720 if any item is checked in the 'Yes' column, unless an exception applies.			& ™ Y	es N	No_
1 8	a During ti	he year did the foundation (either directly or indirectly)	_	_		* 1	1
	(1) Eng	age in the sale or exchange, or leasing of property with a disqualified person?	Yes	X No	1.1 ²		9 1
	(2) Borr disq	row money from, lend money to, or otherwise extend credit to (or accept it from) a qualified person?	Yes	XNo			·
	(3) Furn	nish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No	` `)	
	(4) Pay	compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No	, 3%, ₄	ĵ.	ا ق د
	(5) Tranfor t	nsfer any income or assets to a disqualified person (or make any of either available the benefit or use of a disqualified person)?	Yes	XNo			
	foun	ee to pay money or property to a government official? (Exception. Check 'No' if the idation agreed to make a grant to or to employ the official for a period after termination overnment service, if terminating within 90 days.)	Yes	XNo			e. K
- 1	lf any ar Regulati	nswer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in ions section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions) S)?		1 b	N/A	λ
	Organiza	ations relying on a current notice regarding disaster assistance check here	•	· 🗌	3	3 2	\$
•	Did the that wer	foundation engage in a prior year in any of the acts described in 1a, other than excepted acts re not corrected before the first day of the tax year beginning in 2011?	5,		1 c	4~ \	<u>X</u>
2	Taxes o private o	n failure to distribute income (section 4942) (does not apply for years the foundation was a operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					8
•	and 6e,	end of tax year 2011, did the foundation have any undistributed income (lines 6d Part XIII) for tax year(s) beginning before 2011?	Yes	XNo			
	If 'Yes,'	list the years • 20 , 20 , 20			`y** .	. / [
ı	(relating	re any years listed in 2a for which the foundation is not applying the provisions of section 494 g to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942 s listed, answer 'No' and attach statement — see instructions)	2(a)(2) 2(a)(2) to		2b	N/F	, , , , , , , , , , , , , , , , , , ,
•		ovisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years	here			- (a)	,, '¥
	► 20	_ , 20 , 20 , 20					````
3	Did the enterpris	foundation hold more than a 2% direct or indirect interest in any business se at any time during the year?	Yes	X No			
1	or disqu by the C (3) the la	did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation is alified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approximation of commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or apse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to no if the foundation had excess business holdings in 2011.)	n ed		3b	N/I	<u>A</u>
4		foundation invest during the year any amount in a manner that would jeopardize its ile purposes?			4a		X
	jeopardi	foundation make any investment in a prior year (but after December 31, 1969) that could ize its charitable purpose that had not been removed from jeopardy before the first day of year beginning in 2011?			4b		X
RA/				E	orm 990.	DE /20	011

Form 990-PF (2011) THE STARSEED FOUND				243038 Page 6
Part VII-B Statements Regarding Activiti	es for Which Form	4720 May Be Requ	<u> ired (continued)</u>	
5a During the year did the foundation pay or incui(1) Carry on propaganda, or otherwise attemp	•	n (section 4945(e))?	Yes X	No S
(2) Influence the outcome of any specific publion, directly or indirectly, any voter registra(3) Provide a grant to an individual for travel,	tion drive?	•	Yes X	→ 1 23.26 1 1 22698 >
(4) Provide a grant to an organization other th	ian a charitable, etc, or	ganization described		
in section 509(a)(1), (2), or (3), or section (5) Provide for any purpose other than religion	ıs, charitable, scientific	, literary, or		No
educational purposes, or for the prevention b If any answer is 'Yes' to 5a(1)-(5), did any of the	he transactions fail to	qualify under the except	ions	No
described in Regulations section 53 4945 or in (see instructions)?	a current notice regard	ding disaster assistance	. ٦	5b N/A
Organizations relying on a current notice rega	rding disaster assistant	ce check here	- L	
c If the answer is 'Yes' to question 5a(4), does to tax because it maintained expenditure respons	sibility for the grant?	•	N/A Yes	No
If 'Yes,' attach the statement required by Regulation and the foundation, during the year, receive an			S	
on a personal benefit contract? b Did the foundation, during the year, pay premi	ums, directly or indirec	tly, on a personal bene		K No 6b X
If 'Yes' to 6b, file Form 8870 7a At any time during the tax year, was the found	lation a party to a proh	ıbıted tax shelter transa	ction? Yes	K No
b If 'Yes,' did the foundation receive any procee	ds or have any net inco	ome attributable to the t	ransaction?	N/A 7b
Part VIII Information About Officers, Diand Contractors	rectors, Trustees,	Foundation Manag	ers, Highly Paid	Employees,
1 List all officers, directors, trustees, foundation	n managers and their	compensation (see inst	ructions).	
(a) Name and address	(b) Title, and average hours per week devoted to position		(d) Contributions to employee benefit plans and deferred compensation	other allowances
See Statement 7	-		<u> </u>	
		0.	0	. 0.
2 Compensation of five highest-paid employee	s (other than those in	cluded on line 1— see ir	structions). 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	other allowances
None				
Total number of other employees paid over \$50,000)	-		▶ 0
BAA	TEEA0306L	12/05/11		Form 990-PF (2011)

3 Five highest-paid independent contractors for professional services (see instruc	tions). 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	•	
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical infor organizations and other beneficiaries served, conferences convened, research papers produced, etc.	mation such as the number of	Expenses
1 See Statement 8		
		10,634
2 See Statement 9		
		7,500
3 See Statement 10		1,300
		6,197
4 See Statement 11		
		5,001
		3,001
Part X-B. Summary of Program-Related Investments (see instruction	is)	
Describe the two largest program-related investments made by the foundation during t	he tax year on lines 1 and 2	Amount
1		
<u>N/A</u>		
2		
	-	
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0
RAA		Form 990-PF (201

Parτ	 initinum investment Return (All domestic foundations must complete this part. For see instructions.) 	oreign t	oungations,
1 F	air market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a A	Average monthly fair market value of securities	1a	1,111,436.
b A	Average of monthly cash balances	1 b	295,735.
c F	air market value of all other assets (see instructions)	1 c	
d٦	Total (add lines 1a, b, and c)	1 d	1,407,171.
e F	Reduction claimed for blockage or other factors reported on lines 1a and 1c		
	attach detailed explanation) 1 e 0.	1 1	
2 /	Acquisition indebtedness applicable to line 1 assets	2	0.
3 3	Subtract line 2 from line 1d	3	1,407,171.
	Cash deemed held for charitable activities Enter 1-1/2% of line 3 for greater amount, see instructions).	4	21,108.
5 1	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,386,063.
6 1	Minimum investment return. Enter 5% of line 5	6	69,303.
Part :	XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private oper and certain foreign organizations check here ► and do not complete this part.)	ating fo	oundations
1 1	Minimum investment return from Part X, line 6	1	69,303.
2a 🛚	Fax on investment income for 2011 from Part VI, line 5 22.		
b l	ncome tax for 2011 (This does not include the tax from Part VI)]" <i>[</i> [
c /	Add lines 2a and 2b	2 c	522.
3 [Distributable amount before adjustments. Subtract line 2c from line 1	3	68,781.
4	Recoveries of amounts treated as qualifying distributions	4	
5 /	Add lines 3 and 4	5	68,781.
6 (Deduction from distributable amount (see instructions)	6	
<u>7 I</u>	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	68,781.
Part	XII Qualifying Distributions (see instructions)		
1 / a l	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	81,442.
ы	Program-related investments — total from Part IX-B	1 b	
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	,** *	
	Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required)	3a	
b (Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	81,442.
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	522.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	80,920.
_ 1	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years.	er the fou	ndation
BAA			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				68,781.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 onlyb Total for prior years: 20 , 20 , 20			0.	
3 Excess distributions carryover, if any, to 2011.				
a From 2006 23.				
b From 2007				
c From 2008 20,072.				
d From 2009 8, 092.				
e From 2010 16, 957.				8735 442
f Total of lines 3a through e .	45,144.			
4 Qualifying distributions for 2011 from Part		3. 10 main 2 6		j'a a ja mai a
XII, line 4 ► \$ 81,442.				
a Applied to 2010, but not more than line 2a			0.	BA 27% i ii
b Applied to undistributed income of prior years		_		
(Election required – see instructions)		0.		<u> </u>
c Treated as distributions out of corpus				
(Election required – see instructions)				60 701
 d Applied to 2011 distributable amount e Remaining amount distributed out of corpus 	12,661.			68,781.
5 Excess distributions carryover applied to 2011	12,661.			0.
(If an amount appears in column (d), the	J			<u>U.</u>
same amount must be shown in column (a))				
6. Embou the material of and				
6 Enter the net total of each column as indicated below:				liata (atau da
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	57,805.			
b Prior years' undistributed income. Subtract		1		3. 8 : 1, 8 ; . 1 (A)
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistribut-		· -		
ed 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.	3 , 2 2 2 2	
e Undistributed income for 2010. Subtract line 4a from			_	editi i a
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.				_
7 Amounts treated as distributions out of	************			0.
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	<u> </u>			
applied on line 5 or line 7 (see instructions)	23.			
9 Excess distributions carryover to 2012.				CENTRAL AND I
Subtract lines 7 and 8 from line 6a	57,782.	KING SHAPE		
10 Analysis of line 9.		STATE	Krazki E	
a Excess from 2007				
b Excess from 2008 20,072.				MARKA 1
c Excess from 2009 8, 092.				
d Excess from 2010 16, 957.				
e Excess from 2011 12,661.				

Form 990-PF (2011) THE STARSEED FOUL				93-1243038	Page 10
Part XIV Private Operating Foundat					N/A
1a If the foundation has received a ruling or of is effective for 2011, enter the date of the	ruling		-		1042(1)(5)
b Check box to indicate whether the foundat		erating foundation d		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year (a) 2011	(b) 2010	Prior 3 years (c) 2009	(4) 2009	(e) Total
investment return from Part X for each year listed	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
b 85% of line 2a			-	 	
c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly					
for active conduct of exempt activities e Qualifying distributions made directly					
for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter				İ	
(1) Value of all assets(2) Value of assets qualifying under			 		
section 4942(j)(3)(B)(i). b 'Endowment' alternative test — enter 2/3 of	<u></u>				
minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section					
512(a)(5)), or royalties)			+		
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					
Part XV Supplementary Information assets at any time during the Information Regarding Foundation Management	e year — see in	part only if the structions.)	organization ha	ad \$5,000 or mor	e in
a List any managers of the foundation who close of any tax year (but only if they have KENNETH EDWARDS	have contributed m	ore than 2% of the than \$5,000) (See	total contributions is section 507(d)(2))	received by the found	dation before the
b List any managers of the foundation who a partnership or other entity) of which the None	own 10% or more of foundation has a 1	of the stock of a cor 10% or greater inter	poration (or an equ est	ally large portion of	the ownership of
2 Information Regarding Contribution, Gra Check here ☐ if the foundation only requests for funds. If the foundation make complete items 2a, b, c, and d	makes contributions es gifts, grants, etc.	s to preselected cha , (see instructions) t	aritable organization to individuals or org	anızatıons under oth	
a The name, address, and telephone number	er of the person to	whom applications	should be addresse	d·	
See Statement 12					
b The form in which applications should be	submitted and info	rmation and materia	als they should incli	nde.	
See Statement for Line 2a		·			
c Any submission deadlines.					
See Statement for Line 2a		 			
d Any restrictions or limitations on awards,	such as by geograp	phical areas, charita	able fields, kinds of	institutions, or other	factors
See Statement for Line 2a					
BAA	TE	EEA0310L 07/14/11		F	orm 990-PF (2011)

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)	substantial contributor	recipient	Contribution	
a Paid during the year See Statement 13	substantial contributor	recipient		
Total			► 3a	78,989.
b Approved for future payment Total			> 3b	

BAA

Part XVI-A Analysis of Income-Producing Activities

Enter*gross amounts unless otherwise indicated		Unrelated business income		Excluded by	section 512, 513, or 514	(0)	
Program service revenue:		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions)	
_							
e				-			
	and contracts from government agencies		_				
2 Mem	bership dues and assessments.		_				
3 Interes	st on savings and temporary cash investments			14		264.	
4 Divid	lends and interest from securities			14		14,028.	
	ental income or (loss) from real estate:						
	-financed property			ļ			
	debt-financed property						
	ntal income or (loss) from personal property			 - 			
	r investment income					40.070	
	or (loss) from sales of assets other than inventory					40,072.	
	ncome or (loss) from special events			 -			
	s profit or (loss) from sales of inventory revenue			\$ 1 m			
. —				+			
				+			
				 -			
e	-	- 		+			
		12 14 15		 		54 364	
12 Subt	otal Add columns (b), (d), and (e)	L/2000		k ** - * - 1		1 34,304.	
	otal Add columns (b), (d), and (e) I. Add line 12, columns (b), (d), and (e)	17.4% -344.6		(4)	13	54,364.	
13 Tota	I. Add line 12, columns (b), (d), and (e)	<u> </u>		<u> </u>	13	54,364. 54,364.	
13 Tota (See works	Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate.	tions)	ishment of Event			54, 364.	
13 Tota (See work	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See works	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. I-B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
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13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
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13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
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13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		
13 Tota (See work: Part XV Line No.	I. Add line 12, columns (b), (d), and (e) sheet in line 13 instructions to verify calculate. -B Relationship of Activities to the	ions) e Accompl		pt Purpos	es		

Form 990-PF (2011) THE STARSEED FOUNDATION 93-1243038 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

describer relating for a Transfer (1) Cash (2) Other tra (1) Sale (2) Puro (3) Rent (4) Rein (5) Loar (6) Perfor c Sharing d If the an the good	d in section 501(c) to political organizes from the reporting a rassets ansactions: as of assets to a not hases of assets from the facilities, equipment arranges or loan guarantic ormance of service of facilities, equipment any of the list, other assets, o	of the Code (other ations? on charitable exem om a noncharitable in the components of the components of the component, and the components of the component of the component of the component of the component of the component of the code	le exempt organization	yees e Column (b) should athe foundation received	always show the fair	et value in
(a) Line no	(b) Amount involved		noncharitable exempt organization	T -	ransfers, transactions, and	
N/A						<u> </u>
_						
		-				
		-				
						
		<u> </u>				
						
						
- -						
		-				
						
	 ·	-		 		
		_ 				
		_ 		<u></u>		
describe	undation directly on the section 501 (complete the following the followi	c) of the Code (oth	ted with, or related to, one or ner than section 501(c)(3)) or	more tax-exempt orga in section 527?	nizations	Yes X No
	Name of organiz		(b) Type of organization		(c) Description of re	lationship
N/A	,		(-), -),		(4) 2 2 2 2 3 2 3 2 3 3 3 3 3 3 3 3 3 3 3	
			· · · · · · · · · · · · · · · · · · ·			
Sign	penalties of perjury, I decarate of decarate of the period	clare that I have examinion of preparer (other th	ned this return, including accompanying nan taxpayer) is based on all information	n of which preparer has any kr	nowledge	May the IRS discuss this return with the preparer shown below
Here			1/9/2016	<u>President</u>	t & CEU	— (see instructions)?
Signa	Print/Type preparer's		Preparer's signature	Title Date		Yes No
_	1		1 '		Checkif	1
Paid	SEAN BERRY	<u> </u>	SEAN BERRY, CPA	<u>a </u>	self-employed	P00235755
Preparer	Firm's name		AX Associates		Firm's EIN ► 27-	1300762
Use Only	Firm's address	200 NW DIV			⊢ _ ,_,	2) 667-1610
		GKESHAM, OF	R 97030-5522		Phone no (5U	3) 667-1610
BAA						Form 990-PF (2011)

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization		Employer identification number
THE STARSEED FOUNDATION		93-1243038
Organization type (check one).		
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not to 527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treat	tad as a private foundation
	501(c)(3) taxable private foundation	ed as a private roundation
Check if your organization is covered by the Note. Only a section 501(c)(7), (8), or (10)	he General Rule or a Special Rule) organization can check boxes for both the General f	Rule and a Special Rule See instructions
General Rule X For an organization filing Form 990, 90 contributor (Complete Parts I and II)	90-EZ, or 990-PF that received, during the year, \$5,0	00 or more (in money or property) from any one
Special Rules		
== 509(a)(1) and 170(b)(1)(A)(v ₁), and rec	ling Form 990 or 990-EZ that met the 33-1/3% suppor ceived from any one contributor, during the year, a co , Part VIII, line 1h or (ii) Form 990-EZ, line 1 Comple	ontribution of the greater of (1) \$5,000 or
For a section 501(c)(7), (8), or (10) or total contributions of more than \$1,000 the prevention of cruelty to children or	ganization filing Form 990 or 990-EZ that received fro 0 for use <i>exclusively</i> for religious, charitable, scientific r animals Complete Parts I, II, and III	om any one contributor, during the year, c, literary, or educational purposes, or
contributions for use exclusively for re	ganization filing Form 990 or 990-EZ that received fro Higious, charitable, etc, purposes, but these contributi total contributions that were received during the year parts unless the General Rule applies to this organiza	ions did not total to more than \$1,000 for an exclusively religious, charitable, etc.
religious, charitable, etc, contributions	of \$5,000 or more during the year	> \$
990-PF) but it must answer 'No' on Part I'	red by the General Rule and/or the Special Rules doe V, line 2, of its Form 990, or check the box on line H eet the filing requirements of Schedule B (Form 990,	of its Form 990-EZ or on Part I, line 2, of its
BAA For Paperwork Reduction Act Notice 990EZ, or 990-PF.	ce, see the Instructions for Form 990,	Schedule B (Form 990, 990-EZ, or 990-PF) (2011

	B (Form 990, 990-EZ, or 990-PF) (2011)	Page	1 of 1 of Part 1
Name of org		' '	Identification number
	CARSEED FOUNDATION	-	243038
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN EDWARDS		Person X Payroll
	17691 SE 362ND	\$12,000.	Noncash
	SANDY, OR 97055		(Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	KENNETH EDWARDS	 -	Person X
	PO_BOX_1001	\$40,000.	Payroll Noncash
	SANDY, OR 97055		(Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZiP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- -\$_ _	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	-	Person Payroll

(Complete Part II if there is a noncash contribution)

1 to

of Part II

1

Name of organization

THE 'STARSEED FOUNDATION

Employer identification number 93-1243038

Part Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed (a) No. from Part I (d) Date received (c) FMV (or estimate) (see instructions) Description of noncash property given N/A (a) No. from Part I (b)
Description of noncash property given (c) FMV (or estimate) (see instructions) (d) Date received (b)
Description of noncash property given (d) Date received (a) No. from (c) FMV (or estimate) (see instructions) Part I (b)
Description of noncash property given (d) Date received (a) No. from (c) FMV (or estimate) (see instructions) Part I (b)
Description of noncash property given (d) (a) (c) No. from FMV (or estimate) Date received Part I (see instructions) (b)
Description of noncash property given (c) FMV (or estimate) (see instructions) (d) Date received (a) No. from Part I

BAA

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

Schedule E	(Form 990, 990-EZ, or 990-PF) (2011)		Page		1 of Part III
Name of organ	ARSEED FOUNDATION			Employer identific	
Part III	Exclusively religious, charitable, etc, i organizations that total more than \$1,0	ndividual contributions t	o section 501(c)	(7), (8), or (10)
	For organizations completing Part III, enter total contributions of \$1,000 or less for the year (Ent Use duplicate copies of Part III if additional space	of exclusively religious, charitater this information once. See inceeded	ble, etc, istructions)	► \$	N/.
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	Des	(d) cription of how g	ift is held
	N/A				
		(e) Transfer of gift			
	Transferee's name, address, ar		Relationship o	f transferor to tra	nsferee
(a)	(b)	(c)		(d)	
No. from Part I	Purpose of gift	Use of gift	Des	cription of how g	ift is held
		(e)			
	Transferee's name, address, at	Transfer of gift nd ZIP + 4	Relationship o	f transferor to tra	nsferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	Des	(d) scription of how g	ift is held
	Transferee's name, address, a	(e) Transfer of gift nd ZIP + 4	Relationship o	f transferor to tra	nsferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	Des	(d) scription of how ç	jift is held
		(e) Transfer of gift			

BAA

Relationship of transferor to transferee

Transferee's name, address, and ZIP + 4

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Client 3008	THE STARSEED FOUNDATION	93-1243038
6/26/12 Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees		09 10AM
ACCOUNTING/TAX PREPARATION	(a) (b) Net Expenses Investment Income \$ 1,850. \$ 925. Total \$ 1,850. \$ 925.	
Statement 2 Form 990-PF, Part I, Line 18 Taxes		
OR/CT12	(a) (b) Net Expenses Investment per Books Income \$ 152. \$ 152. Total \$ 152.	(c) (d) Adjusted Charitable Net Income Purposes \$ 0. \$ 0.
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses		
BANK FEES Credit Card Reward DUES AND SUBSCRIPTIONS INVESTMENT ADMIN EXPENSE MEALS OFFICE SUPPLIES POSTAGE REFERENCE MATERIAL/SUBSCRIPT TELEPHONE	(a) Expenses per Books Investment Income \$ 141. \$ 71282. 1,035. 258. 258. 388. 9. 5. 319. 160. IONS 15. 553. 414. Total \$ 2,436. \$ 908.	-282. 1,035. 388. 4. 159. 15. 139.
Statement 4 Form 990-PF, Part II, Line 10b Investments - Corporate Stocks Corporate Stocks 854 SH CHEVRON STOCK 21001.11 SH FIRST EAGLE TR F 750 SH M&T BANK 6180 SH FIRST EAGLE GLOBAL F 141.66 SH FIRST EAGLE GOLD F 7073.47 SH FIRST EAGLE OVERS	Mkt Val UND Mkt Val UND Mkt Val	Book Value 10,920. \$ 90,866. 472,708. 499,196. 10,087. 57,255. 218,157. 278,842. 3,353. 4,100. 156,096. 144,016. 871,321. \$ 1,074,275.

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ent 3008	THE STARSEED FO	DUNDATION		9	3-124303
Statement 5 Form 990-PF, Part II, Line 14 Land, Buildings, and Equipment					09 10A
Category	Basis	Accum. Deprec.	Book Value		Market lue
Furniture and Fixtures Machinery and Equipment Tota	\$ 1,552. \$ 0. 1 \$ 1,552. \$	<u> </u>		37. \$ 0. 37. \$	0. 337. 337.
Statement 6 Form 990-PF, Part II, Line 15 Other Assets					
			ook Value	 \$	
MISCELLANEOUS Statement 7		Total \$	333 333	3. \$	333.
Statement 7 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees	Title a Average H	nd ours Compe		ntri- E	xpense
Statement 7 Form 990-PF. Part VIII. Line 1	Title a	nd ours Compe		8. <u>\$</u> ntri- E	xpense ccount/ Other
Statement 7 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees Name and Address KENNETH EDWARDS 18020 SE 370TH AVE	Title a Average H <u>Per Week De</u> President	nd ours Compe	Con-but	ntri- E ion to Ac	xpense ccount/ Other
Statement 7 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees Name and Address KENNETH EDWARDS 18020 SE 370TH AVE SANDY, OR 97055 JOAN CLARK 956 OAK STREET	Title a Average H Per Week De President 10.00	nd ours Compe	Con-but on EBF	ntri- E ion to Ac & DC 0. \$	xpense ccount/ Other
Statement 7 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees Name and Address KENNETH EDWARDS 18020 SE 370TH AVE SANDY, OR 97055 JOAN CLARK 956 OAK STREET SILVERTON, OR 97381 TOM SCHAEFER 3725 THOMSEN ROAD	Title a. Average H. Per Week De President 10.00 Director 0.25 Secretary	nd ours Compe	Conbut but n EBF	ntri- E ion to Ac o & DC 0. \$	xpense ccount/ Other 0
Statement 7 Form 990-PF, Part VIII, Line 1 List of Officers, Directors, Trustees Name and Address KENNETH EDWARDS 18020 SE 370TH AVE SANDY, OR 97055 JOAN CLARK 956 OAK STREET SILVERTON, OR 97381 TOM SCHAEFER 3725 THOMSEN ROAD HOOD RIVER, OR 97031 CRAIG CLARK 956 OAK STREET	Title a. Average H. Per Week De President 10.00 Director 0.25 Secretary 0.25 Director	nd ours Compe	Conbut but EBF 0. \$	ntri- E ion to Ac O & DC 0. \$	xpense

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Federal Statements

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Client 3008

THE STARSEED FOUNDATION

93-1243038

6/26/12

09:10AM

Statement 8
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Direct Charitable Activities

Expenses

HEAD START-CLACKAMAS COUNTY, OREGON

10,634.

STARSEED FOUNDATION PROVIDED A MUSICAL "CHIME WALL" FOR EACH OF 7 HEAD START PLAYGROUNDS IN CLACKAMAS COUNTY, OREGON. EACH 'CHIME WALL' IS DESIGNED FOR USE BY CHILDREN AGED 3,4, AND 5, ALLOWING CHILDREN TO CREATE AND EXPERIENCE MUSIC IN A PLAYGROUND (SAFE) SETTING. THE 7 LOCATIONS SERVE 618 CHILDREN, MOST OF WHOSE FAMILIES FALL WITHIN THE FEDERAL POVERTY CLASSIFICATION, AS WELL AS 30% FALLING UNDER THE DISADVANTAGED POPULATION. THE STRUCTURES ARE PERMANENT, AND ARE EXPECTED TO LAST 10 TO 20 YEARS - EXPOSING AN ESTIMATED POPULATION OF 6,000 - 12,000 CHILDREN TO THE CREATION OF MUSIC.

Statement 9
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

Direct Charitable Activities

Expenses

SCHOOL AND COMMUNITY REUSE ACTION PROJECT (SCRAP)

7,500.

STARSEED FOUNDATION FUNDED TWO SCRAP PROGRAMS IN 2011. THE FOUNDATION MADE A DONATION OF \$5,000 IN CONTINUING SUPPORT OF FILL MINDS, NOT LANDFILLS. FMNL IS DESIGNED TO WORK WITH LOCAL BUSINESSES IN THE PORTLAND AREA, AND DIVERT MATERIALS FROM THE WASTE STREAM, (50,000 POUNDS SINCE JULY 2011) GIVING THEM A SECOND OR THIRD USE. THE SECOND DONATION WAS A CHALLENGE GRANT OF \$2,500, MATCHED BY COMMUNITY DONATIONS, TO PURCHASE A NEW VEHICLE TO ALLOW SCRAP TO COLLECT THE DONATIONS FROM LOCAL BUSINESSES. EACH POUND OF DONATED/COLLECTED MATERIAL GENERATED \$1.93 OF INCOME TO SCRAP, ALLOWING THEM TO EXPAND THEIR ENVIRONMENTAL EDUCATION OUTREACH PROGRAMS.

Statement 10 Form 990-PF, Part IX-A, Line 3 Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>

<u>Expenses</u>

OREGON SHAKESPEARE FESTIVAL

6,197.

DURING THE 2011 SEASON, EDUCATION PROGRAM DONORS HELPED PROVIDE: 880 ON-CAMPUS WORKSHOPS, CLASSES AND DISCUSSIONS, 76,333 DEEPLY DISCOUNTED TICKETS, 555 SCHOOL VISIT PROGRAM EVENTS AT MORE THAN 100 DIFFERENT SCHOOLS MAKING 67,000 CONNECTIONS WITH STUDENTS, TEACHERS, FAMILIES, AND THE COMMUNITY, A TWO-WEEK INTENSIVE SEMINAR FOR 65 HIGH SCHOOL JUNIORS.

FOR TEACHERS: 853 RECEIVED STUDY GUIDES, WORKSHOPS AND SEMINARS. 134 ATTENDED PROFESSIONAL DEVELOPMENT TRAINING, DESIGNED TO PROVIDE INSIGHT AND STRATEGIES FOR BRINGING SHAKESPEAR ALIVE IN THE CLASSROOM AND ON VISITS TO OSF.

2011

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Client 3008

THE STARSEED FOUNDATION

93-1243038

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Statement 11 Form 990-PF, Part IX-A, Line 4 **Summary of Direct Charitable Activities**

Direct Charitable Activities

Expenses

WHITE BIRD NEST PROGRAM

5,001.

WHITE BIRD IS A DANCE PROMOTER, BRINGING PROFESSIONAL DANCE COMPANIES TO PORTLAND. THE STARSEED FOUNDATION CONTRIBUTION SUPPORTS THEIR NEST (NO EMPTY SEATS TODAY) PROGRAM, IN WHICH SEATS ARE PROVIDED FREE TO NON-PROFIT AGENCIES THROUGHOUT PORTLAND, ALLOWING DISADVANTAGED INDIVIDUALS TO ATTEND PERFORMANCES. THE MONEY ALSO GOES TOWARDS THE WHITE BIRD/PORTLAND SCHOOLS EDUCATIONAL PROGRAM, DIRECTLY IMPACTING SOME 2,800 TO 4,000 CHILDREN YEARLY, WITH AN EXTENSIVE CURRICULUM AND ATTENDING A FREE PERFORMANCE BY ONE OF THE COMPANIES DURING THE SEASON.

Statement 12 Form 990-PF, Part XV, Line 2a-d **Application Submission Information**

Name of Grant Program:

Name:

Care Of:

Street Address: City, State, Zip Code:

Telephone:

Form and Content:

VARIOUS COMMUNITY GRANTS

STARSEED FOUNDATION

KENNETH EDWARDS

PO BOX 1001 SANDY, OR 97055

503-668-8662

POST OFFICE CORRESPONDENCE IN LETTERHEAD PAPER FORMAT.

REQUEST REQUIRES THE FOLLOWING INFORMATION:

(1)NAME AND ADDRESS OF REQUESTING ORGANIZATION

(2)

NAME OF SUBMITTING PERSON DESCRIPTION OF WHAT IS REQUESTED AND WHY IT IS NEEDED (3)AND WHO WILL BENEFIT FROM THE GRANT. A TIME TABLE OR PLAN

FOR DISBURSEMENT IS HELPFUL.

Submission Deadlines:

THERE ARE NO SUBMISSION DEADLINES.

Restrictions on Awards: THERE ARE NO RESTRICTIONS ON AWARDS, HOWEVER, EDUCATION

PROGRAM ASSISTANCE IS GIVEN PRIORITY.

Statement 13 Form 990-PF, Part XV, Line 3a **Recipient Paid During the Year**

Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	 Amount
TICKETS FOR THEATRE PRODUCTION Total PORTLAND, OR			ARTISTIC PROGRAM	\$ 205.
ART MEDIA PORTLAND, OR			ART SUPPORT	192.

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Client 3008	THE STARSEED FO	UNDATION		93-1243038
6/26/12				09:10AM
Statement 13 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee Relationship	Found- ation Status	Purpose of <u>Grant</u>	Amount
CASA 1401 NE 68TH AVE PORTLAND, OR 97213			MISC COMM SUPPORT	\$ 2,949.
FRIENDS OF HOOD RIVER READS 502 STATE STREET HOOD RIVER, OR 97031			LITERACY PROGRAMS	1,500.
HUMAN SOLUTIONS 12350 SE POWELL BLVD PORTLAND, OR 97236			HUNGER ORGANIZATIONS	450.
IMPACT NORTHWEST 4610 SE BELMONT PORTLAND, OR 97215			SENIOR CITIZEN PROGRAM SUPPORT	1,500.
JEFFERSON HIGH SCHOOL 5210 N KERBY PORTLAND, OR 97217			DANCE ORGANIZATIONS	667.
LOAVES & FISHES 7710 SE 31ST AVE PORTLAND, OR 97280			HUNGER ORGANIZATIONS	103.
NORTH BRANCH SCHOOL 898 LINCOLN ROAD RIPTON, VT 5766			MIDDLE SCHOOLS PROGRAMS	500.
OREGON BALLET THEATRE 818 SE 6TH AVE PORTLAND, OR 97214			DANCE ORGANIZATIONS	678.
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVE PORTLAND, OR 97219			MISC COMM SUPPORT	29.
OREGON REPERTORY SINGERS 9320 SW BARBUR BLVD PORTLAND, OR 97219			MUSIC PROGRAMS	1,000.
OREGON SHAKESPEARE FESTIVAL 15 S PIONEER ASHLAND, OR 97520			THEATRE PROGRAM	6,197.
OREGON TRAIL SCHOOL DISTRICT PO BOX 5437 SANDY, OR 97055			TRANSPORT TO LIBRARY & AFTER SCHOOL PROGRAMS	682.
OUR HOUSE OF PORTLAND 2727 SE ALDER PORTLAND, OR 97214			EDUCATION	5,670.

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Client 3008	THE STARSEED FO	UNDATION		93-1243038
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Statement 13 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	Amount
PEAR 338 NW 6TH AVE PORTLAND, OR 97209			ARTISTIC PROGRAM	\$ 500.
PORTLAND ART MUSEUM 1219 SW PARK AVE PORTLAND, OR 97205			CREATIVE ARTS ORG SUPPORT	40.
SANDY ACTION CENTER FOOD DRIVE 38982 PIONEER BLVD SANDY, OR 97055			HUNGER ORGANIZATIONS	1,657.
SCRAP 2915 NE MLK BLVD PORTLAND, OR 97212			ARTISTIC PROGRAM	7,500.
SPECIAL OLYMPICS OREGON 5901 SW MACADAM AVE PORTLAND, OR 97239			MISC COMM SUPPORT	100.
WHITE BIRD NEST PO BOX 99 PORTLAND, OR 97207			DANCE ORGANIZATIONS	5,001.
ASHLAND HIGH SCHOOL 201 S MOUNTAIN AVE ASHLAND, OR 97520			EDUCATION SUPPORT	1,000.
DRESS FOR SUCCESS 1532 NE 37TH AVE STE B PORTLAND, OR 97232			COMMUNITY SUPPORT	500.
FREE GEEK 1731 SE 10TH AVENUE PORTLAND, OR 97214			ENVIRONMENTAL SUPPORT	150.
SITKA CENTER FOR ART AND ECOLOGY PO BOX 65 OTIS, OR 97368			COMMUNITY SUPPORT	150.
SOLV 5193 NE ELM YOUNG PARKWAY STE B HILLSBORO, OR 97124			ENVIRONMENTAL SUPPORT	100.
PIXIE PROJECT 510 NE MLK BLVD PORTLAND, OR 97232			ANIMAL WELFARE	1,477.

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Client 3008	THE STARSEED FO	UNDATION		93-1243038
6/26/12 Statement 13 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year		•		09 10AM
Name_and_Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	Amount
SNOWCAP COMMUNITY CHARITIES 17805 SE STARK ST PORTLAND, OR 97233			FOOD PANTRY/HOMELESS SHELTER	\$ 3,771.
SHARE OUR STRENGTH/TASTE OF THE NATION 1730 M ST NW, STE 700 WASHINGTON DC, 20036				541.
ROCK'N'ROLL CAMP FOR GIRLS 5202 N ALBINA AVE PORTLAND, OR 97217			MUSIC FOR GIRLS	250.
OREGON COLLEGE OF ART 8245 SW BARNES RD PORTLAND, OR 97225			EDUCATION SUPPORT	3,100.
CLARKES ELEMENTARY MUSIC & ARTS EDUCATIO PO BOX 215 BEAVERCREEK, OR 97004			ELEMENTARY SCHOOL MUSIC PROGRAM	2,500.
HEAD START - CLACKAMAS COUNTY CHILDREN'S 16518 SE RIVER RD MILWAUKIE, OR 97267			MUSIC OPPORTUNITIES	10,634.
E2 FOUNDATION PO BOX 20728 PORTLAND, OR 97294			ART EDUCATION	5,000.
ST. MARKS NURSERY SCHOOL 100 N STATE RD 46 BLOOMINGTON, IN 47408			MUSICAL INSTRUMENTS	900.
KRCB PUBLIC TELEVISION 5850 LABATH AVE ROHNERT PARK, CA 94928			CONSERVATION - MOVIE ON MARION COUNTY	2,500.
THREE RIVERS CHARTER SCHOOL 4975 WILLAMETTE FALLS DR WEST LINN, OR 97068			SCHOOL SUPPORT	255.
METROPOLITAN YOUTH SYMPHONY 4800 SW MACADAM AVE, #105 PORTLAND, OR 97239			YOUTH CHOIR	1,000.
HUNTINGTON'S DISEASE SOCIETY 505 8TH AVE, #902 NEW YORK, NY 10018			SUPPORT RESEARCH	108.

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Client 3008	THE STARSEED FO	UNDATION			93-1243038
6/26/12 Statement 13 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				-	09 10AM
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant		Amount
SANDY ACTORS CHILDREN'S THEATER 17433 MEINING AVE SANDY, OR 97055	-		COMMUNITY THEATER SUPPORT	\$	300.
SANDY HIGH SCHOOL 17100 SE BLUFF RD SANDY, OR 97055			JUNIOR OLYMPIC WATER POLO TEAM SUPPORT		500.
PLANNED PARENTHOOD 3727 NE MLK BLVD PORTLAND, OR 97212			MEDICAL/ABORTION SUPPORT		250.
OCEANSIDE MUSEUM OF ART 704 PIER VIEW WAY OCEANSIDE, CA 92054			ART EXPOSURE		102.
DOGWOOD PET HOSPITAL 1440 E POWELL BLVD GRESHAM, OR 97030			PASS-THROUGH DONATION OF DOG FOOD FOR HOMELESS PETS		500.
HOOD RIVER VALLEY HIGH SCHOOL 1220 INDIAN CREEK RD HOOD RIVER, OR 97031			SUPPORT CHORAL GROUP		1,500.
ANT FARM 39140 PROCTOR BLVD SANDY, OR 97055			YOUTH ORGANIZATION		100.
MIDLAND SCHOOL 5100 FIGUEROA MTN RD LOS OLIVOS, CA 93441			METALSMITH PROGRAM		2,749.
WORK TRAINING CENTER 2140 FAIR STREET CHICO, CA 95928					632.
OREGON CHILDREN'S THEATER 1939 NE SANDY BLVD PORTLAND, OR 97232					100.
IMAGO THEATER 17 SE 8TH AVE PORTLAND, OR 97214			THEATER ATTENDANCE FOR CHILDREN		750.
MERCY CORPS PO BOX 2669, DEPT W PORTLAND, OR 97208					250.

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Client 3008	THE STARSEED FO	OUNDATION		93-1243038
Statement 13 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				09 10AM
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
NATIONAL MS SOCIETY 104 SW CLAY ST PORTLAND, OR 97201				\$ 200.
			Total	\$ 78,989.