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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation THE STEELE FOUNDATION, INC.		A Employer identification number 95-3466880
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 1112	Room/suite	B Telephone number (see instructions) (602) 850-9804
City or town, state, and ZIP code PHOENIX AZ 85001		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 70,066,200	J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) Modified Cash (Part I, column (d) must be on cash basis)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	4,853	4,853		
	4 Dividends and interest from securities	1,058,595	1,058,595		
	5 a Gross rents	70,344	70,344		
	b Net rental income or (loss)	70,344			
	6 a Net gain or (loss) from sale of assets not on line 10	-77,892			
	b Gross sales price for all assets on line 6a	0			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	1,992,008	1,992,008	0		
12 Total. Add lines 1 through 11	3,047,908	3,125,800	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	388,000			388,000
	14 Other employee salaries and wages	48,650			48,650
	15 Pension plans, employee benefits	26,354			26,354
	16 a Legal fees (attach schedule)	72,208	72,208	0	0
	b Accounting fees (attach schedule)	1,925	1,925	0	0
	c Other professional fees (attach schedule)	113,098	112,598	0	500
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	87,242	63,355	0	0
	19 Depreciation (attach schedule) and depletion	14,802	14,802	0	
	20 Occupancy	18,125			18,125
	21 Travel, conferences, and meetings	2,539			2,539
	22 Printing and publications	1,727			1,727
	23 Other expenses (attach schedule)	128,495	95,432		33,063
	24 Total operating and administrative expenses. Add lines 13 through 23	903,165	360,320	0	518,958
	25 Contributions, gifts, grants paid	2,783,039			2,783,039
26 Total expenses and disbursements. Add lines 24 and 25	3,686,204	360,320	0	3,301,997	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-638,296				
b Net investment income (if negative, enter -0-)		2,765,480			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

(HTA)

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	229	161	161
	2	Savings and temporary cash investments	3,637,476	2,530,131	2,530,131
	3	Accounts receivable			
		Less: allowance for doubtful accounts	0	0	0
	4	Pledges receivable			
		Less: allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule) Statement 8	2,717,105	3,343,179	3,413,600
	b	Investments—corporate stock (attach schedule) Statement 9	11,993,099	13,354,388	17,418,293
	c	Investments—corporate bonds (attach schedule) Statement 10	2,486,613	2,131,160	2,336,399
Liabilities	11	Investments—land, buildings, and equipment basis	0		
		Less: accumulated depreciation (attach schedule) Statement 11	0		
	12	Investments—mortgage loans	33,890,009	35,445,688	25,235,264
	13	Investments—other (attach schedule) Statement 12	6,308,785	6,050,520	5,185,216
	14	Land, buildings, and equipment basis Statement 6	119,116		
		Less: accumulated depreciation (attach schedule)	57,166		
	15	Other assets (describe Statement 13)	9,747,499	10,604,723	8,868,186
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	84,804,926	84,048,097	70,066,200
	17	Accounts payable and accrued expenses	31,449	11,109	
	18	Grants payable			
	19	Deferred revenue Statement 14	1,674,381	1,699,188	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	23	Total liabilities (add lines 17 through 22)	1,705,830	1,710,297	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27	Capital stock, trust principal, or current funds	83,099,096	82,337,800	
	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 (see instructions)	83,099,096	82,337,800	
	31	Total liabilities and net assets/fund balances (see instructions)	84,804,926	84,048,097	

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	83,099,096
2	Enter amount from Part I, line 27a	2	-638,296
3	Other increases not included in line 2 (itemize)	3	0
4	Add lines 1, 2, and 3	4	82,460,800
5	Decreases not included in line 2 (itemize) Distribution of Property at Fair Market Value (Statement 18)	5	123,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	82,337,800

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.)
1a See Statement 15				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-77,892
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	3,377,031	68,541,950	0.049269
2009	3,768,657	66,576,215	0.056607
2008	3,926,763	95,608,827	0.041071
2007	5,179,258	104,873,665	0.049386
2006	4,785,711	99,136,460	0.048274

Part V will not calculate when a first year return.

2 Total of line 1, column (d)	2	0.244607
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048921
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	70,138,877
5 Multiply line 4 by line 3	5	3,431,264
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	28,557
7 Add lines 5 and 6	7	3,459,821
8 Enter qualifying distributions from Part XII, line 4 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.	8	3,301,997

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	57,115	
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	57,115	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	57,115	
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	120,000		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	120,000		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	62,885		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 0 Refunded	11	62,885		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ EMAIL: grants@steeleaz.org				
14	The books are in care of ▶ The Steele Foundation, Inc	Telephone no. ▶	(602) 850-9804	
	Located at ▶ PO Box 1112, Phoenix, AZ	ZIP+4 ▶	85001	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ 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)?	☐ Yes	☒ 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)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes	☒ No
If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes	☐ 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	X
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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

5b

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

6b

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? ☐ Yes ☒ No

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Statement 16				
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	0	0	0

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JSF Financial, LLC 6400 Wilshire Blvd., Suite 700, Los Angeles, CA 90048	Investment Advisory Services	58,023
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		1

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 None	
2	
3	
4	

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

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

	Amount
1 None	
2	
All other program-related investments See instructions	
3	0
Total. Add lines 1 through 3	0

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	30,975,097
b	Average of monthly cash balances	1b	161
c	Fair market value of all other assets (see instructions)	1c	40,231,724
d	Total (add lines 1a, b, and c)	1d	71,206,982
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	71,206,982
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,068,105
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	70,138,877
6	Minimum investment return. Enter 5% of line 5	6	3,506,944

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	3,506,944
2a	Tax on investment income for 2011 from Part VI, line 5	2a	57,115
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	57,115
3	Distributable amount before adjustments Subtract line 2c from line 1	3	3,449,829
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,449,829
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	3,449,829

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	3,301,997
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,301,997
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,301,997

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				3,449,829
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006	0			
b From 2007	0			
c From 2008	0			
d From 2009	95,099			
e From 2010	11,455			
f Total of lines 3a through e	106,554			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 3,301,997				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				3,301,997
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	106,554			106,554
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				41,278
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007	0			
b Excess from 2008	0			
c Excess from 2009	0			
d Excess from 2010	0			
e Excess from 2011	0			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> Statement 17 & 18				2,783,039
Total			▶ 3a	2,783,039
b <i>Approved for future payment</i> Statement 19				846,024
Total			▶ 3b	846,024

STATEMENT 1**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 11 - OTHER INCOME

Description	Revenue and Expenses per books	Net Investment Income	Adjusted Net Income
Mortgage Interest	\$1,524,277	\$1,524,277	\$0
Equity in the income of LLC	467,731	467,731	-
	<u>\$1,992,008</u>	<u>\$1,992,008</u>	<u>\$0</u>

STATEMENT 2**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 16a - LEGAL FEES

Description	Revenue and Expenses per books	Net Investment Income	Disbursements for charitable purposes
Burch & Cracchiolo, P.A.	\$72,208	\$72,208	\$0
	<u>\$72,208</u>	<u>\$72,208</u>	<u>\$0</u>

STATEMENT 3**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 16b - ACCOUNTING FEES

Description	Revenue and Expenses per books	Net Investment Income	Disbursements for charitable purposes
Villanueva & Co.	\$60	\$60	\$0
Joseph Anselmo, CPA	1,865	1,865	
	\$1,925	\$1,925	\$0

STATEMENT 4**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 16c - OTHER PROFESSIONAL FEES

Description	Revenue and Expenses per books	Net Investment Income	Disbursements for charitable purposes
Investment management fees	\$112,598	\$112,598	\$0
Giving Solutions Consultants	500	-	\$500
	<u>\$113,098</u>	<u>\$112,598</u>	<u>\$500</u>

STATEMENT 5**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 18 - TAXES

Description	Revenue and Expenses per books	Net Investment Income	Disbursements for charitable purposes
Federal Income/Excise Taxes	\$24,253	\$0	\$0
Property Taxes	62,379	62,379	-
Foreign Taxes	254	620	-
Sales/Privelege Use Taxes	356	356	-
	<u>\$87,242</u>	<u>\$63,355</u>	<u>\$0</u>

STATEMENT 6
95-3466880

THE STEELE FOUNDATION, INC.
FORM 990PF - 2011, PART 1, LINE 19 - DEPRECIATION

Asset Description	Date	Method	Life	Conv	Amount	Depreciable Basis		Accumulated Depreciation		Net Book Value	
						12/31/10	12/31/11	Additions	Disposals	12/31/11	Value
Furniture											
Refrigerator	06/15/07	MSL	5 00	HY	614 00	614 00		122 80		552 60	61 40
File Cabinets	10/11/07	MSL	7 00	HY	1,194 00	1,194 00		170 57		767 57	426 43
MC Desk & Console	10/31/07	MSL	7 00	HY	2,938 00	2,938 00		419 71		1,888 71	1,049 29
Coffee Maker	12/03/07	MSL	5 00	HY	141 00	141 00		28 20		128 90	14 10
Kitchen Table and Chairs	01/08/08	MSL	5 00	HY	1,063 00	1,063 00		212 60		744 10	318 90
MC Chair	01/08/08	MSL	5 00	HY	1,186 00	1,186 00		237 20		830 20	355 80
DC Office	01/08/08	MSL	5 00	HY	1,537 00	1,537 00		307 40		1,075 90	461 10
Chair	04/07/08	MSL	5 00	HY	1,049 00	1,049 00		209 80		734 30	314 70
Hickory Mirror	04/22/08	MSL	5 00	HY	1,041 67	1,041 67		208 33		729 17	312 50
GF Desk and 6 Chairs	04/24/08	MSL	5 00	HY	4,202 00	4,202 00		840 40		2,941 40	1,260 60
3 Chairs and Cube	05/01/08	MSL	5 00	HY	836 00	836 00		167 20		585 20	250 80
DWR - Conference Table	05/07/08	MSL	5 00	HY	4,032 00	4,032 00		806 40		2,822 40	1,209 60
File Cabinets	05/27/08	MSL	5 00	HY	108 00	108 00		21 60		75 60	32 40
Fabric	05/27/08	MSL	5 00	HY	2,349 00	2,349 00		469 80		1,644 30	704 70
Copenhagen Chairs	06/05/08	MSL	5 00	HY	2,408 74	2,408 74		481 75		1,686 12	722 62
Crate & Barrel	06/09/08	MSL	5 00	HY	2,084 71	2,084 71		416 94		1,459 29	625 42
Fabric	06/24/08	MSL	5 00	HY	949 17	949 17		189 83		664 42	284 75
Pillows	06/30/08	MSL	5 00	HY	820 00	820 00		164 00		574 00	246 00
Table	07/01/08	MSL	5 00	HY	249 00	249 00		49 80		174 30	74 70
Chairs - Cupids	07/01/08	MSL	5 00	HY	137 16	137 16		27 43		96 01	41 15
Copenhagen Chairs	07/07/08	MSL	5 00	HY	708 20	708 20		127 64		481 61	226 59
					29,647 65	29,647 65		5,679 42		20,654 10	8,993 55
Leasehold Improvements											
General Improvements	04/03/07	MSL	15 00	HY	15,000 00	15,000 00		1,000 00		4,500 00	10,500 00
General Improvements	04/17/07	MSL	15 00	HY	15,000 00	15,000 00		1,000 00		4,500 00	10,500 00
General Improvements	05/24/07	MSL	15 00	HY	15,000 00	15,000 00		1,000 00		4,500 00	10,500 00
General Improvements	06/08/07	MSL	15 00	HY	6,150 00	6,150 00		410 00		1,845 00	4,305 00
General Improvements	06/21/07	MSL	15 00	HY	2,301 00	2,301 00		153 40		690 30	1,610 70
Data Wiring	05/24/07	MSL	5 00	HY	3,445 00	3,445 00		689 00		3,100 50	344 50
Cabinetry	06/08/07	MSL	7 00	HY	8,850 00	8,850 00		1,264 29		5,689 29	3,160 71
Window Treatments	06/05/08	MSL	7 00	HY	2,164 00	2,164 00		309 14		1,082 00	1,082 00
General Improvements	07/01/08	MSL	15 00	HY	4,137 28	4,137 28		275 82		965 37	3,171 91
Window Treatments	07/31/08	MSL	7 00	HY	1,046 59	1,046 59		149 51		523 30	523 29
General Improvements	07/31/08	MSL	15 00	HY	1,200 00	1,200 00		80 00		280 00	920 00
General Improvements	07/01/08	MSL	15 00	HY	1,196 84	1,196 84		79 79		279 29	917 55
Alarm Equipment	08/03/11	MSL	5 00	HY	142 33	142 33		14 23		28 47	113 86
					75,633 04	75,633 04		6,425 18		27,983 50	47,649 54

STATEMENT 6
95-3466880

THE STEELE FOUNDATION, INC.
FORM 990PF - 2011, PART 1, LINE 19 - DEPRECIATION

Asset Description	Date	Method	Life	Conv	Amount	Depreciable Basis			Accumulated Depreciation			Net Book Value
						12/31/10	Additions	Disposals	12/31/10	Additions	Disposals	
Office Equipment												
Laptop Computers	05/24/07	MSL	5 00	HY	4,027 00	4,027 00	-	-	2,819 55	805 40	3,624 95	402 05
PC Warranty	10/11/07	MSL	5 00	HY	58 00	58 00	-	-	40 60	11 60	52 20	5 80
Color Printer	01/30/08	MSL	5 00	HY	430 00	430 00	-	-	215 00	88 00	301 00	129 00
Access Software	04/30/08	MSL	5 00	HY	225 00	225 00	-	-	112 50	45 00	157 50	67 50
Printer/Quicknet	05/07/08	MSL	5 00	HY	117 00	117 00	-	-	58 50	23 40	81 90	35 10
Stereo Equipment	02/12/08	MSL	5 00	HY	1,350 00	1,350 00	-	-	675 00	270 00	945 00	405 00
Scanner	06/02/08	MSL	5 00	HY	434 00	434 00	-	-	217 00	86 80	303 80	130 20
Computer (AS)	06/10/08	MSL	5 00	HY	1,102 21	1,102 21	-	-	551 17	220 44	771 61	330 60
New Fax/Copy Machine	03/10/09	MSL	5 00	HY	746 69	746 69	-	-	224 01	149 34	373 35	373 34
Scanners (2)	06/04/09	MSL	5 00	HY	923 09	923 09	-	-	276 93	184 62	461 55	461 54
Computer (MM)	07/21/09	MSL	5 00	HY	943 66	943 66	-	-	283 10	188 73	471 83	471 83
Scanner	10/27/09	MSL	5 00	HY	466 66	466 66	-	-	140 00	93 33	233 33	233 33
Peachtree Software	05/24/10	MSL	5 00	HY	556 44	556 44	-	-	55 64	111 29	166 93	389 51
Apple Computer	08/18/10	MSL	5 00	HY	1,759 89	1,759 89	-	-	162 00	351 98	513 98	1,245 91
Computer harddrive (AS)	08/18/11	MSL	5 00	HY	102 01	102 01	-	-	-	10 20	10 20	91 81
Computer parts (AS)	08/18/11	MSL	5 00	HY	54 65	54 65	-	-	-	5 47	5 47	49 19
Computer harddrive (MM)	09/07/11	MSL	5 00	HY	102 01	102 01	-	-	-	10 20	10 20	91 81
Macintosh Computer (MCM)	10/17/11	MSL	5 00	HY	436 64	436 64	-	-	-	43 66	43 66	392 98
					13,834 95	13,139 64	695 31	-	5,831 00	2,697 46	-	5,306 49
Grand Total					119,116	118,278	838	-	42,364	14,802	-	61,950

STATEMENT 7**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART I, LINE 23 - OTHER EXPENSES

Description	Revenue and Expenses per books	Net Investment Income	Disbursements for charitable purposes
Bank Service Charges	\$ 657	\$ 657	\$ -
Dues and Subscriptions	2,715	-	2,715
Insurance	31,614	13,021	18,593
Licenses and Permits	10		10
Office Supplies	2,745	-	2,745
Office Expense	7,761	-	7,761
Postage and Delivery	382	-	382
Real Estate Expenses	81,754	81,754	-
Seminars and Training	655		655
Miscellaneous	202	-	202
	<u>\$128,495</u>	<u>\$95,432</u>	<u>\$33,063</u>

STATEMENT 8

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10a - US & STATE GOVERNMENT OBLIGATIONS

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
JSF Financial, LLC - Payden & Rygel			
US Treasury Bill, 0%, Due 2/17/11	249,961	-	-
US Treasury Bill, 0%, Due 3/15/12	-	674,983	674,986
FHLMC 5.63% Due 3/15/11	191,921	-	-
FHLMC 5.63% Due 3/15/11	172,768	-	-
FNMA 3.00% Due 9/16/14	51,424	51,040	53,695
FHLMC Pool #G02227, 6.00%, Due 6/1/36	103,073	72,496	76,810
FHLMC Pool # G03447, 5.50%, Due 10/1/37	84,617	61,501	65,319
FNMA Pool #254766, 5.00%, Due 6/1/33	138,226	103,664	109,493
FNMA Pool #739821, 5.00%, Due 9/1/33	99,816	-	-
FNMA Pool #725027, 5.00%, Due 11/1/33	239,133	176,676	184,580
FNMA Pool #725423, 5.50%, Due 5/1/34	48,433	36,345	38,597
FNMA Pool #725424, 5.50%, Due 4/1/34	53,651	39,368	41,734
FNMA Pool #725425, 5.50%, Due 4/1/34	46,298	33,717	35,807
FNMA Pool #745418, 5.50%, Due 4/1/36	166,465	124,513	131,038
FNMA Pool #888823, 5.50%, Due 3/1/37	111,341	79,762	82,921
FNMA Pool #891386, 5.50%, Due 10/1/35	-	140,273	139,359
FNMA Pool #905759, 5.88%, Due 12/1/36	63,421	-	-
FNMA Pool #995203, 5.00%, Due 7/01/35	-	69,725	69,963
FNMA Pool AC8518, 5.00%, Due 12/1/39	-	3,633	3,786
FNMA Pool AD8522, 4.00%, Due 8/1/40	122,280	97,623	100,190
FNMA Pool AD8529, 4.50%, Due 9/21/13	439,983	367,970	377,221
FNMA Pool AE0138, 4.50%, Due 3/1/40	88,790	71,484	73,268
FNMA Pool AE0888, 3.57%, Due 2/1/41	-	57,809	58,445
FNMA Pool AH1174, 3.50%, Due 2/1/41	-	96,981	99,136
FNMA Pool AJ1407, 3.50%, Due 12/10/14	-	503,024	505,494
GNMA Pool #778690, 3.50%, Due 8/8/16	-	103,916	104,618
GNMA II Pool #4696, 4.50%, Due 5/20/40	141,623	129,571	136,532
GNMA II Pool #4800, 4.00%, Due 9/20/40	103,882	96,861	99,810
GNMA II Pool #5140, 4.50%, Due 8/15/15	-	74,660	74,985
GNMA II Pool #5175, 4.50%, Due 9/03/15	-	75,584	75,813
Subtotal	2,717,105	3,343,179	3,413,600
TOTAL US & STATE GOVERNMENT OBLIG	2,717,105	3,343,179	3,413,600

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Haywood				
Uravan Minerals Inc	150,000	163,823	163,823	8,813
		163,823	163,823	8,813
Wells Fargo Custody				
<i>Common Stock</i>				
Abbott Laboratories	4,000	126,307	126,307	224,920
Allianz SE	5,000	100,900	100,900	47,350
Allied Irish Banks	5,000	119,350	119,350	896
Bank of America	30,000	613,700	613,700	166,800
Bemis Inc	10,000	298,000	298,000	300,800
Chevron Texaco	24,000	356,625	356,625	2,553,600
Cisco Systems	11,000	349,647	349,647	198,880
Colgate Palmolive Co	5,300	234,686	234,686	489,667
Exxon Mobil Corp	30,000	268,112	268,112	2,542,800
General Electric	16,620	480,509	480,509	297,664
Lundin Mining Corp	10,000	111,563	111,563	37,800
Mohawk Industries Inc Com	2,200	165,660	165,660	131,670
Mueller Water Products	1,652	35,731	35,731	4,031
Nestle	13,150		200,356	326,275
3M Co	3,300	200,163	200,163	269,709
Pepsico	4,800	211,481	211,481	318,480
Subtotal		3,672,434	3,872,790	7,911,342
<i>Preferred Stock</i>				
Annaly Capital Management	9,450	-	296,583	304,341
Bank of America	20,000	366,600	361,558	439,200
JP Morgan Chase Cap XIV Pfd 6 2%	10,000	251,000	-	-
JP Morgan Chase Cap XXIX Pfd 6 7%	10,000	253,000	-	-
USB Cap VIII TR Pfd Ser 1	10,000	248,500	-	-
USB Cap VIII TR Pfd Ser 1	10,000	251,500	-	-
Renaissancere Hldgs Ltd Ser B	-	-	-	-
Subtotal		1,370,600	658,141	743,541
		5,043,034	4,530,931	8,654,883
Citibank				
<i>Common Stock</i>				
SCANA CORPORATION 7.70%	79	-	2,265	2,313
		-	2,265	2,313
<i>Preferred Stock</i>				
AEGON NV	807	-	13,227	12,872
AEGON N V. CAP SECS 6 375%	1,290	-	25,833	25,116
AEGON N V PFD 6 5%	273	-	5,503	5,405
AEGON N.V 6 875% PFD	143	-	3,053	2,991
AEGON N V 7 25% PFD	381	-	8,568	8,424
AMERIPRISE FINANCIAL INC 7 75%	531	-	14,818	15,054
BAC CAPITAL TRUST X 6 25% PFD	138	-	2,863	2,578
BAC CAPITAL TR V CAP SECS 6 00%	148	-	3,017	2,748
BAC CAPITAL TR XII 6 875%	167	-	3,526	3,373
BANK OF AMERICA CORP 6 375%	320	-	6,346	5,834
BANK OF AMERICA CORP PFD 6 204	600	-	12,349	11,616
BANK AMER CORP PFD 6.625%	423	-	8,785	7,999
BANK OF AMERICA CORP 8 20%	120	-	2,726	2,652
BARCLAYS BANK PLC 7.75%	423	-	9,412	8,917
BARCLAYS BK PLC 6 625%	720	-	14,600	13,205
BARCLAYS BANK PLC 7.10%	1,072	-	22,603	21,193

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
BARCLAYS BANK PLC 8 125%	678	-	15,804	15,106
BERKLEY (WR) CORP 6 75% PFD	1,058	-	26,739	27,339
CBS CORP 6.75% PFD	1,447	-	37,561	36,768
COMCAST CORP 7 0%	795	-	20,239	20,344
COMCAST CORP 6.625%	811	-	21,063	21,159
COUNTRYWIDE CAPITAL IV 6 75%	450	-	9,380	8,937
CREDIT SUISSE 7.90%	1,630	-	41,953	41,646
DEUTSCHE BK CAP FUND IX 6 625%	183	-	3,743	3,431
DEUTSCHE BK CAP FDG TR 6.375%	445	-	8,745	8,152
DEUTSCHE BK CAP FDG TR X 7 35%	330	-	7,440	6,669
DEUTSCHE BK CONTINGENT 6.55%	1,404	-	28,007	26,185
DEUTSCHE BANK CONTINGENT 8 05%	236	-	5,833	5,383
DEUTSCHE BANK CONTINGENT 7 6%	606	-	13,856	13,108
DOMINION RESOURCES INC 8 375%	453	-	13,307	13,305
DTE ENERGY CO JR SUB DEB 6 50%	158	-	4,084	4,244
ENTERGY ARKANSAS PREFERRED	187	-	5,023	5,107
ENTERGY LOUISIANA LLC 5 875%	96	-	2,598	2,614
ENTERGY LOUISIANA LLC 6 00%	148	-	4,066	4,043
ENTERGY MISSISSIPPI INC 6 00%	199	-	5,364	5,572
ENTERGY TEXAS INC 7 875%	128	-	3,751	3,727
EVEREST RE CAP TR II 6 20%	1,117	-	28,307	27,612
FIFTH THIRD CAP TR V 7 25%	214	-	5,370	5,414
FIFTH THIRD CAP TR VI 7 25% TR	297	-	7,471	7,520
FIRST NIAGARA FIN GROUP 8 625%	349	-	8,778	8,934
FPL GROUP CAP TR I 5 875%	124	-	3,240	3,199
GENERAL ELEC CAP CORP 6 05%	517	-	13,210	13,261
GENERAL ELEC CAP CORP 6.0%	253	-	6,494	6,545
GOLDMAN SACHS GROUP INC FRN	100	-	1,784	1,718
GOLDMAN SACHS GROUP INC	344	-	6,053	5,734
GOLDMAN SACHS GROUP INC 6 125%	963	-	23,665	23,854
GOLDMAN SACHS GROUP INC 6.5%	866	-	21,332	21,693
HSBC HOLDINGS PLC 6.20%	889	-	20,834	21,247
HSBC HOLDINGS PLC 8 00%	2,060	-	53,338	53,684
HSBC HOLDINGS PLC 8 125%	282	-	7,342	7,261
ING GROEP NV 6 125% PFD	285	-	4,736	4,648
ING GROUP NV 7 20% PFD	959	-	18,306	17,933
ING GROEP NV 6 375% PFD	299	-	5,061	5,005
ING GROEP NV 7 05%	942	-	17,273	17,060
ING GROEP N V 7 375% PFD	398	-	7,682	7,335
JP MORGAN CHASE CAP XI 5 875%	813	-	20,358	20,333
JP MORGAN CHASE CAP XIV 6 20%	194	-	4,869	4,924
JP MORGAN CHASE CAP XXIX 6 7%	11,478	-	29,044	29,297
JPM CHASE CAPITAL XXVIII 7 2%	281	-	7,153	7,168
LLOYDS BANK GRP PLC 7.75%	1,341	-	34,496	34,263
MARKEL CORP 7 50% PFD	566	-	14,330	14,336
MERRILL LYNCH CAPITAL TR 6 45%	673	-	13,910	12,518
MERRILL LYNCH CAP TR II 6 45%	449	-	9,277	8,378
METLIFE INC 6.50% PFD	702	-	17,719	17,887
NATIONAL RURAL UTILS COOP FIN	96	-	2,449	2,430
NEXTERA ENERGY CAP HLDGS INC	79	-	2,276	2,287
PARTNERRE LTD 6 5%	894	-	22,337	22,395
PARTNERRE LTD 7 25%	254	-	6,674	6,731
PARTNERRE LTD 6 75%	361	-	8,982	9,151
PNC CAPITAL TRUST D 6.125%	367	-	9,263	9,245

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
PNC CAPITAL TRUST E 7.75%	168	-	4,369	4,390
PPL CAPITAL FDG 6.85% PFD	135	-	3,603	3,510
PROTECTIVE LIFE CORP 7 25%	148	-	3,738	3,721
PRUDENTIAL FINANCIAL INC 9 00%	821	-	22,203	22,380
PRUDENTIAL PLC 6 50% PFD	290	-	7,393	7,354
PRUDENTIAL PLC PFD 6 75%	199	-	5,055	5,053
QWEST CORPORATION 7 375%	438	-	11,266	11,625
QWEST CORP 7 50%	577	-	14,970	15,233
RENAISSANCERE HLDGS 6 60%	834	-	20,523	20,983
RENAISSANCERE HLDGS 6 08%	135	-	3,252	3,329
ROYAL BK SCOTLAND GROUP	1,561	-	24,694	23,025
SANTANDER FINANCE PFD	1,117	-	29,911	29,344
SUNTRUST CAPITAL IX 7.875%	225	-	5,709	5,692
TELEPHONE & DATA SYS 6 875%	191	-	4,877	5,088
TELEPHONE & DATA SYS 7 000%	324	-	8,471	8,712
UBS PREFERRED FUNDING TR IV	865	-	10,948	8,866
US CELLULAR CORP 6 95%	168	-	4,381	4,472
US BANCORP FLOATING RATE	156	-	3,420	3,413
USB CAP VIII TR PFD SER 1	289	-	7,182	7,306
USB CAP XI TR PFD SER 1	358	-	9,004	9,004
USB CAPITAL XII 6.30%	148	-	3,736	3,738
VIACOM INC SR NOTES 6.85%	1,267	-	32,231	31,802
VORNADO REALTY L.P. 7.875%	1,280	-	35,454	35,174
WACHOVIA CAP TR IX 6 375%	137	-	3,427	3,439
WEINGARTEN REALTY INVEST 8 1%	90	-	2,147	2,160
WELLS FARGO & CO 8 00% PFD	87	-	2,443	2,473
WELLS FARGO CAP 5 625%	305	-	7,643	7,640
WELLS FARGO CAP TR VII 5 85%	298	-	7,489	7,554
WELLS FARGO CAPITAL XI 6 25%	718	-	18,223	18,072
XCEL ENERGY INC 7 60%	528	-	14,533	14,361
		-	1,231,493	1,212,729
<i>REITs</i>				
COMMONWEALTH REIT 7 125% SER C	578	-	13,941	14,115
COMMONWEALTH REIT PFD 7 25%	133	-	3,241	3,252
COMMONWEALTH REIT 7 50% SENIOR	291	-	6,172	6,149
DIGITAL REALTY TR PFD 7 00%	160	-	4,076	4,096
DUKE REALTY CORPORATION 6 95%	98	-	2,491	2,460
DUKE REALTY CORP 8 375% SER O	94	-	2,471	2,467
KIMCO REALTY CORP 6 65% PFD	96	-	2,433	2,417
KIMCO REALTY CORP 6 90%	381	-	10,272	10,432
KIMCO REALTY CORP 7 75% PFD	634	-	16,266	16,325
PS BUSINESS PARKS INC PFD 7%	148	-	3,745	3,733
PS BUSINESS PARKS INC PFD 6 7%	96	-	2,431	2,393
PUBLIC STORAGE	89	-	2,447	2,551
PUBLIC STORAGE PFD 6 35%	499	-	13,344	13,428
PUBLIC STORAGE PFD 6 50%	329	-	8,803	9,212
PUBLIC STORAGE PFD 6.45%	128	-	3,260	3,260
PUBLIC STORAGE (MD) 6.60%	147	-	3,752	3,743
PUBLIC STORAGE 6 625% DEP SHS	484	-	12,354	12,318
PUBLIC STORAGE (MD) 6.75%	191	-	4,873	4,918
REALTY INCOME CORP 6 75%	307	-	7,802	7,921
REGENCY CENTERS CORP 6 70%	73	-	1,837	1,818
REGENCY CENTERS CORP 7 25%	137	-	3,463	3,429
VORNADO REALTY TRUST 6 875%	225	-	5,844	6,050

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
WACHOVIA PFD FUNDING 7 25% PFD	989	-	25,692	25,536
WEINGARTEN REALTY INVST 6 50%	1,026	-	25,108	25,845
		-	186,118	187,868
		-	1,419,876	1,402,910
JSF Financial, LLC				
Agilent Technology	-	98,457	-	-
Altria	3,500	100,063	71,632	103,775
Amazon	200	-	41,467	34,620
American Express	2,500	65,570	108,754	117,925
Amgen	750	81,989	39,443	48,157
AOL	-	20,552	-	-
Apple	150	-	55,789	60,750
AT&T	9,015	321,227	321,227	272,614
Carrols Restaurant	2,075	31,149	31,149	24,008
Caterpillar Inc	1,000	-	105,661	90,600
CBS	5,628	158,822	158,822	152,744
Century Link	2,000	-	68,304	74,400
Charles River Labs	1,080	118,827	61,699	29,516
Citigroup	-	46,204	-	-
CostCo	1,000	-	72,452	83,320
Crown Holdings Inc	3,425	126,526	79,880	115,011
Deer & Co	1,300	-	113,150	100,555
Dupont	1,000	-	44,329	45,780
Expedia	850	43,488	10,030	24,667
Ford Motor Credit	5,000	49,579	54,454	53,800
Freeport McMoran	3,000	-	133,654	110,370
Frontier	-	2,590	-	-
General Electric	5,000	-	99,303	89,550
Gentiva	-	41,513	-	-
Gilead Sciences, Inc.	-	20,854	-	-
Heinz	1,000	45,235	45,235	54,040
Hewlett Packard	2,000	-	85,804	51,520
IBM	500	-	88,504	91,940
Intel	-	49,491	-	-
Ishares MSCI BRIC Index Fund	1,500	68,115	68,115	54,405
Ishares S&P National Amt Free Muni	-	153,433	-	-
Ishares TR S&P Small Cap	2,000	-	147,151	148,940
Johnson & Johnson	8,500	591,529	478,857	557,430
JPMorgan Chase	2,500	-	97,308	83,125
Kroger	2,000	40,038	40,038	48,440
Laboratory Corp of America	-	226,140	-	-
Las Vegas Sands	2,500	-	109,431	106,825
Market Vectorss= ETF TR	1,000	-	49,807	47,150
McGraw-Hill Companies Inc	2,500	206,134	87,502	112,425
Medtronic	3,000	80,978	123,323	114,750
Merck	-	12,372	-	-
MGM Resorts International	3,000	43,708	43,708	31,290
Molson	1,500	-	59,551	65,310
Nestle SA (Transferred to Wells Fargo)	-	200,336	-	-
NGP Cap Res Co	2,000	14,725	14,725	14,380
Nvidia Corp	3,000	-	46,024	41,580
Oracle	1,000	-	26,881	25,650
Paychex	1,000	31,001	31,001	30,110
Pfizer	4,000	-	76,518	86,560

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Powershares DB Multi-Sector Trust	3,000	-	101,944	86,640
Powershares QQQ Trust	2,500	316,672	110,996	139,575
Powershares Ultrashort Lehman Bros	6,050	199,961	228,387	109,232
QEP Resources	6,020	282,560	169,761	176,386
Questar	10,020	146,726	146,726	198,997
Republic Services Inc Cl A	4,490	179,442	124,144	123,699
Reynolds American	1,000	-	38,312	41,420
Rockwood Holdings	680	104,386	26,486	26,772
Salix	2,000	42,210	87,048	95,701
Sector SPDR Tr Shs Ben Int Fin'l	3,000	42,722	42,722	39,000
Sector SPDR Tr SHS Ben Int Utilities	2,600	-	86,937	93,548
Sempra Energy Com	1,100	62,363	62,363	60,500
SPDR DJIA ETF Trust - Unit Series 1	900	147,661	94,925	109,665
SPDR S&P 500 ETR Trust	1,800	146,591	211,354	225,900
Stryker	1,000	-	47,331	49,710
Tata Motors	5,000	-	119,492	84,500
Teleflex	2,350	170,569	119,653	144,031
Time Warner	2,333	292,703	292,703	84,315
Time Warner Cable	585	103,255	103,255	37,188
Transocean	-	107,476	-	-
Trip Advisor	850	-	9,951	21,429
Valeant Pharmaceuticals Intl	2,462	34,938	-	114,951
Verizon	4,000	122,198	122,198	160,480
Visa	3,475	226,881	226,881	352,817
Websense	7,000	331,773	150,562	131,110
Wellpoint	750	75,805	36,654	49,688
Windstream	1,000	10,051	10,051	11,740
Wisdom Tree	2,000	-	117,319	102,540
Ziopharm Oncology Inc	5,000	-	21,505	22,141
Call - Expedia	(20)	(4,076)	-	-
Call - Powershares	(35)	(8,850)	-	-
Call - Rockwood Holdings	(10)	(6,236)	-	-
Call - Websense	(100)	(15,774)	-	-
		6,202,651	6,300,342	6,291,707
Rice Hall - Micro Cap				
Consolidated Water	101	1,234	1,234	867
Given Imaging Com	192	3,283	3,283	3,347
Ituran Location & Control	201	2,956	2,955	2,746
RRSAT Global Comm Network LTD	652	5,900	5,900	2,503
Rosetta Genomics LTD Com	347	2,443	2,443	62
Acacia Resh Corp Ar Acacia	140	1,988	1,988	5,111
Accelrys Inc	88	701	701	591
Advisory Brd Co	167	6,487	6,487	12,393
American Med Alert	-	2,268	-	-
American Vanguard CP	298	2,299	2,299	3,975
Biospecifics Techs	320	8,692	8,692	5,318
Blackboard Inc.	-	4,028	-	-
Century Casinos Inc.	1,200	2,696	2,696	3,036
Cirrus Logic Inc	307	4,251	4,251	4,866
City Telecom (HK) ADS	749	8,600	8,600	7,873
Cogent Communications Group	280	2,248	2,248	4,729
Constant Contact	332	-	5,744	7,706
Corporate Executive Board Co	97	2,716	2,716	3,696
Delcath Systems Inc Com	1,154	9,867	9,867	3,520

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Diamond Foods	101	-	2,950	3,260
Drew Ind Inc Com	204	3,972	3,972	5,004
GSE Systems Inc	406	1,875	1,875	792
Global Traffic Network Inc Com	-	4,073	-	-
Guidance Software Inc Com	648	3,245	6,552	6,143
Huron Consulting Grp Inc Com	77	1,621	1,621	2,983
ICU Medical Inc	98	3,088	3,088	4,410
Internet Cap Group Inc	989	8,021	8,021	7,635
J2 Gibal Comm Inc Com New	210	4,771	4,771	5,909
Kit Digital Inc Com	834	4,865	11,643	7,047
Liquidity Svcs Inc com	276	6,514	3,560	10,184
Liverperson Inc	683	6,397	4,909	8,572
Lodgenet Interactive Corp	-	7,715	-	-
MDC Partners Inc Class A	939	11,854	11,854	12,695
MarneMax Inc	307	2,534	2,534	2,002
McMoran Exploration	359	3,880	3,880	5,224
MIPS Technologies	831	4,196	4,196	3,706
Mitek	306	-	2,869	2,218
NPS Pharmaceuticals Inc	1,321	8,650	8,650	8,705
Nektar Therapeutics	279	3,515	3,515	1,561
O2 Micro Internation Spons	1,660	10,240	10,240	6,623
Oyo Geospae Corp	60	2,861	2,861	4,640
Obagi Med Prods Inc Com	744	9,704	9,704	7,559
Orasure Technologies Inc Com	1,823	7,047	9,559	16,608
Park City Group	945	4,914	4,914	2,882
Quidel Corp Com	548	2,618	5,762	6,582
RTI BiologicsInc Com	2,453	5,073	8,203	10,891
Ramtron Intl Corp Com New	2,720	7,143	7,143	5,304
Sharps Compliance Corp	1,426	-	6,744	5,861
Scientific Games	1,094	-	8,636	10,612
Shuffle Master	784	7,281	7,281	9,188
Somaxon	1,633	5,359	5,359	735
Sonosite Inc	278	2,413	8,196	14,973
Spark Networks Inc	203	737	737	771
Stamps Com Inc	592	5,742	6,075	15,469
Stratasys Inc	214	5,168	5,168	6,508
Terremark Worldwide Inc	-	5,868	-	-
Universal Technical	317	7,505	7,505	7,846
		253,115	276,651	303,441
Rice Hall - Small Cap				
B Communications	65	-	2,405	957
Ituran Location & Control	68	-	1,174	929
Vista Print	184	-	7,058	5,630
Acacia Resh Corp	111	-	2,865	4,053
Advanced Auto Parts	75	-	4,794	5,222
Ancestry com Inc	95	-	2,161	2,181
Advisory Brd Co	84	-	3,969	6,234
Biomarin	101	-	2,584	3,473
Century Casinos, Inc	501	-	1,291	1,268
Cirrus Logic Inc	85	-	1,509	1,347
City Telecom (HK) ADS	251	-	3,581	2,638
Cogent Communications Group	210	-	2,925	3,547
Constant Contact	232	-	3,891	5,385

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Corporate Executive Brd Co	193	-	7,058	7,353
Dealertrack Hldgs	39	-	777	1,063
Delcath Systems Inc. Com	367	-	3,251	1,119
Diamond Foods	43	-	2,165	1,388
Equinox	66	-	5,815	6,692
Esterline Tech Crop	131	-	9,128	7,332
Gamco Invs Inc Com	43	-	2,009	1,870
GFI Group Inc	195	-	956	804
Guidance Software Inc	337	-	2,205	2,184
Hain Celestial Group	38	-	1,030	1,393
Hansen Natural Corp	40	-	2,212	3,686
Huron Consulting Grp Inc Com	55	-	1,433	2,131
ICG Group Inc	566	-	6,630	4,370
ICU Medical Inc	62	-	2,330	2,790
Iconix Brand Group	96	-	2,121	1,564
J2 Global Comm Inc	165	-	4,619	4,643
Kit Digital Inc Com	571	-	6,724	4,825
LKQ Corp	327	-	7,915	9,836
LifeTime Fitness	66	-	2,644	3,085
Liquidity Svcs Inc Com	194	-	2,490	7,159
MDC Partners Inc Class A Sub	284	-	4,788	3,840
McMoran Exploration	62	-	945	902
Medicines	188	-	4,788	6,251
MIPS Technologies	531	-	7,910	2,368
Myriad Genetics Inc	142	-	3,065	2,973
NPS Pharmaceuticals Inc	294	-	2,163	1,937
Nektar Therapeutics	197	-	2,831	1,376
Neustar Inc	197	-	5,401	6,731
O2 Micro International Spons	607	-	4,097	2,422
ON Semiconductor Crp	565	-	6,315	4,362
Onyx Pharmaceuticals	57	-	2,002	2,505
Orasure Technologies Inc	760	-	5,268	6,924
Polaris Inds Inc	80	-	3,932	5,822
Pool Corp	81	-	2,033	2,438
Questcor Phar Inc	251	-	3,350	10,437
RTI Biologics Inc Com	487	-	1,299	2,162
Ramtron Intl Corp	505	-	1,427	985
Salix Pharmaceuticals	109	-	4,570	5,216
Scientific Games Crp	211	-	2,245	2,047
Shuffle Master	303	-	3,250	3,551
Stamps com Inc	306	-	3,645	7,996
Stratasys Inc	87	-	2,885	2,646
Teleflex Inc	56	-	3,210	3,432
Transdigm Group Inc	71	-	5,458	6,793
Vail Resorts Inc	50	-	2,432	2,118
Websense	39	-	765	729
		-	203,793	217,114
Schafer Cullen				
AT&T	620	13,113	16,638	18,749
Altria Group Inc	630	10,179	13,385	18,679
Astrazeneca ADR	370	12,558	17,161	17,127
Boeing	260	13,423	17,335	19,071
Bristol Myers Squibb	535	13,077	13,845	18,853

STATEMENT 9

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10b - INVESTMENTS - CORPORATE STOCK

Description	# Shares End of Year	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
Chevron Corp	180	11,559	14,309	19,152
Conoco Phillips	250	11,238	14,648	18,217
Diageo ADR	20	10,768	13,730	17,484
Dominion Resources Inc	340	11,444	14,457	18,047
Dupont	290	9,367	12,361	13,276
General Electric	790	10,747	12,937	14,149
Genuine Parts Co	280	9,573	12,667	17,136
HSBC Hldgs Adr	290	10,302	14,358	11,049
Heinz HJ Co	340	12,654	16,134	18,374
Intel Corp	690	11,231	14,815	16,732
J&J	270	12,601	16,330	17,707
Kimberly Clark Corp	270	13,174	16,970	19,861
Kraft Foods	540	12,794	16,266	20,174
Eli Lilly & Co	480	13,324	16,489	19,949
Merck & Co	460	-	14,273	17,342
Microsoft Corp	615	6,989	16,263	15,965
Nextera Energy Inc	330	13,262	16,906	20,090
Philip Morris Intl	250	9,064	12,579	19,620
Royal Dutch Shell	210	-	15,415	15,962
3M Company	180	11,275	14,740	14,711
Travelers Co Inc	260	10,394	13,739	15,384
Unilever NV	460	11,195	13,725	15,810
Verizon	510	12,340	15,196	20,461
Vodafone Group	600	10,340	13,978	16,818
HCP	400	11,244	13,370	16,572
Health Care REIT	310	11,246	13,954	16,904
		330,476	458,973	539,425
Total Corporate Stock		\$ 11,993,099	\$ 13,354,388	\$ 17,418,293

STATEMENT 10

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 10c - INVESTMENTS - CORPORATE BONDS

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
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Wells Fargo - Custody:

Western Union Co, 5.4%, 11/17/11	295,722	-	-
E.I. Du Pont De Nemours, 5.875%, 1/15/14	34,091	34,061	37,315
General Electric Cap Corp, 5.25%, 10/19/12	298,358	299,270	310,491
Paccar Inc., 6.875%, 2/15/14	101,519	101,033	112,030
	729,690	434,364	459,836

JSF Financial, LLC. - Payden & Rygel

ABBOTT LABS, 5.875%, 5/15/16	47,944	47,396	53,243
AMGEN	65,723	64,520	67,306
AT&T	128,856	127,466	140,854
BANK AMER FDG CORP, 7.375%, 5/15/14	51,437	51,011	51,786
BANK AMER CORP, 5.75%, 12/1/17	13,365	13,601	14,286
BANK AMER, 7.625%, 6/14/19	24,841	24,860	25,941
BHP BILLITON FINANCE LTD, 4.80%, 4/15/13	51,468	50,826	53,168
COCA COLA CO, 3.625%, 3/15/14	30,417	30,287	32,229
CONOCO PHILLIPS, 4.60%, 1/15/15	66,237	65,436	71,029
CVS, 6.60%, 3/15/19	47,183	46,917	55,896
DEVON FINANCING CORP, 6.875%, 9/30/11	46,301	-	-
DIAGEO CAPITAL PLC	66,094	64,128	66,318
DUKE, 6.60%, 3/15/19	52,362	51,597	56,476
EDS CORP, 6.00%, 8/1/13	47,367	46,451	48,955
FPL GROUP CAP INC, 6.00%, 3/1/19	47,267	46,989	52,747
GE CAP CORP, 5.625%, 5/1/18	53,182	53,163	55,227
GENERAL ELECTRIC Co, 5.25%, 12/6/17	49,732	49,771	57,748
GENERAL MILLS INC, 5.65%, 2/15/19	51,108	50,971	60,837
GLAXOSMITHKLINE CAP INC, 5.65%, 5/15/18	47,009	46,736	54,497
JP MORGAN CHASE & CO, 4.195%, 5/1/13	20,236	20,135	21,054
JP MORGAN CHASE & CO, 6.30%, 4/23/19	15,043	15,038	17,069
KELLOGG CO, 4.45%, 5/30/16	24,949	24,958	27,963
KINDERMORGAN, 5.95%, 2/15/18	28,555	28,758	34,650
KROGER, 7.50%, 1/15/14	48,994	47,681	51,946
MCDONALDS CORP, 5.80%, 10/15/17	47,836	47,419	54,746
METLIFE, 6.75%, 6/1/13	24,954	24,963	28,891
MICROSOFT, 4.20%, 6/1/19	49,664	49,703	57,264
ORACLE, 5.75%, 4/15/18	47,603	47,246	54,810
PFIZER INC, 6.20%, 3/15/19	48,143	47,760	56,490
ROGERS COMM INC, 6.80%, 8/15/18	46,816	46,578	55,981
SOUTHERN CALIF EDISON, 5.00%, 1/15/16	63,182	62,749	69,877

STATEMENT 10**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART II, LINE 10c - INVESTMENTS - CORPORATE BONDS

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
TIME WARNER, 6.875%, 5/1/12	51,224	50,305	51,492
US BANCORP, 4 20%, 5/15/14	50,413	50,291	53,630
VEOLIA ENVIRONMENT, 5.25%, 6/3/13	50,473	50,278	52,871
VERIZON, 6.10%, 4/15/18	50,993	50,856	60,819
VODAFONE GROUP PLC NEW, 4.15%, 6/10/14	49,934	49,943	55,849
WELLS FARGO & CO, 4.375%, 1/31/13	50,018	50,009	52,618
	1,756,922	1,696,796	1,876,563
	2,486,613	2,131,160	2,336,399

STATEMENT 11**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART II, LINE 11 - INVESTMENTS - LAND, BUILDINGS & EQUIPMENT

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
LAND			
Casa Grande - Land	15,000	15,000	350,000
Willis Road - Land	109,103	109,103	592,000
Duckett - Land	1,683,910	1,683,910	239,000
Spring Creek Ranch	6,518,184	6,518,184	3,125,000
89 Creek/Lomacasi	2,200,000	2,200,000	711,000
Cornerstone Office Condo*	350,000	0	0
Green Reservoir - Land	3,072,000	0	0
	<u>13,948,197</u>	<u>10,526,197</u>	<u>5,017,000</u>
TOTAL	<u>13,948,197</u>	<u>10,526,197</u>	<u>5,017,000</u>

* Property was donated on 5/2/11 at appraised value of \$227,000

STATEMENT 12

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 13 - INVESTMENTS - OTHER

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS:			
Wells Fargo - Custody			
PIMCO High Income Fund	11,430	11,430	12,020
Subtotal	11,430	11,430	12,020
JSF Financial, LLC			
PIMCO - Short Term Fund- CL A	405,104	69,719	68,807
Virtus Multi Sector Short	572,924	487,776	496,595
Invesco Floating Rate Class	100,012	-	-
Invesco Van Kampen Harbor Class A	312,241	-	-
Invesco Convertible Securities fund	-	174,509	215,934
PIMCO - Global Multi-Asset Fund	111,456	121,096	112,266
Loomis Sayles Investment	489,471	359,968	411,410
PIMCO Commodity Real Return	336,548	452,910	387,983
PIMCO - High Yield Class A	-	202,128	210,736
PIMCO - Income Fund	-	204,518	201,783
PIMCO - Investment Grade Corp Bond	-	203,691	196,206
PIMCO -Total Return Class A	531,927	238,274	232,636
Payden Emerging Markets Fund	422,135	565,633	576,470
Payden High Income Fund	847,090	698,939	743,434
Ishares Barclay Int Credit Bond Fund	320,447	320,444	329,043
	4,449,355	4,099,605	4,183,303
OTHER INVESTMENTS:			
Beacon Capital	1,848,000	1,939,485	989,893
TOTAL	\$6,308,785	\$6,050,520	\$5,185,216

STATEMENT 13

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART II, LINE 15 - OTHER ASSETS

Description	Beginning of Year Book Value	End of Year Book Value	End of Year Fair Market Value
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INVESTMENT IN LIMITED LIABILITY COMPANIES

ALJ Capital II, LP	\$ 1,704,846	\$ 2,463,203	\$ 2,508,230
Blumberg Capital, LP	145,974	771,452	1,190,780
EDHI Douglas Ranch, LLC	816,120	814,681	814,681
EDHI Trillium, LLC	272,300	270,756	270,756
Marina Coves, LLC	759,355	746,959	227,000
ABCDW I Loan , LLC	875,248	844,616	218,000
VP II Loan LLC	1,723,627	1,664,007	236,000
Pacific Coach 101/202, LLC	978,261	-	-
Steel Canyon Capital, LLC	1,952,287	2,517,633	2,862,618
Summit Private Investments	519,481	511,416	540,121
	\$ 9,747,499	\$ 10,604,723	\$ 8,868,186

STATEMENT 14**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART II, LINE 19 - DEFERRED REVENUE

Description	Beginning of Year Book Value	End of Year Book Value	Gain (Statement 15)
Deferred Income - Sale of Stanfield Sec. 11	1,583,606	1,677,428	-
Deferred Interest Income	55,273	30,193	-
Deferred Income - Calls Sold	35,502	(8,433)	-
TOTAL	\$1,674,381	\$1,699,188	-

Note:

In Dec. 2009 the Foundation sold a section of land called Stanfield Sec. 11. This sale was accounted for using the installment sales method as a mortgage was taken back on the transaction resulting in deferred income - Sale of Stanfield Sec. 11 of \$1,583,606 as of December 31, 2010. The new borrower defaulted and the property was taken back with another deed-in-lieu on 3/17/11. The property's basis reverted back to its former basis plus expenses of \$2,019,982. The property was sold again on 6/17/11 and the Foundation financed the sale. Cash was received and a gain recognized based on the gross profit percentage, and the balance of the gain deferred of \$1,677,428. The gain will be recognized as the principal is paid down on the underlying mortgage. - See gain recognized in 2011 of \$84,735 on Statement 15.

The Foundation refinanced several loans in the mortgage portfolio and prepaid interest was withheld from the borrower, therefore this interest is deferred.

The Foundation's investment advisor, JSF Financial Inc., sells covered calls and purchases puts on stock held in the portfolio. The proceeds of calls sold are deferred until the calls are either exercised or expire. The payment for puts is a receivable until the put expires and the underlying security is sold.

THE STEELE FOUNDATION, INC.

FORM 990PF-2011, PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

1(a) Description of Property sold	(b) P/D	(c) Date acq'd	(d) Date sold/expired	(e) Gross Sales Price	(f) Deprec / Selling Exps	(g) Cost / Basis	(h) Gain or (loss)
Securities:							
Wells Fargo - Custody							
Class Action - Bank of America- Basis adj	P	01/02/09	01/19/11	-	-	5,042	(5,042)
Class Action proceeds - Qwest	P	Various	Various	156	-	-	156
				156		5,042	(4,886)
Citibank							
JPMorgan Chase Cap XIV Pfd Ser N 6 2%	P		12/06/11	246,201		246,131	70
JPMorgan Chase Cap XXIX Pfd Ser N 6 7%	P		12/06/11	225,401		223,956	1,446
USB Cap VIII TR PFD Ser 1	P		12/06/11	245,800		241,318	4,481
USB Cap XI TR PFD Ser 1	P		12/06/11	245,328		242,496	2,832
				962,730		953,901	8,829
JSF Financial							
CALL (WBSN) WEBSense INC JAN 22 11 \$22 5 (100	P	09/01/10	01/21/11	5,495		-	5,495
CALL (EXPE) EXPEDIA INC DEL COM JAN 22 11 \$27	P	09/15/10	01/21/11	4,076		-	4,076
CALL (QQQQ) POWERSHARES QQQ TR JAN 22 11 \$	P	10/14/10	01/19/11	8,850		23,489	(14,639)
CALL (WBSN) WEBSense INC JAN 22 11 \$20 (100 S	P	11/02/10	01/21/11	10,845		-	10,845
PIMCO SHORT TERM CLASS A	P	Various	01/27/11	99,996		99,291	705
PIMCO SHORT TERM CLASS A	P	Various	01/28/11	169,996		168,453	1,543
CALL (TTM) TATA MOTORS LIMITED APR 16 11 \$28	P	04/15/11	02/11/11	2,396		-	2,396
EXPEDIA INC DEL COM	P	10/24/08	02/11/11	21,796		11,754	10,042
ROCKWOOD HLDGS INC COM	P	06/17/08	02/14/11	21,737		23,370	(1,633)
ROCKWOOD HLDGS INC COM	P	06/17/08	02/14/11	3,741		-	3,741
ROCKWOOD HLDGS INC COM	P	06/17/08	02/18/11	14,490		15,580	(1,090)
ROCKWOOD HLDGS INC COM	P	06/17/08	02/18/11	2,494		-	2,494
CALL (COP) CONOCOPHILLIPS MAY 21 11 \$85 (100 S	P	04/12/11	02/22/11	1,106		334	772
FORD MTR CO DEL COM	P	07/02/10	02/23/11	29,595		20,382	9,214
EXPEDIA INC DEL COM	P	01/01/01	02/24/11	19,996		11,754	8,242
VIRTUS MULTI SECTOR SHORT TERM BOND CL A	P	Various	03/01/11	74,996		71,753	3,243
PIMCO SHORT TERM CLASS A	P	Various	03/04/11	49,996		49,596	401
FORD MTR CO DEL COM	P	07/02/10	03/07/11	6,999		5,095	1,903
FORD MTR CO DEL COM	P	11/29/10	03/07/11	20,997		24,101	(3,105)
VIRTUS MULTI SECTOR SHORT TERM BOND CL A	P	Various	03/14/11	39,996		38,268	1,728
BARCLAYS BANK PLC IPATH S&P 500 VIX MID-TERM	P	01/18/11	03/15/11	61,175		59,878	1,297
JOHNSON & JOHNSON	P	01/01/01	03/16/11	115,994		112,672	3,322
CALL (LH) LABORATORY CORP AMER	P	03/24/11	08/20/11	2,146		-	2,146
ISHARES SILVER TR ISHARES	P	03/15/11	03/24/11	36,745		33,674	3,071
PUT (SPY) SPDR S&P 500 ETF APR 16 11 \$126 (100 S	P	03/04/11	03/25/11	16,791		47,168	(30,377)
CALL (DE) DEERE & COMPANY JUN 18 11 \$105 (100	P	06/17/11	03/28/11	1,296		-	1,296
CALL (MHP) MCGRAW-HILL COS INC AUG 20 11 \$42	P	08/19/11	03/29/11	686		-	686
CALL (MHP) MCGRAW-HILL COS INC AUG 20 11 \$42	P	08/19/11	03/29/11	2,086		-	2,086
CALL (MOO) MARKET VECTORS ETF AUG 20 11 \$59	P	08/19/11	03/31/11	596		-	596
CALL (MOO) MARKET VECTORS ETF AUG 20 11 \$59	P	08/19/11	04/01/11	686		-	686
AOL INC COM USD0 01	P	12/10/09	04/13/11	4,201		20,552	(16,351)
FRONTIER COMMUNICATIONS CORP COM	P	05/06/10	04/13/11	2,905		2,495	410
WEBSense INC	P	01/01/01	04/13/11	55,018		52,159	2,859
CALL (WBSN) WEBSense INC JUL 16 11 \$25 (100 SH	P	04/14/11	07/11/11	988		2,457	(1,469)
CALL (WBSN) WEBSense INC JUL 16 11 \$25 (100 SH	P	04/14/11	07/11/11	1,707		4,389	(2,682)
INTEL CORP	P	11/19/09	04/15/11	29,549		28,916	633
INTEL CORP	P	11/19/09	04/15/11	9,850		10,639	(790)
INTEL CORP	P	08/10/10	04/15/11	9,850		9,937	(87)
PIMCO SHORT TERM CLASS A	P	Various	04/15/11	19,996		19,798	198
TRANSOCEAN LIMITED COM CHF15	P	04/30/10	04/18/11	36,487		36,669	(182)
TRANSOCEAN LIMITED COM CHF15	P	05/04/10	04/18/11	18,243		18,045	198
CONOCOPHILLIPS	P	01/28/11	05/03/11	75,755		70,463	5,292
TRANSOCEAN LIMITED COM CHF15	P	05/04/10	05/11/11	16,501		18,045	(1,544)
TRANSOCEAN LIMITED COM CHF15	P	05/06/10	05/11/11	33,002		34,717	(1,715)
AGILENT TECH INC	P	05/20/08	05/20/11	73,895		52,278	21,617
AGILENT TECH INC	P	05/20/08	05/20/11	1,901		-	1,901
PUT (SPY) SPDR S&P 500 ETF MAY 21 11 \$125 (100 S	P	03/25/11	05/20/11	-		45,500	(45,500)
MERCK & CO INC NEW COM	P	11/04/09	05/26/11	15,623		12,372	3,251
CITIGROUP INC COM NEW	P	12/08/10	06/16/11	37,488		46,204	(8,716)
POWERSHARES QQQ TR UNIT SER 1	P	01/01/11	06/16/11	126,954		101,402	25,552
POWERSHARES QQQ TR UNIT SER 1	P	01/01/11	06/16/11	14,759		-	14,759
POWERSHARES QQQ TR UNIT SER 1	P	01/29/10	06/16/11	28,853		21,363	7,490
POWERSHARES QQQ TR UNIT SER 1	P	01/29/10	06/16/11	3,354		-	3,354

THE STEELE FOUNDATION, INC.

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FORM 990PF-2011, PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

1(a) Description of Property sold	(b) P/D	(c) Date acq'd	(d) Date sold/expired	(e) Gross Sales Price	(f) Deprec / Selling Exps	(g) Cost / Basis	(h) Gain or (loss)
POWERSHARES QQQ TR UNIT SER 1	P	01/29/10	06/17/11	40,392		29,908	10,484
POWERSHARES QQQ TR UNIT SER 1	P	01/29/10	06/17/11	4,696		-	4,696
POWERSHARES QQQ TR UNIT SER 1	P	05/04/10	06/17/11	5,770		4,836	934
POWERSHARES QQQ TR UNIT SER 1	P	05/04/10	06/17/11	671		-	671
CALL (V) VISA INC COM CL A SEP 17 11 \$95 (100 SH)	P	07/01/11	09/19/11	1,578		-	1,578
DEUTSCHE BANK AG LONDON PWRSHS DB AGRIC	P	06/30/11	07/05/11	37,817		36,597	1,220
GILEAD SCIENCES INC	P	04/23/10	07/07/11	21,261		20,854	407
HEALTHSTREAM INC	P	06/21/11	07/07/11	14,344		11,154	3,190
GOOGLE INC CL A	P	06/23/11	07/15/11	119,750		95,681	24,068
PUT (SPY) SPDR S&P 500 ETF AUG 20 11 \$127 (100	P	07/25/11	07/27/11	35,763		21,180	14,583
WELLPOINT INC	P	05/04/10	08/01/11	48,385		39,152	9,233
AMGEN INC	P	04/23/10	08/03/11	26,494		29,399	(2,905)
AMGEN INC	P	05/21/10	08/03/11	13,247		13,148	100
REPUBLIC SERVICES INC CL A	P	01/01/01	08/03/11	27,777		27,649	128
SPDR S&P 500 ETF TRUST UNIT SER 1 S&P	P	12/29/09	08/03/11	62,160		56,381	5,779
CHARLES RIV LABORATORIES INTL INC	P	01/01/01	08/04/11	16,984		28,564	(11,581)
SPDR DOW JONES INDL AVERAGE ETF TR UNIT SE	P	12/29/09	08/04/11	57,130		52,736	4,394
CALL (GLD) SPDR GOLD TR GOLD SEP 17 11 \$157 (1	P	07/27/11	08/05/11	31,944		19,128	12,816
LABORATORY CORP AMERHLDGS COM NEW	P	01/01/01	08/05/11	85,004		69,475	15,530
POWERSHARES QQQ TR UNIT SER 1	P	05/04/10	08/05/11	47,593		43,525	4,068
POWERSHARES QQQ TR UNIT SER 1	P	05/06/10	08/05/11	5,288		4,642	646
QEP RESOURCES INC COM	P	01/01/01	08/05/11	72,235		56,399	15,836
REPUBLIC SERVICES INC CL A	P	01/01/01	08/05/11	26,796		27,649	(854)
VALEANT PHARMACEUTICALS INTL INC COM NPV IS	P	10/23/07	08/05/11	55,419		-	55,419
WEBSense INC	P	01/01/01	08/05/11	59,944		64,526	(4,583)
AGILENT TECH INC	P	05/20/08	08/08/11	46,383		46,179	204
BANK OF AMERICA CORP	P	07/12/11	08/08/11	36,980		51,648	(14,669)
CHARLES RIV LABORATORIES INTL INC	P	01/01/01	08/08/11	15,976		28,564	(12,588)
ISHARES S&P NATL AMTFREE MUNI BND FND	P	03/22/10	08/08/11	104,565		103,944	621
ISHARES S&P NATL AMTFREE MUNI BND FND	P	12/13/10	08/08/11	52,283		49,489	2,794
MCGRAW-HILL COS INC FORMERLY MCGRAW- HILL	P	11/05/07	08/08/11	24,373		31,130	(6,757)
MCGRAW-HILL COS INC FORMERLY MCGRAW- HILL	P	03/19/10	08/08/11	53,621		48,126	5,495
ROCKWOOD HLDGS INC COM	P	01/01/01	08/08/11	22,496		19,475	3,021
TELEFLEX INC	P	01/01/01	08/08/11	49,995		50,916	(921)
ALTRIA GROUP INC	P	11/27/09	08/09/11	35,500		28,430	7,070
CALL (SPY) SPDR S&P 500 ETF AUG 12 11 \$120 (100	P	08/09/11	08/09/11	10,917		7,884	3,033
MCGRAW-HILL COS INC FORMERLY MCGRAW- HILL	P	03/19/10	08/11/11	39,371		39,376	(5)
CALL (SPY) SPDR S&P 500 ETF AUG 20 11 \$132 (100	P	07/29/11	08/19/11	-		9,066	(9,066)
LABORATORY CORP AMERHLDGS COM NEW	P	01/01/01	08/19/11	94,794		83,370	11,424
CALL (GLD) SPDR GOLD TR GOLD SEP 17 11 \$157 (1	P	07/27/11	08/22/11	124,868		19,128	105,740
ROCKWOOD HLDGS INC COM	P	01/01/01	08/22/11	21,469		19,475	1,994
BERKSHIRE HATHAWAY INC DEL CL B NEW	P	08/08/11	08/25/11	51,723		50,674	1,049
LIONS GATE ENTERTAINMENT CORP COM NPV	P	04/15/11	08/31/11	72,881		64,061	8,820
QEP RESOURCES INC COM	P	01/01/01	09/12/11	63,939		56,399	7,540
CROWN HLDGS INC COM	P	08/13/07	09/22/11	59,971		46,645	13,325
GOLDMAN SACHS GROUP INC	P	08/05/11	09/22/11	94,484		125,734	(31,250)
WEBSense INC	P	01/01/01	09/22/11	50,997		64,526	(13,529)
CALL - GOLD SPDR	P	08/23/11	10/21/11	-		19,823	(19,823)
CALL - WEBSense	P	07/12/11	10/21/11	9,192		-	9,192
GENTIVA	P	08/25/10	10/31/11	9,996		41,513	(31,518)
GOOGLE	P	10/07/11	10/19/11	59,995		48,892	11,103
HEALTHSTREAM INC	P	08/11/11	10/27/11	7,546		5,780	1,766
LABORATORY CORP AMERHLDGS COM NEW	P	07/25/08	10/07/11	79,120		73,296	5,824
CALL - FREEPORT	P	08/24/12	08/23/11	1,396		-	1,396
CALL (SPY) SPDR S&P 500 ETF	P	11/01/11	11/04/11	-		2,132	(2,132)
PUT (SPY) SPDR S&P 500 ETF	P	10/28/11	11/16/11	11,125		10,115	1,011
HEALTHSTREAM INC	P	08/01/11	11/29/11	8,357		5,780	2,577
PERRIGO	P	08/04/11	11/04/11	43,628		44,461	(833)
CALL (SPY) SPDR S&P 500 ETF	P	11/19/11	12/17/11	-		9,605	(9,605)
PUT (SPY) SPDR S&P 500 ETF	P	11/29/11	12/15/11	1,091		5,974	(4,884)
CALL - VISA	P	10/27/11	12/17/11	2,222		-	2,222
ORACLE	P	09/08/11	12/27/11	25,577		26,881	(1,305)
PERRIGO	P	08/04/11	12/19/11	95,304		86,045	9,259
				3,865,251		3,602,135	263,116

THE STEELE FOUNDATION, INC.

FORM 990PF-2011, PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

1(a) Description of Property sold	(b) P/D	(c) Date acq'd	(d) Date sold/expired	(e) Gross Sales Price	(f) Deprec / Selling Exps	(g) Cost / Basis	(h) Gain or (loss)
JSf - Mutual Funds							
LOOMIS SAYLES INVST GRADE BOND CL A	P	Various	01/04/11	100,000 00		85,240 46	14,760
PIMCO TOTAL RETURN	P	05/26/10	01/04/11	99,315 17		102,867 72	(3,553)
LOOMIS SAYLES INVST GRADE BOND CL A	P	Various	02/09/11	99,996 05		85,313 53	14,683
INVESCO FLOATING RATE FUND CLASS A	P	Various	08/11/11	195,676 35		205,177 03	(9,501)
PIMCO SHORT TERM CLASS A	P	Various	08/18/11	195,800 81		196,003 95	(203)
INVESCO FLOATING RATE FUND CLASS A	P	05/20/11	10/14/11	199,996 05		165,973 74	34,022
PIMCO TOTAL RETURN	P	05/26/10	12/06/11	200,000 00		205,914 97	(5,915)
PIMCO HIGH YIELD CLASS A - CAP GAIN REINV	P	12/07/11	12/07/11	236 75		-	237
PIMCO COMMODITY REAL RET - CAP GAIN REINV	P	12/07/11	12/07/11	9,439 11		-	9,439
PIMCO INVEST GRADE CORP BOND - CAP GAIN R	P	12/07/11	12/07/11	5,435 02		-	5,435
PIMCO INCOME FUND CL A - CAP GAIN REINV	P	12/07/11	12/07/11	1,672 54		-	1,673
PIMCO GLOBAL MULTI ASSET FD - CAP GAIN REIN	P	12/07/11	12/07/11	1,632 61		-	1,633
LOOMIS SAYLES INVST GRADE - CAP GAIN REINV	P	12/07/11	12/07/11	3,846 89		-	3,847
				1,100,460		1,046,491	44,530
JSF - PAYDEN & RYDEL							
Mortgage backed securities paydowns - Jan	P	Various	Various	(1,996)			(1,996)
Mortgage backed securities paydowns - Feb	P	Various	Various	(1,608)			(1,608)
Mortgage backed securities paydowns - Mar	P	Various	Various	(1,287)			(1,287)
Mortgage backed securities paydowns - April	P	Various	Various	(1,106)			(1,106)
Mortgage backed securities paydowns - May	P	Various	Various	(1,051)			(1,051)
Mortgage backed securities paydowns - June	P	Various	Various	(953)			(953)
Payden High Income Fund	P	05/19/09	06/18/11	250,000		220,266 97	29,733
US Treasury Bill	P	02/18/11	07/13/12	425,000		424,959 60	40
Mortgage backed securities paydowns - July	P	Various	Various	30,476		31,687	(1,211)
Mortgage backed securities paydowns - Aug	P	Various	Various	28,748		29,911	(1,163)
Mortgage backed securities paydowns - Sept	P	Various	Various	34,285		35,647	(1,362)
US Treasury Bill	P	07/13/11	09/21/11	424,946		424,870	76
US Treasury Bill	P	06/22/11	09/22/11	499,869		499,670	199
Mortgage backed securities paydowns - Oct	P	Various	Various	45,393		47,353	(1,960)
Mortgage backed securities paydowns - Nov	P	Various	Various	50,933		53,049	(2,116)
Mortgage backed securities paydowns - Dec	P	Various	Various	295,272		289,714	5,558
				2,076,921	-	2,057,128	19,793
Schafer Cullen							
Bristol Myers Squibb	P	06/18/10	10/07/11	3,300	-	2,680	620
				3,300	-	2,680	620
Rice Hall							
Lodgenet Interactive Corp	P	06/16/10	01/24/11	7,069		7,715	(646)
Cirrus Logic Inc	P	01/28/11	02/24/11	2,805 90		2,005 42	800
Stratasys Inc	P	01/28/11	02/15/11	2,105 00		1,657 96	447
MarneMax Inc	P	01/28/11	04/14/11	532 39		483 36	49
Polans Inds	P	01/28/11	04/18/11	2,514 80		2,117 36	397
Somaxin	P	01/28/11	04/18/11	365 06		385 25	(20)
Terremark Worldwide Inc	P	11/20/11	04/18/11	11,039 00		5,867 98	5,171
Cheesecake Factory	P	01/28/11	06/06/11	1,746 30		1,712 48	34
Hansen Natural	P	01/28/11	07/01/11	2,953		2,046	907
Orasure Technologies Inc Com	P	06/16/10	08/03/11	2,173		1,056	1,117
Global Traffic Network Inc com	P	01/28/11	09/29/11	2,814		2,041	773
ImmuCor	P	01/28/11	09/07/11	1,134		856	278
Liquidity Svcs Inc com	P	01/28/11	09/27/11	3,683		1,643	2,040
Global Traffic Network Inc com	P	06/16/10	09/09/11	11,102		4,073	7,029
Blackboard Inc	P	06/16/10	10/05/11	4,545		4,028	517
Liquidity Svcs Inc com	P	06/16/10	10/03/11	7,863		2,954	4,909
Liveperson	P	06/16/10	10/03/11	2,142		1,488	655
Stamps com Inc	P	06/19/10	10/03/11	7,411		2,922	4,489
Blackboard Inc	P	01/28/11	10/05/11	4,545		3,942	603
Questcor Phar Inc	P	01/28/11	10/28/11	2,271		1,064	1,207
American Medical Alert	P	10/03/10	12/29/11	10,036		2,268	7,768
				90,850	-	52,325	38,526
Total Securities Gains/ (Losses)							
				8,099,667		7,719,701	370,527
Loss on Mortgage Loans							
Houston				-	-	100,000	(100,000)

STATEMENT 15

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

1(a) Description of Property sold	(b) P/D	(c) Date acq'd	(d) Date sold/expired	(e) Gross Sales Price	(f) Deprec / Selling Exps	(g) Cost / Basis	(h) Gain or (loss)
Gain/(Loss) on Real Estate				-	-	100,000	(100,000)
Land - Stanfield/Thude				3,787,000	4,854	2,019,982	84,735
Land - Green Reservoir				3,000,000	5,744	3,072,000	(77,744)
Land - 101/202 Holdings, LLC				630,460	7,609	978,261	(355,410)
				7,417,460	18,207	6,070,243	(348,419)
Total Gains/(losses) per Line 6(a), column (a)				15,517,127		13,889,945	(77,892)
Total Gains/(Losses) per Line 7, column (b)							0

* Installment sale - See Statement 14 for Deferred Income on Transaction of \$1,677,428 Gain recognized to the extent of cash received

STATEMENT 16

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART VIII - LIST OF OFFICERS, DIRECTORS AND TRUSTEES

Name and Address	Title, Ave. Hours per Week Devoted to Position	Compensation	Contributions to Employee Benefit Plans & Deferred Comp	Expense Account, Other Allowances
Daniel Cracchiolo PO Box 1112 Phoenix, Arizona 85001	Chairman/Director 20-40 Hours	\$100,000	\$0	\$250
Marianne Cracchiolo Mago PO Box 1112 Phoenix, Arizona 85001	President 40 Hours	206,500	6,000	250
Gail Flinn PO Box 1112 Phoenix, Arizona 85001	Director of Finance/ Secretary 40 Hours	80,250	2,250	0
Dr. Andrea Cracchiolo, III PO Box 1112 Phoenix, Arizona 85001	Director 1-2 Hours	0	0	250
W. Bryant Stooks PO Box 1112 Phoenix, Arizona 85001	Director 1-2 Hours	0	0	250
Andy Abraham PO Box 1112 Phoenix, Arizona 85001	Director 1-2 Hours	0	0	250
Total		\$386,750	\$8,250	\$1,250

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
ARCS Foundation 3104 E Camelback Road Phoenix, AZ 85016	N/A	Public	Scholarships	7,000
ARCH 1550 W Colter St. Phoenix, AZ 85015	N/A	Public	Steps to Health & Wellness Program	7,500
American Heart Association 2929 S 48th St, Tempe, AZ 85282	N/A	Public	Healthy Schools	10,000
Arizona Brain Food 2635 N Ridge Mesa, AZ 85203	N/A	Public	Arizona Brain Pack Program	20,000
Arizona Children's Association 2833 N Third Street Phoenix, AZ 85004	N/A	Public	Preventative Health and Fitness Across Ages Program	50,000
AZ College Scholarship Foundation 1430 E Missouri Ave Phoenix, AZ 85014	N/A	Public	Scholarships	25,000
AZ Community Foundation 2201 E Camelback Road, # 202, Phoenix, AZ 85016	N/A	Public	Summer Youth Program	25,000
AZ Friends of Foster Children 7200 W. Bell Road, Suite H-102 Glendale, AZ 85038-8537	N/A	Public	Operations	15,000
Arizona Humane Society 1521 West Dobbins Road Phoenix, 85041	N/A	Public	Animal Sponsorship	1,000
Arizona Grantmakers Forum 1505 E Missouri Ave , Suite 200 Phoenix, AZ 85014	N/A	Public	Operational support	2,500

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
AZ Science Center Washington St, AZ 85004	600 E Phoenix, N/A	Public	All About Me Gallery	200,000
Arizona State University 542 E Monroe, Suite D100 Phoenix, AZ 85004	N/A	Public	American Dream Academy	55,187
ASU College of Law PO Box 877906 Tempe, AZ 85287-7907	N/A	Public	Law Conference "Juvenile Justice & Adolescent Brains"	10,000
Barrow Neurological Foundation 3110 N Central Ave #135, Phoenix, AZ 85012	N/A	Public	Women's Board Fundraiser	15,000
Be a Leader Foundation 6850 N Central Ave Phoenix, AZ 85012	N/A	Public	PIPELINE of College-Going Program	50,000
Boys Hope Girls Hope 3443 N Central Ave, Suite 713 Phoenix, AZ 85012	N/A	Public	Academic Assistance Program	75,000
Brophy College Preparatory 4701 North Central Ave Phoenix, AZ 85012	N/A	Public	The Loyola Academy	105,000
Chandler Christian Center 345 S California St, Chandler, AZ 85225	N/A	Public	Adoption program	25,000
Child Crisis Center 817 N Country Club Mesa, AZ 85201	N/A	Public	Operations	30,000
Childsplay Inc. PO BOX 517, Tempe, AZ 85280	N/A	Public	Story Book Preview	30,000

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Children's Action Alliance 4001 N 3rd St ,Suite 160, Phoenix, AZ 85012	N/A	Public	Operations	8,000
Children's Museum of Phx PO BOX 2439, Phoenix, AZ 85002-2439	N/A	Public	Annual Charity Event	19,600
Circle The City 220 S. 12th Ave Phoenix, AZ 85007	N/A	Public	Cycle the City event	5,000
Cochise College 4190 West State Highway 80, Douglas, AZ 85607-6190	N/A	Public	Operations	25,000
College Depot 1221 N Central Ave Phoenix, AZ 85004	N/A	Public	College Planning Program	25,000
Crisis Nursery 2334 E Polk St, Phoenix, AZ 85006	N/A	Public	Social Work/Family Sprt	40,000
Desert Botanical Gardens 1201 N Gavlin Parkway, Phoenix, AZ 85008	N/A	Public	Butterfly Exhibit	29,800
Desert View Learning Center 4027 E Lincoln Dr Scottsdale, AZ 85253	N/A	Public	Scholarships	10,000
Ear Candy 200 E Curry Road Tempe, AZ 85281	N/A	Public	Board Development	30,000
Educare AZ PO BOX 97366, Phoenix, AZ 85060-7366	N/A	Public	Capital Campaign	300,000

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Epilepsy Foundation 240 W. Thomas, 2nd Floor Phoenix, AZ 85013	N/A	Public	Phoenix, Epilepsy Walk	500
Family Promise of Greater Phoenix 7221 E Bellevue St., #5 Scottsdale, AZ 85257	N/A	Public	Whole and Healthy Families Program	40,000
Foundation for Blind Children 1235 E Harmont Drive Phoenix, AZ 85020	N/A	Public	Braille on Demand Program	50,000
Free Arts of Arizona 103 W Highland Avenue, Phoenix, AZ 85013	N/A	Public	Arts@Desiderata	20,000
Gabriel's Angels 220 South Mulberry Street, Mesa, AZ 85202	N/A	Public	Pet Therapy	35,000
Hacienda Healthcare 1402 E South Mountain Ave , Phoenix, AZ 85042	N/A	Public	Music Therapy	10,000
Homeward Bound 2302 W Colter St, Phoenix, AZ 85015	N/A	Public	Homeless Family Support	50,000
Hope Kids Arizona PO Box 672 Cave Creek, AZ 85327	N/A	Public	Operations	100
Human Services Campus 1125 W Jackson St , Phoenix, AZ 85007	N/A	Public	Operations	150,000
Legacy Connection 2999 N 44th St ,# 530 Phoenix, AZ 85018	N/A	Public	Back to School Drive	20,000

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Liberty Wildlife PO Box 14345 Scottsdale, AZ 85267	N/A	Public	Operations	10,000
Long Way Home PO BOX 815186 Dallas, TX 75381	N/A	Public	School Construction	1,000
Maggie's Place PO BOX 1102, Phoenix, AZ 85001	N/A	Public	Fire Renovation	7,000
Make a Wish Foundation 711 E Northern Ave Phoenix, AZ 85020	N/A	Public	Wish Granting Program	20,000
Marc Center 924 N Country Club Drive Mesa, AZ 85201	N/A	Public	Operations	25,000
National Public Radio 635 Massachusetts Avenue, NW Washington DC, 20001	N/A	Public	Operations	5,000
New Directions Institute/ACA 4500 N 32nd St Suite 206, Phoenix, AZ 85018	N/A	Public	Annual Charity Event	37,500
O'Connor House 1300 N. College Ave , Phoenix, AZ 85281	N/A	Public	Distinguished Speakers Series	10,000
Our Lady of Solitude Monastery PO Box 639 Tonopah, AZ 85351	N/A	Public	Operations	5,000
Phoenix Collegiate Academy 5610 S. Central Ave, Phoenix, AZ 85040	N/A	Public	Development/Consultant	20,000

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Phoenix Theatre 100 E McDowell Road Phoenix, AZ 85004	N/A	Public	Arts Enrichment Program	29,000
Planned Parenthood Cntrl/North 5651 N 7th St, Phoenix, AZ 85014	N/A	Public	Operations	75,000
Popsicle 8711 E. Pinnacle Peak Rd, Ste 290 Scottsdale, AZ 85255	N/A	Public	Pediatric Feeding Disturbances Early Identification Screening tool	25,000
Prevent Child Abuse Arizona PO Box 26495 Prescott Valley, AZ 86312-6495	N/A	Public	Operations	10,000
Prince of Peace Preschool 3641 N 56th St Phoenix, AZ 85018	N/A	Public	Playground Improvement project	5,000
Rillito River Project 7080 N Cathedral Rock Place Tucson, AZ 85718	N/A	Public	Environmental Education Art Lab Initiative	5,000
Ryan House PO BOX 16234, Phoenix, AZ 85011-6234	N/A	Public	Capital Campaign	100,000
Scottsdale Dragon Baseball 14422 N 67th Place Scottsdale, AZ 85254	N/A	Public	Team uniforms	1,000
Starlight Children's Foundation One Renaissance Square 2 North Central Ave. Suite 170 Phoenix, AZ 85007	N/A	Public	Holiday Sponsored Trip	5,000
St John Vianney School 539 La Pasada BLVD Goodyear, AZ 85338	N/A	Exempt	Scholarships	57,000

STATEMENT 17

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
St. Mary's Food Bank 2831 N 31st Ave, Phoenix, AZ 85009	N/A	Exempt	Kids Café	10,000
St. Vincent De Paul PO BOX 13600, Phoenix, AZ 85002	N/A	Exempt	Family Dining Room	60,000
The Solel Preschool 6805 E McDonald Drive Paradise Valley, AZ 85253	N/A	Exempt	Scholarships	25,000
Third Sector New England 338 S High St. Denver, CO 80209	N/A	Public	Build Initiative	40,000
Tucson AZ Boys Chorus 5770 E Pima Street, Tucson, AZ 85712	N/A	Public	Operations	100,000
Univ of Arizona College of Public Health 1295 N Martin Ave Tucson AZ 85724	N/A	Public	The Art Chapa Foundation	10,000
UofA Steele Childrens Center 1501 N Campbell, PO BOX 245073, Tucson, AZ 85724	N/A	Public	PANDA	9,720
UofA Steele Childrens Center 1501 N Campbell, PO BOX 245073, Tucson, AZ 85724	N/A	Public	Renovation	15,718
UofA Humanities 1111 N Cherry Ave Po Box 210109 Tucson, AZ 85721	N/A	Public	Operations	50,000
Upward Foundation 6306 N 7th St. Phoenix, AZ 85014	N/A	Public	Project <i>Chill out!</i>	10,580

STATEMENT 17**THE STEELE FOUNDATION, INC.****95-3466880**

FORM 990PF-2011, PART XV, Line 3a - CONTRIBUTIONS PAID DURING THE YEAR 2011

Name	Relationship to Fdtn. Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Valle Del Sol 4117 N 17th St, Phoenix, AZ 85016	N/A	Public	Operations	10,000
Vally of the Sun United Way 1515 E Osborn Road, Phoenix, AZ 85014	N/A	Public	Homlessness Collaberation	75,000
Vatican Observatory Foundation 2017 E Lee Street Tucson, AZ 85719	N/A	Public	Operations	50,000
San Miguel High School PO Box 22199 Tucson, AZ 85736	N/A	Public	Capital Campaign	238,334 *
TOTAL				\$ 2,783,039

* See statement 18 for details.

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3a - DISTRIBUTIONS OF PROPERTY VALUED AT FAIR MARKET VALUE

On April 28, 2011 the Foundation donated a commercial condominium located in Chandler, Arizona to San Miguel High School located in Tucson, Arizona. The condominium was the security for a \$550,000 mortgage loan that was foreclosed upon in June of 2009. The loss was taken on the condo in 2009 to write it down to \$350,000 based upon a certified independent appraisal at that time.

The condo was re-appraised in January 28, 2011 at \$227,000 by a certified independent appraiser prior to donation. Per Reg 53.4942(a)-2(a) all property distributions must be valued at fair market value at the date of the distribution to count towards the Foundation's required minimum distribution. However, for excise tax on net investment income, property distributions treated as qualifying distributions are not dispositions and thus do not result in the recognition of gain or loss (Reg 53.4940-1(f)(1)). Therefore the difference between this property's book value of \$350,000 and the fair market value at the time of donation of \$227,000 is reported as an adjustment of \$123,000 in Part III of the return on line 3.

The donation was reported at the property value plus closing costs or \$238,335 as reflected in Statement 17.

STATEMENT 19

THE STEELE FOUNDATION, INC.

95-3466880

FORM 990PF-2011, PART XV, Line 3b - CONTRIBUTIONS APPROVED IN 2011 FOR FUTURE PAYMENT

Name and Address	Relationship to Fdtn Mgr or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Arizona Brain Food 2635 N. Ridge Mesa, AZ 85203	N/A	Public	Food boxes for students	\$ 20,000
Arizona State University 542 E Monroe Suite D100 Phoenix, AZ 85004	N/A	Public	American Dream Academy	110,374
Ballet Arizona 3645 E Indian School Rd Phoenix, AZ 85018	N/A	Public	Ballet Under the Stars/Class Act program	20,000
Boys Hope Girls Hope 3443 N Central Ave, Ste 713 Phoenix, AZ 85012	N/A	Public	Academic Assistance Program	75,000
Childsplay Inc PO BOX 517, Tempe, AZ 85280	N/A	Public	Story Book Preview	30,000
Desert Botanical Gardens 1201 N Gavlin Parkway, Phoenix, AZ 85008	N/A	Public	Butterfly Exhibit	5,650
Ear Candy 200 E Curry Road Tempe, AZ 85281	N/A	Public	Board development	7,500
Family Promise of Greater Phoenix 7221 E Belleview St , #5 Scottsdale, AZ 85257	N/A	Public	Whole and Healthy Families Program	40,000
Great Hearts Academies 444 N 44th St , Suite 100 Phoenix, AZ 85008	N/A	Public	Archway/Veritas Academy Challenge grant	500,000
New Directions Institute/ACA 4500 N 32nd St Suite 206, Phoenix, AZ 85018	N/A	Public	Annual Charity Event	37,500
Total				<u>\$ 846,024</u>

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

OMB No. 1545-1709

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

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or ☐
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions.	

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

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

- The books are in the care of ►

Telephone No. ► FAX No. ►

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until _____, 20____, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☐ calendar year 20____ or

► ☐ tax year beginning _____, 20____, and ending _____, 20____.

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Cat. No. 27916D

Form **8868** (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE STEELE FOUNDATION, INC.	Employer identification number (EIN) or ☒ 95-3466880
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 1112	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PHOENIX, AZ 85001	

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.

- The books are in the care of **THE STEELE FOUNDATION, INC.**
Telephone No. **602-850-9804** FAX No. **602-850-9814**
- 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

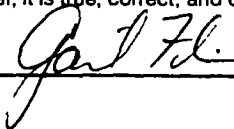
- I request an additional 3-month extension of time until **November 15**, 20 **12**.
- For calendar year, or other tax year beginning, 20, and ending, 20
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension
WE ARE STILL WAITING FOR A K-1 TO BE RECEIVED SO ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN HAVE NOT YET BEEN RECEIVED.

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	\$	120000
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	\$	120000
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	\$	0

Signature and Verification must be completed for Part II only.

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

Signature ▶

Title ▶ **DIRECTOR OF FINANCE**

Date ▶

08/14/12Form **8868** (Rev. 1-2012)

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

OMB No. 1545-1709

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

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☒ **►***All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. THE STEELE FOUNDATION, INC.	Employer identification number (EIN) or ☒ 95-3466880
	Number, street, and room or suite no. If a P.O. box, see instructions. PO BOX 1112	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHOENIX, AZ 85001	

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

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

- The books are in the care of ► **THE STEELE FOUNDATION, INC.**

Telephone No. ► **602-850-9804** FAX No. ► **602-850-9814**

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15**, 20 **12**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year 20 **11** or

► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	120000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	120000
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Cat. No. 27916D

Form **8868** (Rev. 1-2012)

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or ☐
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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

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.

• The books are in the care of **▶**

Telephone No. **▶**

FAX No. **▶**

• If the organization does not have an office or place of business in the United States, check this box ☐ **▶**

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until _____, 20_____.

5 For calendar year _____, or other tax year beginning _____, 20_____, and ending _____, 20_____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension _____

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 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	\$
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	\$

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 **▶**

John F. L.

Title **▶** DIRECTOR OF FINANCE

Date **▶**

05/11/12