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

2011

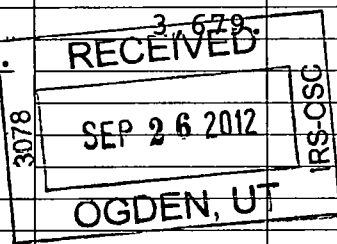
Department of the Treasury
Internal Revenue Service

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 **JUL 1, 2011**, and ending **JUN 30, 2012**

| | | |
|--|--|--|
| Name of foundation THE DEMAKOS FOUNDATION, INC. | | A Employer identification number 22-2847414 |
| Number and street (or P O box number if mail is not delivered to street address) 4568 BAILEY AVENUE | Room/suite | B Telephone number (716) 837-4422 |
| City or town, state, and ZIP code AMHERST, NY 14226 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 162,702. | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small> | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received | | | N/A | |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 3,486. | 3,486. | | Statement 1 |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 3,679. | | | |
| b Gross sales price for all assets on line 6a | 72,911. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 3,679. | | |
| 8 Net short-term capital gain | | | | |
| 9 Income modifications | | | | |
| 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | |
| c Gross profit or (loss) | | | | |
| 11 Other income | | | | |
| 12 Total. Add lines 1 through 11 | 7,165. | 7,165. | | |
| 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| 14 Other employee salaries and wages | | | | |
| 15 Pension plans, employee benefits | | | | |
| 16a Legal fees | | | | |
| b Accounting fees Stmt 2 | 2,225. | 556. | | 1,669. |
| c Other professional fees | | | | |
| 17 Interest | | | | |
| 18 Taxes Stmt 3 | 57. | 0. | | 0. |
| 19 Depreciation and depletion | | | | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | | | |
| 22 Printing and publications | | | | |
| 23 Other expenses Stmt 4 | 1,622. | 1,029. | | 595. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 3,904. | 1,585. | | 2,264. |
| 25 Contributions, gifts, grants paid | 18,250. | | | 18,250. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 22,154. | 1,585. | | 20,514. |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | <14,989.> | | | |
| b Net investment income (if negative, enter -0-) | | 5,580. | | |
| c Adjusted net income (if negative, enter -0-) | | | N/A | |



SCANNED OCT 10 2012
Operating and Administrative Expenses

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|---|---|---|-----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 2,652. | 13,180. | 13,180. |
| | 2 Savings and temporary cash investments | | | |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock Stmt 6 | 153,587. | 126,590. | 132,656. |
| | c Investments - corporate bonds | | | |
| 11 Investments - land, buildings, and equipment basis ▶ | | | | |
| Less: accumulated depreciation ▶ | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other | | | | |
| 14 Land, buildings, and equipment: basis ▶ | | | | |
| Less: accumulated depreciation ▶ | | | | |
| 15 Other assets (describe ▶ Statement 7) | 15,386. | 16,866. | 16,866. | |
| 16 Total assets (to be completed by all filers) | 171,625. | 156,636. | 162,702. | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 23 Total liabilities (add lines 17 through 22) | 0. | 0. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | 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 ▶ <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| 27 Capital stock, trust principal, or current funds | 0. | 0. | | |
| 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | 171,625. | 156,636. | Statement 5 | |
| 30 Total net assets or fund balances | 171,625. | 156,636. | | |
| 31 Total liabilities and net assets/fund balances | 171,625. | 156,636. | | |

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 | 171,625. |
| 2 Enter amount from Part I, line 27a | 2 | <14,989.> |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 156,636. |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 156,636. |

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 | | | |
| b See Attached Statements | | | |
| 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 | | | |
| b | | | |
| c | | | |
| d | | | |
| e 72,911. | | 69,232. | 3,679. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 3,679. |

| | | |
|---|---|--------|
| 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 | 3,679. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | 3 | N/A |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|---|---------------------------------------|---|--|
| 2010 | 12,126. | 170,798. | .070996 |
| 2009 | 14,065. | 170,537. | .082475 |
| 2008 | 9,459. | 153,471. | .061634 |
| 2007 | 13,473. | 211,937. | .063571 |
| 2006 | 16,452. | 213,167. | .077179 |

| | | |
|---|---|----------|
| 2 Total of line 1, column (d) | 2 | .355855 |
| 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 | .071171 |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 154,924. |
| 5 Multiply line 4 by line 3 | 5 | 11,026. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 56. |
| 7 Add lines 5 and 6 | 7 | 11,082. |
| 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 | 20,514. |

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

| | | | |
|----|---|----|-----|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 56. |
| 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 | 56. |
| 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 | 56. |
| 6 | Credits/Payments: | | |
| a | 2011 estimated tax payments 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 <input type="checkbox"/> 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 | 56. |
| 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 <input type="checkbox"/> Refunded <input checked="" type="checkbox"/> | 11 | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |
| 1c | | X |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | | X |
| 10 | | 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) | | | 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) | | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u> | X | | |
| 14 | The books are in care of ► <u>PETER G. DEMAKOS</u> Telephone no. ► <u>716-837-4422</u> Located at ► <u>4568 BAILEY AVENUE AMHERST, NY</u> ZIP+4 ► <u>14226</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 | | | |
| 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 ► | | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a | At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____ | | |
| 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No ► _____, _____, _____, _____ | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | X |

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

5b X

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? Yes No

If "Yes" to 6b, file Form 8870.

6b X

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** Yes No

7b X

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| PETER G. DEMAKOS 4568 BAILEY AVE AMHERST, NY 14226 | PRES / TREAS | 0.00 | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'.

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 | 151,410. |
| b | Average of monthly cash balances | 1b | 5,873. |
| c | Fair market value of all other assets | 1c | 0. |
| d | Total (add lines 1a, b, and c) | 1d | 157,283. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 157,283. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 2,359. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 154,924. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 7,746. |

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 | 7,746. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | 56. |
| 2b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 56. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 7,690. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 7,690. |
| 6 | Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 7,690. |

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 | 20,514. |
| b | Program-related investments - total from Part IX-B | 1b | 0. |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 20,514. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 56. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 20,458. |

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 | | | | 7,690. |
| 2 Undistributed income, if any, as of the end of 2011 | | | | |
| a Enter amount for 2010 only | | | 0. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | 6,066. | | | |
| b From 2007 | 3,201. | | | |
| c From 2008 | 1,857. | | | |
| d From 2009 | 5,598. | | | |
| e From 2010 | 3,700. | | | |
| f Total of lines 3a through e | 20,422. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 20,514. | | | | |
| 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 | | | | 7,690. |
| e Remaining amount distributed out of corpus | 12,824. | | | |
| 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 | 33,246. | | | |
| 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 instr. | | | 0. | |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 | 6,066. | | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | 27,180. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | 3,201. | | | |
| b Excess from 2008 | 1,857. | | | |
| c Excess from 2009 | 5,598. | | | |
| d Excess from 2010 | 3,700. | | | |
| e Excess from 2011 | 12,824. | | | |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

| | Tax year | | | | (e) Total |
|---|----------|----------|----------|----------|-----------|
| | (a) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. | | | | | |
| 3 Subtract line 2d from line 2c | | | | | |
| Complete 3a, b, or c for the alternative test relied upon: | | | | | |
| a "Assets" alternative test - enter: | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter: | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
PETER G. DEMAKOS, 716-837-4422
4568 BAILEY AVENUE, AMHERST, NY 14226

b The form in which applications should be submitted and information and materials they should include:
SEE EXHIBITS A & B

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE STATEMENT 8A

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 Paid during the year | | | | |
| AMHERST POLICE FOUNDATION 1955 WEHRLE DRIVE WILLIAMSVILLE, NY 14221 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,000. |
| BORNHAVA PRESCHOOL 25 CHATEAU TERRACE AMHERST, NY 14226 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 100. |
| BUFFALO RENAISSANCE FOUNDATION P.O. BOX 322 BUFFALO, NY 14206 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,100. |
| CALVARY EPISCOPAL CHURCH 20 MILTON STREET WILLIAMSVILLE, NY 14221 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,000. |
| COLGATE UNIVERSITY 13 OAK DRIVE HAMILTON, NY 13346 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 500. |
| Total See continuation sheet(s) ▶ 3a | | | | 18,250. |
| b Approved for future payment | | | | |
| None | | | | |
| | | | | |
| | | | | |
| Total ▶ 3b | | | | 0. |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| 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 |
|---|--|--------------------------------------|-------------------------------------|----------------|
| CYSTIC FIBROSIS 1775 WEHRLE DRIVE, SUITE 150 WILLIAMSVILLE, NY 14221 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 250. |
| EASTMAN FOUNDATION 779 WASHINGTON STREET BUFFALO, NY 14203 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 300. |
| EMILY SCHOFIELD 88 SNUG HAVEN COURT TONAWANDA, NY 14150 | NONE | INDIVIDUAL | EDUCATION FUND | 250. |
| GLIDING STARS 1412 SWEET HOME ROAD, SUITE 3 AMHERST, NY 14228-2778 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 50. |
| GOLISANO CHILDREN'S HOSPITAL AUTISM FUND 300 E RIVER ROAD ROCHESTER, NY 14627 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 75. |
| HELLENIC CHURCH OF THE ANNUNCIATION 146 WEST UTICA STREET BUFFALO, NY 14222 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 7,000. |
| HOSPICE BUFFALO 225 COMO PARK BLVD CHEEKTOWAGA, NY 14227-1480 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 100. |
| ISMAILIA TEMPLE AONMS TRAVEL FUND 1600 SOUTHWESTERN BOULEVARD WEST SENECA, NY 14224 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 50. |
| LAFAYETTE COLLEGE FUND P.O. BOX 3000 EASTON, PA 18042-9982 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 250. |
| LEUKEMIA LYMPHOMA SOCIETY 4043 MAPLE ROAD AMHERST, NY 14226 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 250. |
| Total from continuation sheets | | | | 14,550. |

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

| 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 |
|--|--|--------------------------------------|-------------------------------------|--------|
| MAKE A WISH FOUNDATION 3901 GENESEE STREET, #110 BUFFALO, NY 14225 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 100. |
| MARIA LOVE FOUNDATION P.O. BOX 293 BUFFALO, NY 14213 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,600. |
| MASSACHUSETTS GENERAL CHILDREN'S HOSPITAL 55 FRUIT STREET BOSTON, MA 02114 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,500. |
| MULTIPLE MYELOMA RESEARCH FOUNDATION 383 MAIN AVENUE NORWALK, CT 06851 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 150. |
| NICHOLS SCHOOL ANNUAL FUND DRIVE 1250 AMHERST STREET BUFFALO, NY 14216 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,000. |
| PEOPLE INCORPORATED 1219 NORTH FOREST ROAD WILLIAMSVILLE, NY 14221 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 250. |
| RALLY FOR A CURE 20 WESTPORT ROAD WILTON, CT 06897 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 75. |
| ROSWELL PARK ALLIANCE FOUNDATION ELM AND CARLTON STREETS BUFFALO, NY 14263 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 1,000. |
| ST. VINCENT DE PAUL SOCIETY 1298 MAIN STREET BUFFALO, NY 14209 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 100. |
| UNIVERSITY AT BUFFALO SCHOOL OF NURSING P.O. BOX 730 BUFFALO, NY 14226-0730 | | PUBLIC | GENERAL PURPOSES OF RECIPIENT | 100. |
| Total from continuation sheets | | | | |

THE DEMAKOS FOUNDATION, INC.

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 DELAWARE VALUE FD | P | 04/07/06 | 08/25/11 |
| b DREYFUS INTERNATIONAL STOCK INDEX | P | 03/04/09 | 08/25/11 |
| c EATON VANCE CLOBAL ACRO ABSLTE | P | Various | 08/25/11 |
| d EATON VANCE CLOBAL ACRO ABSLTE | P | Various | 08/25/11 |
| e EATON VANCE CLOBAL ACRO ABSLTE | P | Various | 08/25/11 |
| f JANUS FORTY CLASS S | P | Various | 08/25/11 |
| g LAZARD EMERGING MKTS OPEN CLASS | P | Various | 08/25/11 |
| h LAZARD EMERGING MKTS OPEN CLASS | P | Various | 08/25/11 |
| i LISTED PRIVATE EQUITY CLASS A | P | Various | 08/25/11 |
| j MFS INTERNATIONAL VALUE FUND CL A | P | 03/04/09 | 08/25/11 |
| k PIMCO EMERGING MARKETS | P | 04/07/06 | 08/25/11 |
| l PIMCO TOTAL RETURN CLASS D | P | 02/23/10 | 08/25/11 |
| m T ROWE PRICE GROWTH STOCK ADVISOR | P | 04/07/06 | 08/25/11 |
| n T ROWE PRICE INTL STOCK ADVISOR | P | 05/09/11 | 08/25/11 |
| o TCW DIVIDEND FOCUSED FUND | P | 04/07/06 | 08/25/11 |

| (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 532. | | 591. | <59.> |
| b 449. | | 326. | 123. |
| c 1,648. | | 1,671. | <23.> |
| d 16. | | 16. | 0. |
| e 602. | | 611. | <9.> |
| f 6,454. | | 6,454. | 0. |
| g 1,611. | | 1,319. | 292. |
| h 22. | | 18. | 4. |
| i 1,040. | | 1,210. | <170.> |
| j 342. | | 212. | 130. |
| k 356. | | 339. | 17. |
| l 2,549. | | 2,548. | 1. |
| m 359. | | 353. | 6. |
| n 731. | | 860. | <129.> |
| o 305. | | 351. | <46.> |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <59.> |
| b | | | 123. |
| c | | | <23.> |
| d | | | 0. |
| e | | | <9.> |
| f | | | 0. |
| g | | | 292. |
| h | | | 4. |
| i | | | <170.> |
| j | | | 130. |
| k | | | 17. |
| l | | | 1. |
| m | | | 6. |
| n | | | <129.> |
| o | | | <46.> |

| | |
|---|---|
| 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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | 3 |

THE DEMAKOS FOUNDATION, INC.

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 TCW SMALL CAP GROWTH CLASS | P | 05/09/11 | 08/25/11 |
| b VICTORY DIVERSIFIED STOCK | P | Various | 08/25/11 |
| c VICTORY DIVERSIFIED STOCK | P | Various | 08/25/11 |
| d WESTCORE SELECT | P | 05/09/11 | 08/25/11 |
| e AM. CENT CONSERVATIVE | P | Various | 09/14/11 |
| f AM. CENT MODERATE | P | Various | 09/14/11 |
| g AM. CENT CONSERVATIVE | P | Various | 11/11/11 |
| h AM. CENT MODERATE | P | Various | 11/11/11 |
| i DELAWARE VALUE FD | P | 04/07/06 | 12/20/11 |
| j DREYFUS INTERNATIONAL STOCK INDEX | P | Various | 12/20/11 |
| k DREYFUS INTERNATIONAL STOCK INDEX | P | 12/27/10 | 12/20/11 |
| l LEUTHOLD ASSET ALLOCATION FD | P | 01/24/08 | 12/20/11 |
| m MFS INTERNATIONAL VALUE FUND CL A | P | 03/04/09 | 12/20/11 |
| n PIMCO EMERGING MARKETS | P | Various | 12/20/11 |
| o PIMCO EMERGING MARKETS | P | Various | 12/20/11 |

| (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 412. | | 548. | <136.> |
| b 2,891. | | 3,506. | <615.> |
| c 30. | | 36. | <6.> |
| d 426. | | 552. | <126.> |
| e 2,000. | | 1,895. | 105. |
| f 2,000. | | 1,832. | 168. |
| g 2,500. | | 2,344. | 156. |
| h 2,500. | | 2,259. | 241. |
| i 172. | | 171. | 1. |
| j 1,259. | | 948. | 311. |
| k 44. | | 33. | 11. |
| l 649. | | 683. | <34.> |
| m 388. | | 249. | 139. |
| n 10. | | 11. | <1.> |
| o 5. | | 5. | 0. |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <136.> |
| b | | | <615.> |
| c | | | <6.> |
| d | | | <126.> |
| e | | | 105. |
| f | | | 168. |
| g | | | 156. |
| h | | | 241. |
| i | | | 1. |
| j | | | 311. |
| k | | | 11. |
| l | | | <34.> |
| m | | | 139. |
| n | | | <1.> |
| o | | | 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 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } | 3 |

THE DEMAKOS FOUNDATION, INC.

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 PIMCO EMERGING MARKETS | P | Various | 12/20/11 |
| b PIMCO TOTAL RETURN CLASS D | P | 02/23/10 | 12/20/11 |
| c RIDGEWORTH MID CAP VALUE EQUITY CL | P | 07/16/10 | 12/20/11 |
| d AM. CENT CONSERVATIVE | P | Various | 02/24/12 |
| e AM. CENT MODERATE | P | Various | 02/24/12 |
| f COLUMBIA DIVIDEND OPPORTUNITY | P | Various | 03/21/12 |
| g ABERDEEN EMERGING MARKETS | P | Various | 03/21/12 |
| h ASTON/RIVER ROAD INDEPENDENT VALUE | P | Various | 03/21/12 |
| i DREYFUSS BOND MARKET | P | Various | 03/21/12 |
| j LEUTHOLD ASSET ALLOCATION FD | P | Various | 03/21/12 |
| k MERGER FUND | P | Various | 03/21/12 |
| l PIMCO EMERGING MARKETS | P | Various | 03/21/12 |
| m RIDGEWORTH MID CAP VALUE EQUITY CL | P | Various | 03/21/12 |
| n SPARTAN 500 INDEX FD | P | Various | 03/21/12 |
| o TCW DIVIDEND FOCUSED FUND | P | Various | 03/21/12 |

| (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 1,981. | | 2,044. | <63.> |
| b 1,735. | | 1,745. | <10.> |
| c 742. | | 787. | <45.> |
| d 916. | | 828. | 88. |
| e 3,000. | | 2,545. | 455. |
| f 1,517. | | 1,295. | 222. |
| g 1,682. | | 1,493. | 189. |
| h 389. | | 381. | 8. |
| i 282. | | 271. | 11. |
| j 784. | | 771. | 13. |
| k 1,866. | | 1,817. | 49. |
| l 2,213. | | 2,165. | 48. |
| m 247. | | 227. | 20. |
| n 952. | | 822. | 130. |
| o 258. | | 239. | 19. |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <63.> |
| b | | | <10.> |
| c | | | <45.> |
| d | | | 88. |
| e | | | 455. |
| f | | | 222. |
| g | | | 189. |
| h | | | 8. |
| i | | | 11. |
| j | | | 13. |
| k | | | 49. |
| l | | | 48. |
| m | | | 20. |
| n | | | 130. |
| o | | | 19. |

| | |
|---|---|
| 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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } | 3 |

THE DEMAKOS FOUNDATION, INC.

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 WESTCORE SELECT | P | Various | 03/21/12 |
| b ABERDEEN EMERGING MARKETS | P | Various | 06/20/12 |
| c ASTON/RIVER ROAD INDEPENDENT VALUE | P | Various | 06/20/12 |
| d COLUMBIA DIVIDEND OPPORTUNITY | P | Various | 06/20/12 |
| e COLUMBIA SELECT LRG CAP GROWTH | P | Various | 06/20/12 |
| f DELAWARE VALUE FD | P | Various | 06/20/12 |
| g DOUBLELINE LOW | P | Various | 06/20/12 |
| h DOUBLELINE TOTAL TR | P | Various | 06/20/12 |
| i DREYFUSS BOND MARKET | P | Various | 06/20/12 |
| j DRIEHAUS ACTIVE INCOME FUND | P | Various | 06/20/12 |
| k FEDERATED INTERMED CORP BOND FD | P | Various | 06/20/12 |
| l FORWARD EM CORPORATE DEBT FUND | P | Various | 06/20/12 |
| m JP MORGAN HIGH YIELD BOND FUND | P | Various | 06/20/12 |
| n JP MORGAN INFLATION MANAGED BOND | P | Various | 06/20/12 |
| o JP MORGAN STRATEGIC INCOME | P | Various | 06/20/12 |

| (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 627. | | 708. | <81.> |
| b 202. | | 194. | 8. |
| c 227. | | 226. | 1. |
| d 976. | | 860. | 116. |
| e 960. | | 879. | 81. |
| f 854. | | 795. | 59. |
| g 213. | | 213. | 0. |
| h 2,063. | | 2,019. | 44. |
| i 1,569. | | 1,483. | 86. |
| j 1,063. | | 1,119. | <56.> |
| k 550. | | 550. | 0. |
| l 199. | | 203. | <4.> |
| m 404. | | 393. | 11. |
| n 483. | | 477. | 6. |
| o 864. | | 865. | <1.> |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <81.> |
| b | | | 8. |
| c | | | 1. |
| d | | | 116. |
| e | | | 81. |
| f | | | 59. |
| g | | | 0. |
| h | | | 44. |
| i | | | 86. |
| j | | | <56.> |
| k | | | 0. |
| l | | | <4.> |
| m | | | 11. |
| n | | | 6. |
| o | | | <1.> |

| | |
|---|---|
| 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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | 3 |

THE DEMAKOS FOUNDATION, INC.

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 LEUTHOLD ASSET ALLOCATION FD | P | Various | 06/20/12 |
| b LISTED PRIVATE EQUITY CLASS A | P | Various | 06/20/12 |
| c MERGER FUND | P | Various | 06/20/12 |
| d MERK HARD CURRENCY FUND | P | Various | 06/20/12 |
| e MFS INTERNATIONAL VALUE FUND CL A | P | Various | 06/20/12 |
| f PIMCO TOTAL RETURN CLASS D | P | Various | 06/20/12 |
| g RIDGEWORTH MID CAP VALUE EQUITY CL | P | Various | 06/20/12 |
| h RIVERNORTH CORE OPPORTUNITY FUND | P | Various | 06/20/12 |
| i RS GLOBAL NATURAL RESOURCES | P | Various | 06/20/12 |
| j SPARTAN 500 INDEX FD | P | Various | 06/20/12 |
| k T ROWE PRICE GROWTH STOCK ADVISOR | P | Various | 06/20/12 |
| l T ROWE PRICE INTL STOCK ADVISOR | P | Various | 06/20/12 |
| m TCW DIVIDEND FOCUSED FUND | P | Various | 06/20/12 |
| n TCW SMALL CAP GROWTH CLASS | P | Various | 06/20/12 |
| o TOUCHSTONE FOCUSED EQUITY FUND | P | Various | 06/20/12 |

| (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 201. | | 208. | <7.> |
| b 123. | | 155. | <32.> |
| c 709. | | 691. | 18. |
| d 128. | | 142. | <14.> |
| e 656. | | 440. | 216. |
| f 655. | | 636. | 19. |
| g 535. | | 524. | 11. |
| h 949. | | 763. | 186. |
| i 504. | | 554. | <50.> |
| j 766. | | 685. | 81. |
| k 998. | | 802. | 196. |
| l 633. | | 715. | <82.> |
| m 780. | | 757. | 23. |
| n 198. | | 247. | <49.> |
| o 340. | | 387. | <47.> |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <7.> |
| b | | | <32.> |
| c | | | 18. |
| d | | | <14.> |
| e | | | 216. |
| f | | | 19. |
| g | | | 11. |
| h | | | 186. |
| i | | | <50.> |
| j | | | 81. |
| k | | | 196. |
| l | | | <82.> |
| m | | | 23. |
| n | | | <49.> |
| o | | | <47.> |

| | | |
|---|---|--|
| 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 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | 3 | |

THE DEMAKOS FOUNDATION, INC.

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 WASATCH EMERGING MARKETS SMALL CAP | P | Various | 06/20/12 |
| b WASATCH INTERNATIONAL OPPORTUNITIES | P | Various | 06/20/12 |
| c WESTCORE SELECT | P | Various | 06/20/12 |
| d Capital Gains Dividends | | | |
| e | | | |
| f | | | |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| (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 468. | | 409. | 59. |
| b 229. | | 129. | 100. |
| c 455. | | 623. | <168.> |
| d 1,464. | | | 1,464. |
| e | | | |
| f | | | |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| a | | | 59. |
| b | | | 100. |
| c | | | <168.> |
| d | | | 1,464. |
| e | | | |
| f | | | |
| g | | | |
| h | | | |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|--------|
| 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 | 3,679. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 | 3 | N/A |

| Form 990-PF | Dividends and Interest from Securities | Statement | 1 |
|----------------------------------|--|-------------------------|-------------------|
| Source | Gross Amount | Capital Gains Dividends | Column (A) Amount |
| AMERICAN CENTURY INVESTMENTS | 205. | 76. | 129. |
| AMERICAN CENTURY INVESTMENTS | 34. | 15. | 19. |
| BRINKER CAPITAL | 4,711. | 1,373. | 3,338. |
| Total to Fm 990-PF, Part I, ln 4 | 4,950. | 1,464. | 3,486. |

| Form 990-PF | Accounting Fees | | | Statement | 2 |
|-------------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| CHIAMPOU TRAVIS BESAW & KERSHNER | 2,225. | 556. | | 1,669. | |
| To Form 990-PF, Pg 1, ln 16b | 2,225. | 556. | | 1,669. | |

| Form 990-PF | Taxes | | | Statement | 3 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| INTERNAL REVENUE SERVICE | 57. | 0. | | 0. | |
| To Form 990-PF, Pg 1, ln 18 | 57. | 0. | | 0. | |

| Form 990-PF | Other Expenses | | | Statement | 4 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| OFFICE EXPENSE | 326. | 82. | | 245. | |
| BANK & INVESTMENT FEES | 1,246. | 935. | | 312. | |
| NYS DEPT OF LAW | 50. | 12. | | 38. | |
| To Form 990-PF, Pg 1, ln 23 | 1,622. | 1,029. | | 595. | |

| Form 990-PF | Other Funds | Statement | | 5 |
|--|-------------|-----------------------------|-----------------------|---|
| Description | | (A) Beginning of Year | (B) End of Year | |
| Endowment Fund | | 171,625. | 156,636. | |
| Total to Form 990-PF, Part II, line 29 | | 171,625. | 156,636. | |

| Form 990-PF | Corporate Stock | Statement | | 6 |
|---|-----------------|------------|----------------------|---|
| Description | | Book Value | Fair Market Value | |
| AMERICAN CENTURY CONSERVATIVE | | 0. | 0. | |
| AMERICAN CENTURY MODERATE | | 5,598. | 6,504. | |
| BRINKER CAPITAL | | 120,992. | 126,152. | |
| Total to Form 990-PF, Part II, line 10b | | 126,590. | 132,656. | |

| Form 990-PF | Other Assets | | Statement | | 7 |
|--|-------------------------------|---------------------------|----------------------|--|---|
| Description | Beginning of Yr Book Value | End of Year Book Value | Fair Market Value | | |
| EXHIBIT DONATED BY GREGORY DEMAKOS | 8,831. | 8,831. | 8,831. | | |
| CAPITALIZED EXPENDITURES RELATED TO THE EXHIBIT | 6,555. | 7,535. | 7,535. | | |
| OFFICER LOAN | 0. | 500. | 500. | | |
| To Form 990-PF, Part II, line 15 | 15,386. | 16,866. | 16,866. | | |

Statement 9A

The Demakos Foundation, Inc.
EIN: 22-2847414
Attachment to Form 990-PF
Annual Report for the Fiscal Year Ending June 30, 2012

Part XV, Item 2(d)

Grants by the Foundation to organizations are limited to organizations organized and operated exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986.

Grants to individuals are limited to persons of Greek extraction intending to study for the priesthood or engage in technical or scientific studies.

EXHIBIT A

THE DEMAKOS FOUNDATION INC.

Scholarship Application

Please type or print. Attach additional pages if necessary to complete answers.

NAME _____
Last Name First Name Middle Initial

ADDRESS _____
Street Address

_____ City State Zip Code

DATE OF BIRTH _____
Month Day Year

PLACE OF BIRTH _____

CITIZENSHIP _____

NAMES OF PARENTS _____
Father

_____ Mother

RELIGION _____

ANTICIPATED FIELD OF STUDY _____

PRIZES AND AWARDS _____

HOBBIES AND SPORTS _____

EXTRACURRICULAR ACTIVITIES _____

ATTACH A COPY OF HIGH SCHOOL TRANSCRIPT AND, IF APPLICABLE, MOST RECENT COLLEGE TRANSCRIPT.

EXHIBIT B

GRANT APPLICATION

TO:

THE DEMAKOS FOUNDATION INC.
4568 Bailey Avenue
Amherst, NY 14226

FROM:

Name of Applicant

Street Address

City, State and Zip Code

Part I. Information about the Applicant.

1. Is the applicant organized as a nonprofit organization under State laws governing charitable organizations?

_____ Yes _____ No

If yes, what State or Commonwealth governs?

In no, please explain.

2. Has the applicant received a ruling or determination letter from the Internal Revenue Service about any of the following?

(a) Exempt Status

_____ Yes _____ No

(b) Private foundation status

_____ Yes _____ No

(c) Grant-making procedures

_____ Yes _____ No

Attach a photocopy of each such letter. If any item is marked no, explain:

3. (a) Attach a copy of the applicant's proposed budget for the year in which the grant funds are to be used.

(b) If this grant will be a substantial and material part of the total budget, attach a copy of the latest information return (Form 990 or 990PF) filed by the applicant with the Internal Revenue Service.

(c) Describe the applicant's purposes and activities in general.

4. Is the applicant controlled by, related to, connected with, or sponsored by another organization?

_____ Yes _____ No

If yes, identify the organization (including its purposes and activities) and explain the relationship:

5. List the name, address and title of each member of the applicant's governing board:

| | |
|----------------------------|-----------------------------------|
| _____ Name _____ | _____ Title or office _____ |
| _____ Street Address _____ | _____ City, State, Zip Code _____ |
| _____ Name _____ | _____ Title or Office _____ |
| _____ Street Address _____ | _____ City, State, Zip Code _____ |
| _____ Name _____ | _____ Title or Office _____ |
| _____ Street Address _____ | _____ City, State, Zip Code _____ |

(If more space is needed, attach a separate list)

6. Has the applicant (or any organization

listed in 4 above) ever applied for or received a grant from this foundation?

_____ Yes _____ No

If yes, give details.

Part II. Use of the Proposed Grant.

7. Show the amount requested and explain in detail how it will be used. State whether the grant is to be earmarked for the use or benefit of any one person, group or class of people. If so, for whom?

8. Person to contact who will be administering the proposed program.

Name

Street Address

City, State, Zip

Area Code and
Telephone Number

Describe this person's experience and qualifications to administer the program.

From my own knowledge, I state the information given in Parts I and II is correct. The applicant organization has authorized me to make this application.

Name

Title

Date

The information in Parts I and II is to help the grantor foundation meet the requirements of section 4945(h) of the Internal Revenue Code.

Part III. To be filled in by the Foundation.

9. Evaluation by Foundation officer:

10. Special supervisory or follow-up requirements, if any.

11. Remarks:

12. Action taken. (Person to approve action must initial and date).

- (a) Approved as requested. _____
- (b) Approved as modified, see Remarks.
- (c) Denied. _____
- (d) Date of grant agreement. _____
- (e) Amount of grant. _____
- (f) Date of grant. _____
- (g) Date of interim report. _____
- (h) Date of final report. _____
- (i) Date file closed. _____