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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning 7/01 2011 and ending 6/30 2012

ANTHILL FOUNDATION, INC
3160 HICKS ROAD
SEBASTOPOL, CA 95472**A** Employer identification number
20-5951571**B** Telephone number (see the instructions)
(707) 824-9381**C** If exemption application is pending check here ☐**D** 1 Foreign organizations check here ☐2 Foreign organizations meeting the 85% test check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A) check here ☐**F** If the foundation is in a 60 month termination under section 507(b)(1)(B) check here ☐**G** Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II column (c) line 16) **J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I column (d) must be on cash basis)

▶ \$ 213,718

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 (att sch)	292,719			
	2 Ck ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	2,688	2,688	2,688	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	3,191			
	b Gross sales price for all assets on line 6a 83,700				
	7 Capital gain net income (from Part IV line 2)		3,191		
	8 Net short term capital gain			3,191	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11	298,598	5,879	5,879		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers directors trustees etc	0			
	14 Other employee salaries and wages				
	15 Pension plans employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 1	2,647			
	c Other prof fees (attach sch) SEE ST 2	22,917			
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 3	1,222			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel conferences and meetings	5,831			
	22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	3,486				
24 Total operating and administrative expenses Add lines 13 through 23	36,103				
25 Contributions gifts grants paid PART XV	65,200			65,200	
26 Total expenses and disbursements Add lines 24 and 25	101,303	0	0	65,200	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	197,295				
b Net investment income (if negative enter 0)		5,879			
c Adjusted net income (if negative enter 0)			5,879		

X 5

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	3,300	8,770	8,770
	2 Savings and temporary cash investments		19,389	19,389
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers directors trustees and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) STATEMENT 5		172,436	185,559
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land buildings and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land buildings and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions Also see page 1 item I)	3,300	200,595	213,718
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers directors trustees & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
FUND ASSETS OR 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	3,300	200,595	
	28 Paid in or capital surplus or land building and equipment fund			
	29 Retained earnings accumulated income endowment or other funds			
	30 Total net assets or fund balances (see instructions)	3,300	200,595	
	31 Total liabilities and net assets/fund balances (see instructions)	3,300	200,595	

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	3,300
2 Enter amount from Part I line 27a	2	197,295
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1 2 and 3	4	200,595
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II column (b) line 30	6	200,595

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2 story brick warehouse or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month day year)	(d) Date sold (month day year)
1a 1100 SHARES UPS STOCK		D	12/22/11	VARIOUS
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 83,700		80,509	3,191
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k) but not less than 0) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j) if any	
a			3,191
b			
c			
d			
e			

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	3,191
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	3,191

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	46,673		
2009	17,600	5,477	3 213438
2008	112,637	40,353	2 791292
2007	113,852	91,761	1 240745
2006	53,697	240,945	0 222860

2 Total of line 1 column (d)	2	7 468335
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	1 493667
4 Enter the net value of noncharitable use assets for 2011 from Part X line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I line 27b)	6	59
7 Add lines 5 and 6	7	59
8 Enter qualifying distributions from Part XII line 4	8	65,200

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.

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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 instrs)		1	59
b Domestic foundations that meet the section 4940(e) requirements in Part V check here ☒ and enter 1% of Part I line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)		2	0
3 Add lines 1 and 2		3	59
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter 0)		4	0
5 Tax based on investment income Subtract line 4 from line 3 If zero or less enter 0		5	59
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations -- tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		0
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7 enter amount owed	9		59
10 Overpayment If line 7 is more than the total of lines 5 and 8 enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year did the foundation attempt to influence any national state or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is Yes to 1a or 1b attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120 POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If Yes attach a detailed description of the activities		X
3 Has the foundation made any changes not previously reported to the IRS in its governing instrument articles of incorporation or bylaws or other similar instruments? If Yes attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1 000 or more during the year?		X
b If Yes has it filed a tax return on Form 990 T for this year?	N/A	
5 Was there a liquidation termination dissolution or substantial contraction during the year? If Yes attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5 000 in assets at any time during the year? If Yes complete Part II column (c) and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is Yes to line 7 has the foundation furnished a copy of Form 990 PF to the Attorney General (or designate) of each state as required by General Instruction G? If No attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If Yes complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If Yes attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year did the foundation directly or indirectly own a controlled entity within the meaning of section 512(b)(13)? If Yes attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If Yes attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>HTTP://WWW.ANTHILLFOUNDATION.ORG/</u>	13	X	
14	The books are in care of <u>FRANK MAYHEW</u> Telephone no <u>(707) 824-9381</u> Located at <u>3160 HICKS ROAD SEBASTOPOL CA</u> ZIP + 4 <u>95472</u>			
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	N/A		
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? See the instructions for exceptions and filing requirements for Form TD F 90 22 1 If Yes enter the name of the foreign country	15		N/A
		16	Yes	No
				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)? Organizations relying on a current notice regarding disaster assistance check here	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a other than excepted acts that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011 did the foundation have any undistributed income (lines 6d and 6e Part XIII) for tax year(s) beginning before 2011? If Yes list the years 20__ 20__ 20__ 20__	☐ Yes ☒ No	
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐

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

N/A ☐ Yes ☐ No

If Yes attach the statement required by Regulations section 53.4945 5(d)

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

☐ Yes ☒ No

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

6b X

If Yes to 6b file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers directors trustees foundation managers and their compensation (see instructions)

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable etc purposes	
a	Average monthly fair market value of securities	1a
b	Average of monthly cash balances	1b
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a b and c)	1d 0
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
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount see instructions)	4
5	Net value of noncharitable use assets Subtract line 4 from line 3 Enter here and on Part V line 4	5 0
6	Minimum investment return Enter 5% of line 5	6 0

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
2a	Tax on investment income for 2011 from Part VI line 5	2a 59
b	Income tax for 2011 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 59
3	Distributable amount before adjustments Subtract line 2c from line 1	3 -59
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 -59
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 0

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 65,200
b	Program related investments – total from Part IX B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable etc purposes	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V line 8 and Part XIII line 4	4 65,200
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 59
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 65,141

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

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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				0
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	51,353			
b From 2007	109,442			
c From 2008	111,451			
d From 2009	17,326			
e From 2010	46,673			
f Total of lines 3a through e	336,245			
4 Qualifying distributions for 2011 from Part XII line 4 ▶ \$ 65,200				
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				0
e Remaining amount distributed out of corpus	65,200			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d) the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f 4c and 4e Subtract line 5	401,445			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	51,353			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	350,092			
10 Analysis of line 9				
a Excess from 2007	109,442			
b Excess from 2008	111,451			
c Excess from 2009	17,326			
d Excess from 2010	46,673			
e Excess from 2011	65,200			

N/A

- | | |
|----------------|--|
| Part XV | Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions) |
|----------------|--|

SEE STATEMENT FOR LINE 2A

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
<i>a Paid during the year</i> ANTHILL FOUNDATION UGANDA PLOT 6 NAMIRO SWAMP ROAD ENTEBBE, PO BOX 725 UGANDA			PROVIDE SCHOLARSHIPS, MEDICAL CARE AND A WELL FOR FRESH WATER ASSISTANCE WITH ALLEVIATING POVERTY	65,200
Total			3a	65,200
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					2,688
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt financed property					
b Not debt financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	3,191	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b) (d) and (e)				3,191	2,688
13 Total Add line 12 columns (b) (d) and (e)				13	5,879

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990 990 EZ
or 990 PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545 0047

2011

Name of the organization

ANTHILL FOUNDATION, INC

Employer identification number

20-5951571

Organization type (check one)

Filers of

Form 990 or 990 EZ

Section

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990 PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note Only a section 501(c)(7) (8) or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

- ☒ For an organization filing Form 990 990 EZ or 990 PF that received during the year \$5 000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990 EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor during the year a contribution of the greater of (i) \$5 000 or (2) 2% of the amount on (i) Form 990 Part VIII line 1h or (ii) Form 990 EZ line I Complete Parts I and II
- ☐ For a section 501(c)(7) (8) or (10) organization filing Form 990 or 990 EZ that received from any one contributor during the year total contributions of more than \$1 000 for use *exclusively* for religious charitable scientific literary or educational purposes or the prevention of cruelty to children or animals Complete Parts I II and III
- ☐ For a section 501(c)(7) (8) or (10) organization filing Form 990 or 990 EZ that received from any one contributor during the year contributions for use *exclusively* for religious charitable etc purposes but these contributions did not total to more than \$1 000 If this box is checked enter here the total contributions that were received during the year for an *exclusively* religious charitable etc purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious charitable etc contributions of \$5 000 or more during the year ► \$ _____

Caution An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990 990 EZ or 990 PF) but it **must** answer No on Part IV line 2 of its Form 990 or check the box on line H of its Form 990 EZ or on Part I line 2 of its Form 990 PF to certify that it does not meet the filing requirements of Schedule B (Form 990 990 EZ or 990 PF)

BAA For Paperwork Reduction Act Notice see the Instructions for Form 990
990EZ or 990 PF

Schedule **B** (Form 990 990 EZ or 990 PF) (2011)

Name of organization

Employer identification number

ANTHILL FOUNDATION, INC

20-5951571

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FRANK & KATHLEEN MAYHEW 3160 HICKS ROAD SEBASTOPOL, CA 95472	\$ 252,945	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

20-5951571

Part II

(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3456 SHARES UNITED PARCEL SERVICE STOCK		
		\$ 252,945	12/22/11
(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

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

Name of organization

ANTHILL FOUNDATION, INC

Employer identification number

20-5951571

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10)**organizations that total more than \$1,000 for the year** Complete cols (a) through (e) and the following line entryFor organizations completing Part III enter total of *exclusively* religious charitable etc contributions of **\$1 000 or less** for the year (Enter this information once See instructions)

► \$ N/A

Use duplicate copies of Part III if additional space is needed

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address and ZIP + 4		Relationship of transferor to transferee

BAA

ANTHILL FOUNDATION, INC

20-5951571

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 2,647			
TOTAL	<u>\$ 2,647</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATOR	\$ 22,917			
TOTAL	<u>\$ 22,917</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD	\$ 86			
IRS	1,136			
TOTAL	<u>\$ 1,222</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	\$ 285			
OFFICE SUPPLIES	1,266			
POSTAGE	5			
REGISTRY OF TRUSTS	145			
RENTAL EXPENSES	375			
WEBSITE	1,240			
WIRE FEES	170			
TOTAL	<u>\$ 3,486</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

ANTHILL FOUNDATION, INC

20-5951571

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
UNITED PARCEL SERVICE	COST	\$ 172,436	\$ 185,559
	TOTAL	<u>\$ 172,436</u>	<u>\$ 185,559</u>

STATEMENT 6
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM

NAME

KATHLEEN MAYHEW - PRESIDENT

CARE OF

STREET ADDRESS

3160 HICKS ROAD

CITY, STATE, ZIP CODE

SEBASTOPOL, CA 95472

TELEPHONE

FORM AND CONTENT

SUBMISSION DEADLINES

RESTRICTIONS ON AWARDS

CONTACT ABOVE

EDUCATIONAL, RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY
PURPOSES WITHIN THE MEANING OF IRC 501(C)(3)