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

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

2011

For calendar year 2011 or tax year beginning JUL 1, 2011, and ending JUN 30, 2012

Name of foundation

THE LOWE II FOUNDATION, INC.

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

123 LAKESHORE DR. #1644

Room/suite

City or town, state, and ZIP code

NORTH PALM BEACH, FL 33408

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, col. (c), line 16) **\$ 3,199,659.** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a	787,002.				
7 Capital gain net income (from Part IV, line 2)					
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)	14 2013				
11 Other income					
12 Total Add lines 1 through 11		103,540.	126,362.		
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	5,000.	5,000.		
c Other professional fees					
17 Interest					
18 Taxes	STMT 4	2,536.	2,536.		
19 Depreciation and depletion		344.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5	19,447.	19,447.		
24 Total operating and administrative expenses Add lines 13 through 23		27,327.	26,983.		
25 Contributions, gifts, grants paid		243,000.		243,000.	
26 Total expenses and disbursements. Add lines 24 and 25		270,327.	26,983.		243,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-166,787.			
b Net investment income (if negative, enter -0-)			99,379.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED JAN 17 2013
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	
Assets	1 Cash - non-interest-bearing	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments		189,617.	127,203.
	3 Accounts receivable ►			127,203.
	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		2,240.	137.
	10a Investments - U.S. and state government obligations			137.
	b Investments - corporate stock	STMT 6	1,240,769.	1,252,299.
	c Investments - corporate bonds	STMT 7	1,553,430.	1,454,708.
	11 Investments - land, buildings, and equipment basis ►			1,428,675.
	Less accumulated depreciation ►			1,567,786.
	12 Investments - mortgage loans			
	13 Investments - other	STMT 8	90,000.	90,000.
	14 Land, buildings, and equipment basis ►	3,360.		75,305.
	Less accumulated depreciation	STMT 9 ►	3,151.	554.
	15 Other assets (describe ►)			209.
	16 Total assets (to be completed by all filers)		3,076,610.	2,924,556.
	17 Accounts payable and accrued expenses			3,199,659.
	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		3,076,610.	2,924,556.
	30 Total net assets or fund balances		3,076,610.	2,924,556.
	31 Total liabilities and net assets/fund balances		3,076,610.	2,924,556.

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	3,076,610.
2 Enter amount from Part I, line 27a	2	-166,787.
3 Other increases not included in line 2 (itemize) ► <u>UNREALIZED GAINS</u>	3	14,733.
4 Add lines 1, 2, and 3	4	2,924,556.
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	2,924,556.

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 STATEMENT				
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	787,002.		809,824.	-22,822.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) 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				-22,822.	
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	-22,822.	
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	213,727.	3,315,092.	.064471
2009	229,239.	3,259,504.	.070329
2008	214,282.	3,143,793.	.068160
2007	165,282.	2,115,128.	.078143
2006	170,175.	3,809,492.	.044671

2 Total of line 1, column (d)

2 .325774

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 .065155

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

4 3,161,917.

5 Multiply line 4 by line 3

5 206,015.

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

6 994.

7 Add lines 5 and 6

7 207,009.

8 Enter qualifying distributions from Part XII, line 4

8 243,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	
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	1 994.
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	3 994.
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-	5 994.
6 Credits/Payments:	
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 137.
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	7 137.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8 18.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 875.
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 ►	11 Refunded

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>	1b <input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	1c <input checked="" type="checkbox"/>
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? <i>If "Yes," attach a detailed description of the activities</i>	2 <input checked="" type="checkbox"/>
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? <i>If "Yes," attach a conformed copy of the changes</i>	3 <input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a <input checked="" type="checkbox"/> 4b <input type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5 <input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6 <input checked="" type="checkbox"/>
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7 <input checked="" type="checkbox"/>
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL	8a <input type="checkbox"/>
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b <input checked="" type="checkbox"/>
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9 <input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10 <input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>PATRICIA HAUBEN</u>	Telephone no. ► <u>561-626-2627</u>
	Located at ► <u>123 LAKESHORE DR, STE 1644, NORTH PALM BEACH, FL</u>	ZIP+4 ► <u>33408</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	► <u>15</u> <u>N/A</u>
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 <u>X</u> No <u>X</u>

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<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 ►	<u>N/A</u>	
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?		
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.)	<u>N/A</u>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
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)	<u>N/A</u>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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

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

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

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

N/A



5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

N/A

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

6b



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

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

7b

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

N/A

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
PATRICIA A. HAUBEN 123 LAKESHORE DR., SUITE 1644 NORTH PALM BEACH, FL 33408	DIRECTOR 0.00	0.	0.	0.
LAURIE MEACHAM 2 DEERFIELD DR. LEWES, DE 19958	DIRECTOR 0.00	0.	0.	0.
JERI GOETZ 32 FAY RD. DEDHAM, MA 02026	DIRECTOR 0.00	0.	0.	0.

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

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

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



0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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**

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

Amount

1	N/A	
2		
3	All other program-related investments. See instructions.	
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 3,040,191.
b	Average of monthly cash balances	1b 169,877.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 3,210,068.
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 3,210,068.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 48,151.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5 3,161,917.
6	Minimum investment return. Enter 5% of line 5	6 158,096.

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	1 158,096.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 994.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 994.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 157,102.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 157,102.
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	7 157,102.

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 243,000.
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	4 243,000.
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	5 994.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 242,006.

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				157,102.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007	17,213.			
c From 2008	59,136.			
d From 2009	70,726.			
e From 2010	52,166.			
f Total of lines 3a through e		199,241.		
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 243,000.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.		
d Applied to 2011 distributable amount				157,102.
e Remaining amount distributed out of corpus		85,898.		
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		285,139.		
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		0.		
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a		285,139.		
10 Analysis of line 9:				
a Excess from 2007	17,213.			
b Excess from 2008	59,136.			
c Excess from 2009	70,726.			
d Excess from 2010	52,166.			
e Excess from 2011	85,898.			

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)

4942(j)(3) or 4942(j)(5)

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:

SEE STATEMENT 10

- b The form in which applications should be submitted and information and materials they should include:

- c Any submission deadlines:**

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:**

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CALDWELL THEATRE CO. INC. 7901 NORTH FEDERAL HWY <u>BOCA RATON, FL 33487</u>	NONE	PUBLIC CHARITY	TO AID THE ARTS	135,000.
CFACT PO BOX 65722 <u>WASHINGTON, DC 20035</u>	NONE	PUBLIC CHARITY	TO AID EDUCATION	18,000.
FLORIDA SUNSHINE POPS, INC. 1420 NORTH SWINTON AVE. <u>DELRAY BEACH, FL 33444</u>	NONE	PUBLIC CHARITY	TO AID THE ARTS	70,000.
CHILDREN'S HEALTHCARE CHARITY 631 US HIGHWAY 1 #410 <u>NORTH PALM BEACH, FL 33408</u>	NONE	PUBLIC CHARITY	TO AID CHILDREN	5,000.
ITN MEMPHIS 561 SOUTH PRESCOTT STREET <u>MEMPHIS, TN 38111</u>	NONE	PUBLIC CHARITY	TO AID SENIORS	15,000.
Total				► 3a 243,000.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | Yes | No |
|--|---|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| (1) Cash | 1a(1) <input checked="" type="checkbox"/> | X |
| (2) Other assets | 1a(2) <input checked="" type="checkbox"/> | X |
| b Other transactions: | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) <input type="checkbox"/> | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) <input type="checkbox"/> | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) <input type="checkbox"/> | X |
| (4) Reimbursement arrangements | 1b(4) <input type="checkbox"/> | X |
| (5) Loans or loan guarantees | 1b(5) <input type="checkbox"/> | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) <input type="checkbox"/> | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

- b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee

Date

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Dat

PTIN

B00050967

JEFFREY A. BOLTON
Firm's name ► DASZKAL, BOLTON & P.

Firm's EIN ► 65-0406503

Firm's address ► 2401 NW BOCA RATON BLVD
BOCA RATON, FL 33431 6620

Phone no. (561) 367-1040

Form 990-PF (2011)

THE LOWE II 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.)
a PURSHING - SEE SCHEDULE D ATTACHMENT #1		P	VARIOUS	VARIOUS
b PURSHING - SEE SCHEDULE D ATTACHMENT #1		P	VARIOUS	VARIOUS
c NORTHERN TRUST - SEE SCHEDULE D ATTACHMENT #2		P	VARIOUS	VARIOUS
d NORTHERN TRUST - SEE SCHEDULE D ATTACHMENT #2		P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS				
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 106,705.		118,997.		-12,292.
b 252,703.		254,879.		-2,176.
c 68,523.		82,407.		-13,884.
d 355,769.		353,541.		2,228.
e 3,302.				3,302.
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			(I) 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				-12,292.
b				-2,176.
c				-13,884.
d				2,228.
e				3,302.
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		-22,822.
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

2011 DEPRECIATION AND AMORTIZATION REPORT

990-PE

128102
05-01-11

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

THE LOWE II FOUNDATION, INC.

22-3657229

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
NORTHERN TRUST - CASH	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST - DIV	77,021.	3,302.	73,719.
NORTHERN TRUST - GOVT	4,580.	0.	4,580.
NORTHERN TRUST - INT	20,613.	0.	20,613.
PERSHING - DIV	8,745.	0.	8,745.
PERSHING - INT	18,704.	0.	18,704.
TOTAL TO FM 990-PF, PART I, LN 4	129,663.	3,302.	126,361.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,000.	5,000.		0.
TO FORM 990-PF, PG 1, LN 16B	5,000.	5,000.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX TAXES	439. 2,097.	439. 2,097.		0. 0.
TO FORM 990-PF, PG 1, LN 18	2,536.	2,536.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAL FEES	17,781.	17,781.		0.
OFFICE SUPPLIES	188.	188.		0.
FILING FEE	61.	61.		0.
OTHER DEDUCTIONS SUBJECT TO 2% AGI	1,382.	1,382.		0.
BANK FEES	35.	35.		0.
TO FORM 990-PF, PG 1, LN 23	19,447.	19,447.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - STOCKS	736,280.	870,459.
PERSHING -CORP STOCKS	516,019.	558,216.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,252,299.	1,428,675.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST - CORP BONDS	1,420,656.	1,542,140.
PERSHING -CORP BONDS	34,052.	25,646.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,454,708.	1,567,786.

THE LOWE II FOUNDATION, INC.

22-3657229

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HINES REIT - SPECTRUM	COST	90,000.	75,305.
TOTAL TO FORM 990-PF, PART II, LINE 13		90,000.	75,305.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	370.	333.	37.
COMPUTER	2,990.	2,818.	172.
TOTAL TO FM 990-PF, PART II, LN 14	3,360.	3,151.	209.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE LOWE II FOUNDATION, INC.
123 LAKESHORE DR, STE 1644
NORTH PALM BEACH, FL 33408

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

NO SPECIFIC FORM OR APPLICATION NECESSARY. ONLY A LETTER THAT GIVES
ESSENTIAL DETAILS OF THE PROJECT IS REQUIRED.

ANY SUBMISSION DEADLINES

NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OR LIMITATIONS, EXCEPT THAT THE FOUNDATION DOES NOT AWARD
GRANTS TO INDIVIDUALS, NOR AWARD SCHOLARSHIPS, FELLOWSHIPS, LOANS, PRIZES,
OR SIMILAR BENEFITS

4562

Form

Department of the Treasury
Internal Revenue Service (99)Depreciation and Amortization 990-PF
(Including Information on Listed Property)

OMB No 1545-0172

2011

Attachment
Sequence No 179

Name(s) shown on return

► See separate instructions.

► Attach to your tax return.

Business or activity to which this form relates

Identifying number

THE LOWE II FOUNDATION, INC.

FORM 990-PF PAGE 1

22-3657229

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost	

7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	► 13	

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2011	17	344.
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	► <input type="checkbox"/>	

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs		S/L
c 40-year	/		40 yrs	MM	S/L

Part IV Summary (See instructions)

21 Listed property Enter amount from line 28	21	
22 Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	344.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

110251
11-21-11 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2011)

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	----------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use	%							
	%							
	%							

27 Property used 50% or less in a qualified business use	%				S/L -			
	%				S/L -			
	%				S/L -			

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30	Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
		Yes	No										
31													
32													
33													
34	Was the vehicle available for personal use during off-duty hours?												
35	Was the vehicle used primarily by a more than 5% owner or related person?												
36	Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year					
43 Amortization of costs that began before your 2011 tax year 43					
44 Total. Add amounts in column (f) See the instructions for where to report 44					

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Short Term
1/7/2011	12/29/2011	296	MONSTER WORLDWIDE INC COM	7415.71		2,328.56	(5,087.15)
5/6/2011	2/1/2012	193	Kraton Performance Polymers Inc	\$7,380.47		5,777.48	(1,602.99)
11/7/2011	11/23/2011	214	PRUDENTIAL FINL INC COM	11295.1		9,855.74	(1,439.36)
11/9/2010	8/8/2011	286	JP MORGAN CHASE & CO COM ISIN#US46625H1005	11533.99		10,104.20	(1,429.79)
5/13/2011	7/25/2011	679	NEW YORK CMNTY BANCORP INC COM	11065.39		9,655.19	(1,410.20)
2/24/2011	7/27/2011	172	ROCKWELL COLLINS INC DEL COM STK	11073.77		9,668.21	(1,405.56)
11/7/2011	5/8/2012	115	Occidental Petroleum Corporation	\$11,279.67		9,898.11	(1,381.56)
7/29/2011	8/5/2011	154	ROCKWELL AUTOMATION INC COM FORMERLY ROCKWELL	11095.32		9,717.68	(1,377.64)
7/29/2011	8/4/2011	195	CYTEC IND'S INC COM	11044.8		9,674.40	(1,370.40)
7/29/2011	8/8/2011	239	AFLAC INC	11030.39		9,776.08	(1,254.31)
1/7/2011	12/29/2011	9	MONSTER WORLDWIDE INC COM	224.87		70.80	(154.07)
2/23/2012	6/18/2012	98	Edwards Lifesciences Corporation	\$7,236.32		9,693.78	2,457.46
1/6/2012	2/2/2012	503	Clovis Oncology Inc	\$7,321.18		10,484.86	3,163.68
				118,996.98		106,705.09	(12,291.89)

Open Date	Close Date	Quantity	Security	Cost Basis	Amort or Accretion	Proceeds	Long Term
6/9/2008	7/25/2011	50000	DEERE JOHN CAP CORP MEDIUM TERM MED TERM NTS SER D 5 650% Due 07-25-11	52117.5	50,000.00		(2,117.50)
7/26/2010	8/5/2011	315	MERCK & CO INC NEW COM	11082.49	9,716.46		(1,366.03)
8/27/2009	10/11/2011	226	GENERAL MILLS INC COM	6743.09	9,019.82		2,276.73
7/31/2009	11/15/2011	550	INTEL CORP COM	10728.5	13,900.23		3,171.73
6/9/2008	12/1/2011	50000	METLIFE INC SR NT 6 125% Due 12-01-11	52140.5	50,000.00		(2,140.50)
8/27/2009	12/5/2011	372	KRAFT FOODS INC CL A	10506.68	13,658.17		3,151.49
6/9/2008	12/29/2011	167	BEST BUY COMPANY INC	7499.91	3,833.28		(3,666.63)
2/11/2010	12/29/2011	513	MEMC ELECTRONIC MATERIALS INC COM	6422.24	1,939.75		(4,482.49)
11/17/2009	1/19/2012	478	Echo Global Logistics, Inc	\$6,425.15	8,078.38		1,653.23
11/17/2009	2/23/2012	162	Medtronic, Inc	\$6,478.65	6,160.96		(317.69)
6/29/2009	3/9/2012	488	First Horizon National Corp	\$5,393.18	4,871.96		(521.22)
2/10/2011	3/9/2012	3	First Horizon National Corp	\$0.00	29.95		29.95
5/12/2010	3/16/2012	701	Louisiana-Pacific Corp	\$7,085.85	7,001.87		(83.98)
6/9/2008	4/16/2012	400	Harris Preferred Capital Corp	\$9,394.22	10,083.77		689.55
2/24/2011	5/1/2012	214	The Hershey Company	\$11,110.55	14,408.85		3,298.30
1/27/2011	5/15/2012	50,000	Supervalu Inc	\$51,750.00	50,000.00		(1,750.00)
				✓ 254,878.51	✓ 252,703.45		(2,175.06)

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
40. BERKSHIRE HATHAWAY INC-CL	07/15/2010	07/06/2011	3,055.20	3,159.08	-103.88
50. STARWOOD HOTELS & RESORTS	12/20/2010	08/10/2011	2,155.09	2,987.74	-832.65
95. PAYCHEX INC	03/10/2011	08/29/2011	2,499.89	3,187.11	-687.22
62. JUNIPER NETWORKS INC	11/19/2010	09/22/2011	1,177.15	2,157.84	-980.69
55. JUNIPER NETWORKS INC	05/23/2011	09/22/2011	1,044.25	2,253.35	-1,209.10
33. JUNIPER NETWORKS INC	11/19/2010	09/23/2011	630.74	1,148.53	-517.79
6160.47 MFB NORTHN FDS LARGE CAP VALUE FD	05/13/2011	12/08/2011	53,596.09	62,652.00	-9,055.91
7. AMAZON COM INC	11/08/2011	02/06/2012	1,289.70	1,522.86	-233.16
3. AMAZON COM INC	11/08/2011	02/07/2012	549.95	652.66	-102.71
276.95 PIMCO COMMODITY REALRETURN STRATEGY FUND	12/07/2011	02/17/2012	1,916.49	2,102.03	-185.54
3. COCA COLA CO	08/30/2011	03/20/2012	212.07	209.67	2.40
2. MCDONALDS CORP	09/22/2011	03/20/2012	195.28	171.67	23.61
3. NORFOLK SOUTHERN CORP	08/10/2011	03/20/2012	201.47	202.51	-1.04
Totals					
			68,523.00	82,407.00	-13,884.00

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
80. WALT DISNEY CO	03/30/2010	07/15/2011	3,144.48	2,543.79	600.69
120. EMERSON ELECTRIC CO	10/22/2009	08/10/2011	5,147.71	4,813.20	334.51
27. PEPSICO INC	11/18/2002	08/29/2011	1,725.07	1,198.53	526.54
7339.36 MFB NORTHERN FUNDS BD INDEX FD	12/21/2009	08/30/2011	79,998.99	76,117.63	3,881.36
23. PEPSICO INC	11/18/2002	08/30/2011	1,474.92	1,020.97	453.95
5517.24 MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	03/09/2010	09/22/2011	38,675.86	40,000.00	-1,324.14
40. THE TRAVELERS COMPANIES	11/10/2009	09/22/2011	1,885.21	2,152.37	-267.16
51. SUNCOR ENERGY INC NEW COM	05/03/2010	09/28/2011	1,395.63	1,676.80	-281.17
59. SUNCOR ENERGY INC NEW COM	06/25/2009	09/29/2011	1,554.00	1,740.50	-186.50
44. CUMMINS ENGINE INC	10/22/2009	10/21/2011	4,100.77	2,197.16	1,903.61
140. GENERAL ELECTRIC CO	05/05/2010	11/08/2011	2,289.62	2,561.54	-271.92
35. UNITEDHEALTH GROUP INC	02/04/2010	11/08/2011	1,591.37	1,130.48	460.89
3633.89 MFB NORTHN FDS LARGE CAP VALUE FD	03/09/2010	12/08/2011	31,614.84	33,104.71	-1,489.87
18. INTL BUSINESS MACHINES	10/22/2009	01/13/2012	3,212.75	2,203.02	1,009.73
20. SALESFORCE COM INC COM STK	07/15/2010	01/13/2012	2,076.54	1,901.06	175.48
21. SALESFORCE COM INC COM STK	06/11/2010	01/17/2012	2,194.72	1,994.36	200.36
41. MCKESSON HBOC INC	12/09/2009	01/23/2012	3,151.36	2,503.87	647.49
75. ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098	02/04/2010	01/23/2012	4,154.19	4,066.97	87.22
28. MCKESSON HBOC INC	12/09/2009	01/24/2012	2,137.81	1,709.96	427.85
11. MCKESSON HBOC INC	12/09/2009	01/25/2012	845.54	671.77	173.77
13. AMAZON COM INC	06/25/2009	01/26/2012	2,487.17	1,055.86	1,431.31
7. AMAZON COM INC	06/25/2009	02/06/2012	1,289.70	568.54	721.16
65. E I DU PONT DE NEMOURS &	04/26/2010	02/06/2012	3,357.55	2,593.26	764.29
50000. KIMBERLY CLARK CORP NTS DTD 02/08/2002 5	06/27/2007	02/15/2012	50,000.00	50,248.50	-248.50
11653.39 PIMCO COMMODITY REALRETURN STRATEGY FUND	03/09/2010	02/17/2012	80,641.39	94,742.00	-14,100.61
34. SPECTRA ENERGY CORP COM	11/12/2008	03/01/2012	1,070.24	534.34	535.90
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
28. SPECTRA ENERGY CORP COM	11/12/2008	03/02/2012	879.14	440.05	439.09
18. SPECTRA ENERGY CORP COM	11/12/2008	03/05/2012	561.40	282.89	278.51
25. SPECTRA ENERGY CORP COM	11/12/2008	03/06/2012	774.67	392.90	381.77
42. THE TRAVELERS COMPANIES	11/10/2009	03/12/2012	2,423.10	2,260.00	163.10
13. THE TRAVELERS COMPANIES	11/10/2009	03/13/2012	748.74	699.52	49.22
3. ABBOTT LABORATORIES	10/12/2006	03/20/2012	180.84	139.92	40.92
3. BHP LTD SPONSORED ADR	02/22/2010	03/20/2012	218.45	225.89	-7.44
3. CHEVRONTEXACO CORP	12/19/2008	03/20/2012	327.89	219.96	107.93
2. CONOCOPHILLIPS	11/19/2010	03/20/2012	155.50	123.45	32.05
3. COSTCO WHSL CORP NEW	02/02/2011	03/20/2012	270.82	215.74	55.08
2. DANAHER CORP	10/22/2009	03/20/2012	108.96	70.95	38.01
3. EXXON MOBIL CORP	05/23/2001	03/20/2012	260.16	131.32	128.84
2. H J HEINZ CO	08/20/2010	03/20/2012	106.32	93.90	12.42
2. PROCTER & GAMBLE CO	04/08/2010	03/20/2012	134.56	125.13	9.43
3. SCHLUMBERGER LTD ISIN #AN8068571086	02/28/2011	03/20/2012	226.98	278.04	-51.06
3. US BANCORP DEL NEW	06/24/2008	03/20/2012	95.07	87.05	8.02
2. UNITEDHEALTH GROUP INC	12/15/2009	03/20/2012	109.82	62.45	47.37
3. WHOLE FOODS MKT INC	02/02/2011	03/20/2012	253.27	155.76	97.51
5. W W GRAINGER INC	09/13/2010	04/26/2012	1,037.69	574.22	463.47
12. UNITEDHEALTH GROUP INC	12/15/2009	04/26/2012	693.57	374.67	318.90
5. WHOLE FOODS MKT INC	06/02/2010	04/26/2012	414.65	199.67	214.98
12. WHOLE FOODS MKT INC	02/02/2011	04/26/2012	995.16	623.06	372.10
2. W W GRAINGER INC	09/13/2010	04/27/2012	421.06	229.68	191.38
5. UNITEDHEALTH GROUP INC	12/15/2009	04/27/2012	289.34	156.11	133.23
13. WHOLE FOODS MKT INC	06/02/2010	04/27/2012	1,083.89	519.15	564.74
5 PHILLIPS 66 COM	11/19/2010	05/01/2012	15.98	14.80	1.18
46. ALTERA CORP	10/22/2009	05/07/2012	1,542.81	979.71	563.10
18. CITRIX SYS INC	07/22/2010	05/07/2012	1,499.30	837.52	661.78
10. CITRIX SYS INC	04/11/2011	05/07/2012	832.95	746.98	85.97
26. PHILLIPS 66 COM	11/19/2010	05/07/2012	772.68	769.43	3.25
29. ALTERA CORP	10/22/2009	05/08/2012	961.75	617.64	344.11
14. PRINCIPAL FINANCIAL GROUP	05/07/2010	06/05/2012	327.29	394.97	-67.68
46. PRINCIPAL FINANCIAL GROUP	12/03/2010	06/05/2012	1,076.72	1,330.23	-253.51
63. PRINCIPAL FINANCIAL GROUP	05/07/2010	06/06/2012	1,514.04	1,777.37	-263.33
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
42. PRINCIPAL FINANCIAL GROUP	05/07/2010	06/07/2012	1,031.31	1,184.92	-153.61
29. UNITEDHEALTH GROUP INC	12/15/2009	06/20/2012	1,729.01	905.46	823.55
8. UNITEDHEALTH GROUP INC	12/15/2009	06/21/2012	476.77	249.78	226.99
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			355,769.00	353,541.00	2,228.00

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE LOWE II FOUNDATION, INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 22-3657229
	Number, street, and room or suite no. If a P O box, see instructions 123 LAKESHORE DR. #1644	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NORTH PALM BEACH, FL 33408	

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

0 4

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

PATRICIA HAUBEN

- The books are in the care of ► **123 LAKESHORE DR, STE 1644 - NORTH PALM BEACH, FL 33408**
Telephone No ► **561-626-2627** FAX No ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

► **FEBRUARY 15, 2013**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for.

► calendar year or► tax year beginning **JUL 1, 2011**, and ending **JUN 30, 2012**2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 137.
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 0.

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

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

Form 8868 (Rev. 1-2012)