



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011

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

, and ending

Name of foundation

THE BAKER STREET FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite  
1140

135 MAIN STREET

City or town, state, and ZIP code

SAN FRANCISCO, CA 94105

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name changeH Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year **►\$ 67,911,862.** (from Part II, col. (c), line 16) J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,055,002.	1,055,002.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		7,447,911.			
b Gross sales price for all assets on line 6a	20,794,779.				
7 Capital gain net income (from Part IV, line 2)			7,447,911.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	21,2012	218,417.	218,417.		STATEMENT 2
12 Total. Add lines 1 through 11		8,721,330.	8,721,330.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	29,000.	14,500.		14,500.
c Other professional fees	STMT 4	175,166.	175,166.		0.
17 Interest					
18 Taxes	STMT 5	142,875.	17,865.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		11,261.	0.		11,261.
22 Printing and publications					
23 Other expenses	STMT 6	225.	0.		225.
24 Total operating and administrative expenses. Add lines 13 through 23		358,527.	207,531.		25,986.
25 Contributions, gifts, grants paid		5,320,000.			5,320,000.
26 Total expenses and disbursements. Add lines 24 and 25		5,678,527.	207,531.		5,345,986.
27 Subtract line 26 from line 12:		3,042,803.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			8,513,799.		
c Adjusted net income (if negative, enter -0-)				N/A	

123501  
12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011) 19

94

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing				
2	Savings and temporary cash investments		2,913,152.	2,182,995.	2,182,995.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 9	4,812,160.	0.	0.
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 10	59,891,938.	63,560,874.	65,728,867.
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ► )				
16	Total assets (to be completed by all filers)		67,617,250.	65,743,869.	67,911,862.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ► )				
23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ►	<input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted		67,617,250.	65,743,869.	
25	Temporarily restricted				
26	Permanently restricted				
Foundations that do not follow SFAS 117, check here ►	<input type="checkbox"/>				
and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		67,617,250.	65,743,869.	
31	Total liabilities and net assets/fund balances		67,617,250.	65,743,869.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	67,617,250.
2	Enter amount from Part I, line 27a	2	3,042,803.
3	Other increases not included in line 2 (itemize) ►	3	4,188,961.
4	Add lines 1, 2, and 3	4	74,849,014.
5	Decreases not included in line 2 (itemize) ►	5	9,105,145.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	65,743,869.

Form 990-PF (2011)

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>				VARIOUS	VARIOUS
<b>b CAPITAL GAIN DIVIDENDS</b>				VARIOUS	VARIOUS
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>		<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<b>a 20,766,612.</b>			<b>13,346,868.</b>	<b>7,419,744.</b>	
<b>b 28,167.</b>				<b>28,167.</b>	
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
<b>(i) F.M.V. as of 12/31/69</b>		<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>	<b>(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>	
<b>a</b>				<b>7,419,744.</b>	
<b>b</b>				<b>28,167.</b>	
<b>c</b>					
<b>d</b>					
<b>e</b>					
2 Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>				<b>2</b>	<b>7,447,911.</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8				<b>3</b>	<b>N/A</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	<b>3,601,675.</b>	<b>66,187,433.</b>	<b>.054416</b>
2009	<b>3,305,452.</b>	<b>50,663,498.</b>	<b>.065243</b>
2008	<b>3,640,983.</b>	<b>53,731,181.</b>	<b>.067763</b>
2007	<b>4,015,625.</b>	<b>61,508,047.</b>	<b>.065286</b>
2006	<b>4,034,302.</b>	<b>57,101,730.</b>	<b>.070651</b>

2 Total of line 1, column (d)

**2 .323359**

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

**3 .064672**

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

**4 72,241,979.**

5 Multiply line 4 by line 3

**5 4,672,033.**

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

**6 85,138.**

7 Add lines 5 and 6

**7 4,757,171.**

8 Enter qualifying distributions from Part XII, line 4

**8 5,345,986.**If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	85,138.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.	
3	Add lines 1 and 2	3	85,138.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	85,138.	
6	<b>Credits/Payments:</b>			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	35,352.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	80,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	115,352.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	918.	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	29,296.	
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> ► 29,296. Refunded ► 11 0.			

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? **1a**  **1b**  **1c**

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  
(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
*If "Yes," attach a detailed description of the activities.*

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  
b If "Yes," has it filed a tax return on Form 990-T for this year?  
**N/A**

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  
• By language in the governing instrument, or  
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?  
**6**  **7**

7 Did the foundation have at least \$5,000 in assets at any time during the year?  
*If "Yes," complete Part II, col. (c), and Part XV.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **CA**  
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation* **8b**

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV* **9**

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* **10**

## Part VII-A Statements Regarding Activities (continued)

11		
12		X
13	X	
14	ROY BUKSTEIN 135 MAIN STREET #1140, SAN FRANCISCO, CA	Telephone no. (415) 356-2012 ZIP+4 94105
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	
16	15	N/A
16	Yes	No
	X	

Website address ► N/A

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
1b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	X No
b If "Yes," list the years ►	2b	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	N/A	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to:

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

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

 Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ►

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

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

►

0

Form 990-PF (2011)

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MAIN MANAGEMENT - 601 CALIFORNIA ST, STE 615, SAN FRANCISCO, CA 94108	ASSET MANAGEMENT	0.
OFFIT HALL CAPITAL MANAGEMENT LLC - ONE MARITIME PLAZA 5TH FLOOR, SAN FRANCISCO, CA	INVESTMENT ADVISORY	0.
MMM MANAGEMENT INC - 135 MAIN STREET #1140, SAN FRANCISCO, CA 94105	MANAGEMENT	0.

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

►

0

**Part IX-A** **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1	N/A	
2		
3		
4		

**Part IX-B** **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		
<b>Total.</b> Add lines 1 through 3	►	0.

Form 990-PF (2011)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	67,745,420.
b Average of monthly cash balances	1b	5,596,691.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	73,342,111.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	73,342,111.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,100,132.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	72,241,979.
6 Minimum investment return. Enter 5% of line 5	6	3,612,099.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	3,612,099.
2a Tax on investment income for 2011 from Part VI, line 5	2a	85,138.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	85,138.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,526,961.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	3,526,961.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,526,961.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,345,986.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,345,986.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	85,138.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,260,848.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,526,961.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	1,531,291.			
b From 2007	1,012,969.			
c From 2008	1,078,648.			
d From 2009	861,331.			
e From 2010	426,674.			
f Total of lines 3a through e	4,910,913.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 5,345,986.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				3,526,961.
e Remaining amount distributed out of corpus	1,819,025.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	6,729,938.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	1,531,291.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	5,198,647.			
10 Analysis of line 9:				
a Excess from 2007	1,012,969.			
b Excess from 2008	1,078,648.			
c Excess from 2009	861,331.			
d Excess from 2010	426,674.			
e Excess from 2011	1,819,025.			



## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
STATEMENT A				5,320,000.
<b>Total</b>			► 3a	5,320,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related-or-exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,055,002.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	218,386.	
8 Gain or (loss) from sales of assets other than inventory			18	7,447,911.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>AGENCY FEES</u>			01	31.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		8,721,330.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		8,721,330.

(See worksheet in line 13 instructions to verify calculations.)

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

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



12/31/2011

## Form 990-PF

## Grants and Contributions Paid During the Year

Recipient's Name	Purpose of Grant	Recipient Relationship	Foundation Status of Recipient	Item Amount
826 Valencia	Charitable Contribution	None	509(a)(1)	\$ 20,000.00
Alzheimer's Association	Charitable Contribution	None	509(a)(1)	\$ 70,000.00
American Conservatory Theater	Charitable Contribution	None	509(a)(1)	\$ 120,000.00
Bay Area Discovery Museum	Charitable Contribution	None	509(a)(1)	\$ 50,000.00
Cal Performances	Charitable Contribution	None	501(c)(3)	\$ 20,000.00
California Academy of Science	Charitable Contribution	None	509(a)(1)	\$ 100,000.00
Camp Sunburst	Charitable Contribution	None	509(a)(1)	\$ 40,000.00
Children's Creativity Museum	Charitable Contribution	None	509(a)(1)	\$ 15,000.00
Creative Growth	Charitable Contribution	None	509(a)(1)	\$ 5,000.00
Cypress String Quartet	Charitable Contribution	None	509(a)(1)	\$ 25,000.00
Earthjustice	Charitable Contribution	None	509(a)(1)	\$ 50,000.00
Exploratorium	Charitable Contribution	None	509(a)(1)	\$ 50,000.00
Exploratorium	Charitable Contribution	None	509(a)(1)	\$ 1,000,000.00
FAIS	Charitable Contribution	None	School	\$ 50,000.00
Fine Arts Museum of San Francisco	Charitable Contribution	None	509(a)(1)	\$ 5,000.00
Fort Mason	Charitable Contribution	None	509(a)(2)	\$ 25,000.00
German School of San Francisco	Charitable Contribution	None	509(a)(2)	\$ 25,000.00
Girls Inc	Charitable Contribution	None	509(a)(1)	\$ 30,000.00
Golden Gate National Parks Conservancy	Charitable Contribution	None	509(a)(2)	\$ 50,000.00
KIPP Foundation	Charitable Contribution	None	509(a)(1)	\$ 25,000.00
KQED Signal Society	Charitable Contribution	None	509(a)(1)	\$ 50,000.00
Magic Theatre	Charitable Contribution	None	509(a)(1)	\$ 50,000.00
Memorial Sloan Kettering	Charitable Contribution	None	Hospital	\$ 100,000.00
Museum of Performance & Design	Charitable Contribution	None	509(a)(1)	\$ 20,000.00
National Osteoporosis Foundation	Charitable Contribution	None	509(a)(1)	\$ 5,000.00
NOW	Charitable Contribution	None	501(c)(3)	\$ 5,000.00
ODC/Dance	Charitable Contribution	None	509(a)(1)	\$ 25,000.00
Planned Parenthood	Charitable Contribution	None	509(a)(1)	\$ 10,000.00
Pollinator Partnership	Charitable Contribution	None	509(a)(1)	\$ 20,000.00
Project Open Hand-San Francisco	Charitable Contribution	None	509(a)(1)	\$ 30,000.00
Ronald McDonald House	Charitable Contribution	None	509(a)(1)	\$ 10,000.00
San Francisco Ballet	Charitable Contribution	None	509(a)(1)	\$ 1,000,000.00
San Francisco Ballet	Charitable Contribution	None	509(a)(1)	\$ 1,000,000.00
San Francisco Chronicle Season of Sharing	Charitable Contribution	None	509(a)(1)	\$ 150,000.00
San Francisco Food Bank	Charitable Contribution	None	509(a)(1)	\$ 200,000.00
San Francisco Free Clinic	Charitable Contribution	None	Hospital	\$ 75,000.00
San Francisco Friends of Chamber Music	Charitable Contribution	None	509(a)(1)	\$ 30,000.00
San Francisco Jazz Festival	Charitable Contribution	None	509(a)(2)	\$ 100,000.00
San Francisco Library Foundation	Charitable Contribution	None	509(a)(2)	\$ 150,000.00
San Francisco Performances	Charitable Contribution	None	509(a)(2)	\$ 30,000.00
SEEDS	Charitable Contribution	None	501(c)(3)	\$ 10,000.00
Shanti	Charitable Contribution	None	509(a)(1)	\$ 10,000.00
Squaw Valley Community Winters	Charitable Contribution	None	509(a)(1)	\$ 25,000.00
Stern Grove Festival	Charitable Contribution	None	509(a)(1)	\$ 20,000.00
Tipping Point	Charitable Contribution	None	509(a)(2)	\$ 125,000.00
TNDC	Charitable Contribution	None	509(a)(2)	\$ 25,000.00
UCSF Cancer Foundation	Charitable Contribution	None	Hospital	\$ 225,000.00
Vital Bridges	Charitable Contribution	None	509(a)(1)	\$ 20,000.00
Youth Tennis Advantage	Charitable Contribution	None	509(a)(2)	\$ 25,000.00

Total Grants

\$ 5,320,000.00



Form 990, Part IV - Summary of Publicly Traded Securities			
12/31/2011	11/11/1994 05/13/2011	100.00 ORACLE CORPORATION	3,531 207 3,324
	11/11/1994 05/13/2011	164.00 ORACLE CORPORATION	5,791 339 5,451
	11/11/1994 05/13/2011	10,300.00 ORACLE CORPORATION	363,695 21,307 342,388
	11/11/1994 05/13/2011	300.00 ORACLE CORPORATION	10,594 621 9,974
		163,000.00	5,467,521 337,182 5,130,340
SCHWAB 4866-2904	Long Positions		
12/21/2006	2/18/2011	14671 EMERGING INTL	660,178 546,464 113,714
12/26/2008	2/18/2011	14160 EMERGING INTL	637,184 339,042 298,142
5/19/2009	2/18/2011	3969 EMERGING INTL	178,600 127,965 50,636
			1,475,963 1,013,471 462,492
Short Positions			
12/15/2010	1/21/2011	-503 SPY Jan 2011 125 000 call	89,775 174,897 (85,122)
12/20/2010	1/21/2011	-323 EEM Jan 2011 46,000 call	34,224 21,008 13,216
12/21/2010	1/21/2011	-527 EFA Jan 2011 58,000 call	48,001 63,959 (15,958)
12/17/2010	1/22/2011	-310 IWM Jan 2011 78,000 call	51,275 - 51,275
12/17/2010	1/22/2011	-323 EEM Jan 2011 47,000 call	23,430 - 23,430
1/21/2011	2/10/2011	-323 EEM Feb 2011 47,000 call	30,804 2,421 28,383
1/24/2011	2/10/2011	-323 EEM Feb 2011 47,000 call	29,896 2,421 27,475
1/24/2011	2/17/2011	-310 IWM Feb 2011 78,000 call	52,729 156,815 (104,086)
1/21/2011	2/17/2011	-253 SPY Feb 2011 128,000 call	61,446 151,880 (90,434)
2/10/2011	2/18/2011	-318 EEM Feb 2011 46,000 call	6,547 12,091 (5,544)
1/21/2011	2/18/2011	-250 SPY Feb 2011 129,000 call	45,455 123,810 (88,355)
1/21/2011	2/18/2011	-527 EFA Feb 2011 60,000 call	42,894 94,098 (51,204)
2/10/2011	2/19/2011	-328 EEM Feb 2011 45,000 call	23,189 - 23,189
2/18/2011	3/15/2011	-318 EEM Mar 2011 46,000 call	39,399 6,329 33,070
2/17/2011	3/18/2011	-310 IWM Mar 2011 83,000 call	57,540 342 57,197
2/18/2011	3/18/2011	-527 EFA Mar 2011 62,000 call	56,881 561 56,319
2/17/2011	3/18/2011	-253 SPY Mar 2011 134,000 call	51,551 270 51,281
2/18/2011	3/18/2011	-250 SPY Mar 2011 134,000 call	53,467 267 53,200
2/22/2011	3/19/2011	-94 CALL SPDR S&P 500 ETF TR \$133 EXP 03/19/	15,919 - 15,919
3/18/2011	4/15/2011	-527 EFA Apr 2011 58,000 call	78,556 155,199 (76,643)
3/18/2011	4/15/2011	-318 EEM Apr 2011 45,000 call	49,088 126,606 (77,518)
3/18/2011	4/15/2011	-310 IWM Apr 2011 79,000 call	73,436 126,512 (53,076)
3/18/2011	4/15/2011	-503 SPY Apr 2011 128,000 call	147,574 193,684 (46,110)
3/21/2011	4/15/2011	-94 CALL SPDR S&P 500 ETF TR \$130 EXP 04/15/	21,307 16,481 4,826
4/15/2011	5/20/2011	-597 SPY May 2011 133,000 call	103,680 49,956 53,724
4/15/2011	5/21/2011	-318 EEM May 2011 49,000 call	39,717 - 39,717
4/15/2011	5/21/2011	-310 IWM May 2011 84,000 call	47,087 - 47,087
4/15/2011	5/21/2011	-527 EFA May 2011 61,000 call	68,838 68,838
5/20/2011	6/6/2011	-597 SPY Jun 2011 135,000 call	85,430 4,085 81,345
5/22/2011	6/7/2011	-155 IWM Jun 2011 84,000 call	19,963 1,582 18,381
5/22/2011	6/18/2011	-263 EFA Jun 2011 62,000 call	9,895 - 9,895
6/14/2011	6/18/2011	-300 SPY Jun 2011 130,000 call	12,503 - 12,503
5/24/2011	6/18/2011	-159 EEM Jun 2011 46,000 call	22,228 - 22,228
5/27/2011	6/18/2011	-159 EEM Jun 2011 48,000 call	11,712 - 11,712



FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LONGLEAF FUND	50,931.	0.	50,931.
OAKMARK FUND	27,589.	0.	27,589.
PIMCO FUND	301,926.	0.	301,926.
SCHWAB #4866-2904	336,931.	0.	336,931.
SCHWAB #4866-4521	337,492.	0.	337,492.
WELLS FARGO	133.	0.	133.
TOTAL TO FM 990-PF, PART I, LN 4	1,055,002.	0.	1,055,002.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	191,699.	191,699.	
HLP CREDIT DISLOCATION FUND LP	26,687.	26,687.	
AGENCY FEES	31.	31.	
TOTAL TO FORM 990-PF, PART I, LINE 11	218,417.	218,417.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	29,000.	14,500.		14,500.
TO FORM 990-PF, PG 1, LN 16B	29,000.	14,500.		14,500.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	175,166.	175,166.		0.
TO FORM 990-PF, PG 1, LN 16C	175,166.	175,166.		0.

## FORM 990-PF

## TAXES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	125,000.	0.		0.
FOREIGN TAXES-OAKMARK	5,360.	5,360.		0.
FOREIGN TAXES-SCHWAB 2904	12,505.	12,505.		0.
FRANCHISE TAX BOARD	10.	0.		0.
TO FORM 990-PF, PG 1, LN 18	142,875.	17,865.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRY OF CHARITABLE TRUSTS	225.	0.		225.
TO FORM 990-PF, PG 1, LN 23	225.	0.		225.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
-------------	--	-------------

DESCRIPTION	AMOUNT
CONTRIBUTIONS ON TAX RETURN NOT ON BOOKS	763,754.
FOREIGN TAX EXPENSE ON RETURN NOT ON BOOKS	17,864.
OTHER EXPENSES ON RETURN NOT ON BOOKS	28,531.
PRIOR YEAR ADJUSTMENTS	3,325,798.
OTHER ADJUSTMENTS	53,014.
<b>TOTAL TO FORM 990-PF, PART III, LINE 3</b>	<b>4,188,961.</b>

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
-------------	--	-------------

DESCRIPTION	AMOUNT
DIVIDEND INCOME REPORTED ON TAX RETURN NOT RECORDED ON BOOKS	113,904.
LOSS REPORTED ON BOOKS NOT RECORDED IN TAX RETURN	8,461,760.
K-1 INCOME ON RETURN NOT ON BOOKS	529,481.
<b>TOTAL TO FORM 990-PF, PART III, LINE 5</b>	<b>9,105,145.</b>

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
-------------	-----------------	-------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ORACLE CORPORATION	0.	0.
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>0.</b>	<b>0.</b>

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OAKMARK FUND	COST	3,739,245.	3,937,293.
AURELIUS CAPITAL MANAGEMENT	COST	3,000,000.	4,640,520.
CLOSE BROTHERS (CAYMAN) LTD	COST	3,000,000.	4,710,182.
LANSDOWNE EUROPEAN EQUITY FUND	COST	2,000,000.	2,269,395.
LONGLEAF PARTNERS FUND	COST	4,119,385.	2,869,981.
FARALLON CAPITAL INST PARTNERS, LP	COST	6,054,000.	6,054,000.
OAKMARK INTERNATIONAL FUND	COST	4,799,187.	3,663,783.

## THE BAKER STREET FOUNDATION

94-3192365

PIMCO TOTAL RETURN FUND	COST	5,597,066.	5,670,474.
ROYAL CAPITAL VALUE FUND	COST	3,000,000.	3,269,385.
PROSPECT HARBOR FUND	COST	2,000,000.	1,382,992.
HCP PRIVATE EQUITY FUND III	COST	580,000.	659,610.
HCP PRIVATE EQUITY FUND IV	COST	1,030,000.	979,155.
SCHWAB #4866-2904	COST	14,427,853.	15,322,276.
HCP CREDIT DISLOCATION FUND	COST	97,571.	197,983.
AMANSA FEEDER LTD	COST	1,500,000.	1,175,000.
DODGE & COX INCOME FUND	COST	6,876,207.	7,240,404.
WGI EMERGING MARKETS FUND, LLC	COST	1,500,000.	1,487,574.
HCP PRIVATE EQUITY FUND V	COST	240,360.	198,860.
<b>TOTAL TO FORM 990-PF, PART II, LINE 13</b>		<b>63,560,874.</b>	<b>65,728,867.</b>

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY M. MINER 135 MAIN STREET SAN FRANCISCO, CA 94105	PRESIDENT/DIRECTOR 2.00	0.	0.	0.
HELEN SEDWICK 135 MAIN STREET SAN FRANCISCO, CA 94105	SECRETARY/DIRECTOR 0.00	0.	0.	0.
ROY BUKSTEIN 135 MAIN STREET SAN FRANCISCO, CA 94105	CFO/DIRECTOR 4.00	0.	0.	0.
NICOLA MINER 135 MAIN STREET SAN FRANCISCO, CA 94105	DIRECTOR 0.00	0.	0.	0.
JUSTINE MINER 135 MAIN STREET SAN FRANCISCO, CA 94105	DIRECTOR 0.00	0.	0.	0.
LUKE MINER 135 MAIN STREET SAN FRANCISCO, CA 94105	DIRECTOR 0.00	0.	0.	0.
JOANNE HAGOPIAN ONE MARITIME PLAZA 5TH FLOOR SAN FRANCISCO, CA 94111	DIRECTOR 0.00	0.	0.	0.
<b>TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII</b>		<b>0.</b>	<b>0.</b>	<b>0.</b>

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions <b>THE BAKER STREET FOUNDATION</b>	Employer identification number (EIN) or <b><input checked="" type="checkbox"/> 94-3192365</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>135 MAIN STREET, NO. 1140</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>SAN FRANCISCO, CA 94105</b>	

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

**0 4**

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

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

**ROY BUKSTEIN**

- The books are in the care of ► **135 MAIN STREET #1140 - SAN FRANCISCO, CA 94105**  
Telephone No. ► **(415) 356-2012** FAX No. ►

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

- I request an additional 3-month extension of time until **NOVEMBER 15, 2012**.
- For calendar year **2011**, or other tax year beginning  and ending .
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period
- State in detail why you need the extension  
**ADDITIONAL TIME IS NEEDED TO GATHER NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ <b>190,352.</b>
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ <b>190,352.</b>
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ <b>0.</b>

**Signature and Verification must be completed for Part II only.**

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

Signature ►

Title ► **CPA**

Date ►

Form 8868 (Rev. 1-2012)