Form **990-PF** | **Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation** | OMB No 1545-0052 **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 07/01/11 **, and ending** 06/30/12

Name of foundation
THE TWENTY FIRST CENTURY FOUNDATION

A Employer identification number
34-1852806

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P. O. BOX 543

B Telephone number (see instructions)
419-465-2587

City or town, state, and ZIP code
NORWALK OH 44857

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 12,426,701

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)
(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) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	286,166			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	118,761	118,761		
	4	Dividends and interest from securities	282,672	282,672		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	538,880			
	b	Gross sales price for all assets on line 6a 7,214,009				
	7	Capital gain net income (from Part IV, line 2)		538,880		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	-4,864			
	12	**Total.** Add lines 1 through 11	1,221,615	940,313	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	17,825	3,565		14,260
	c	Other professional fees (attach schedule) STMT 3	39,750	7,950		31,800
	17	Interest	5	5		
	18	Taxes (attach schedule) (see instructions) STMT 4	18,752	6,431		200
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 5	36,596	36,596		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	112,928	54,547	0	46,260
	25	Contributions, gifts, grants paid	498,794			498,794
	26	**Total expenses and disbursements.** Add lines 24 and 25	611,722	54,547	0	545,054
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	609,893			
	b	**Net investment income** (if negative, enter -0-)		885,766		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	212,003	82,943	82,943
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) STMT 6	1,718,653	963,630	1,072,659
	b	Investments—corporate stock (attach schedule) SEE STMT 7	2,850,270	3,510,160	4,174,242
	c	Investments—corporate bonds (attach schedule) SEE STMT 8	664,932	336,049	352,786
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 9)	5,344,223	6,507,192	6,744,071
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	10,790,081	11,399,974	12,426,701
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 (attach schedule)			
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	500,000	500,000	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	10,290,081	10,899,974	
	30	**Total net assets or fund balances** (see instructions)	10,790,081	11,399,974	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,790,081	11,399,974	

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	10,790,081
2	Enter amount from Part I, line 27a	2	609,893
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,399,974
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,399,974

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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	PUBLICALLY TRADED SECUITIES	P	VARIOUS	VARIOUS
b	MUTUAL FUND CG DISTRIBUTIONS			
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	7,156,135		6,675,129	481,006
b	57,874			57,874
c				
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				481,006
b				57,874
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 538,880

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 **3** 481,006

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	343,295	11,716,112	0.029301
2009	472,829	10,130,583	0.046673
2008	364,148	8,226,991	0.044263
2007	480,790	8,686,616	0.055348
2006	350,882	6,710,854	0.052286

2	**Total** of line 1, column (d)	2	0.227871
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045574
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	11,953,049
5	Multiply line 4 by line 3	5	544,748
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,858
7	Add lines 5 and 6	7	553,606
8	Enter qualifying distributions from Part XII, line 4	8	545,054

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter 08/01/99 (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	17,715
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	17,715
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	17,715
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 9,000		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 2,500		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	11,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	6,215
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ Refunded ▶		11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THOMAS W. MCLAUGHLIN Telephone no ▶ 419-465-2587
P O BOX 543
Located at ▶ NORWALK OH ZIP+4 ▶ 44857-8930

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No	
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b — No: X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN A. BORES BELLEVUE 11584 E. CTY RD 32 OH 44811	TRUSTEE 2.00	0	0	0
MARY L. BORES BELLEVUE 11584 E. CTY RD 32 OH 44811	TRUSTEE 2.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
WALL STEET CONSULTING NORWALK P.O. BOX 845 OH 44857	MANAGEMENT	53,000
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 DONATION TO IMMACULATE CONCEPTION SCHOOL, BELLEVUE OHIO	
2 DONATION TO THE SALVATION ARMY NORWALK, OHIO	
3 DONATION TO ST. JOSEPH'S SCHOOL MONROEVILLE, OHIO	
4 DONATION TO ST.PETER LUTHERAN CHURCH NORWALK, OHIO	

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

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

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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	12,051,858
b	Average of monthly cash balances	1b	83,217
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	12,135,075
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	12,135,075
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	182,026
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,953,049
6	**Minimum investment return.** Enter 5% of line 5	6	597,652

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	597,652
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 17,715		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	17,715
3	Distributable amount before adjustments Subtract line 2c from line 1	3	579,937
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	579,937
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	579,937

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	545,054
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	545,054
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	545,054

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				579,937
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only			243,328	
b	Total for prior years 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006				
b	From 2007				
c	From 2008				
d	From 2009				
e	From 2010				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 545,054				
a	Applied to 2010, but not more than line 2a			243,328	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2011 distributable amount				301,726
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				278,211
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2007				
b	Excess from 2008				
c	Excess from 2009				
d	Excess from 2010				
e	Excess from 2011				

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

1a 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	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a 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 Subtract line 2d from line 2c					
3 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))

JOHN A. AND MARY L.BORES $286,166

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 SEE STATEMENT 11				498,794
Total			▶ 3a	498,794
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	118,761	
4 Dividends and interest from securities			14	282,672	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	538,880	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b KINDER MORGAN K-1					-4,864
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		940,313	-4,864

13 Total. Add line 12, columns (b), (d), and (e) 13 935,449

(See worksheet in line 13 instructions to verify calculations)

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

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

DAA

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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 instructions)? ☐ Yes ☐ No

Thomas McLaughlin 1/23/13 TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JUDY L. MOSHER, CPA	Judy Mosher CPA	1/18/13	

Firm's name ▶ VAN DOOTINGH, MOSHER, MELLEN & CO.	PTIN	
Firm's address ▶ 105 CLEVELAND ROAD, STE A NORWALK, OH 44857	Firm's EIN ▶	
	Phone no	419-668-2967

DAA

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization	**Employer identification number**
THE TWENTY FIRST CENTURY FOUNDATION	34-1852806

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $

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

Name of organization: THE TWENTY FIRST CENTURY FOUNDATION

Employer identification number: 34-1852806

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN A. & MARY L. BORES 11584 EAST COUNTY ROAD 32 BELLEVUE OH 44811	$ 286,166	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization
THE TWENTY FIRST CENTURY FOUNDATION

Employer identification number
34-1852806

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	228.60117 SH HERSHEY CO STOCK	$ 11,465	11/30/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	356.98769 SH TIME WARNER INC STO	$ 11,013	12/01/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1377.77504 SH CHEVRON CORP	$ 102,888	11/30/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	157.8214 SH COCA COLA CO	$ 8,800	11/30/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
KINDER MORGAN K-1	$ -4,864	$	$
TOTAL	$ -4,864	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	$ 13,250	$ 2,650	$	$ 10,600
TAX PREPARATION	4,575	915		3,660
TOTAL	$ 17,825	$ 3,565	$ 0	$ 14,260

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MANAGEMENT FEES	$ 39,750	$ 7,950	$	$ 31,800
TOTAL	$ 39,750	$ 7,950	$ 0	$ 31,800

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
STATE OF OHIO ANNUAL FILING FEE	$ 200	$	$	$ 200
FOREIGN INCOME TAX ON DIVIDENDS	6,431	6,431		
FEDERAL INCOME TAX	12,121			
TOTAL	$ 18,752	$ 6,431	$ 0	$ 200

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
INVESTMENT FEES	36,596	36,596		
TOTAL	$ 36,596	$ 36,596	$ 0	$ 0

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CHESTERFIELD MS CTFS BDS SER B	$ 25,317	$ 25,317	COST	$ 26,316
CHICAGO IL TRANS AUTH TAX RCPTS BOND	55,967	55,967	COST	63,230
DETROIT MI CITY SCH DIST BLDG & SITE	142,100	142,100	COST	154,482
DOUGLAS CTY NE SCH DIST SER A BUILD	102,005	102,005	COST	113,246
EAST CAROLINA UNIV REV SER B BDS	61,205	61,205	COST	65,864
FEDERAL FARM CREDIT BANKS 10/01/09	102,755		COST	
FRANKLIN C OH CONVEN REV BOND	102,255	102,255	COST	116,745
HAMILTON 4.25% DUE 12/15/15	29,405	29,405	COST	32,325
IVY TECH CMNTY COLL IN STUDENT FEE R	80,000	80,000	COST	92,815
KENT CITY MI BLDG AUTH GO BOND	91,805	91,805	COST	104,066
KENTUCKY REV 5.14% DUE 10/01/16	30,300	30,300	COST	33,251
KOKOMO CENTER TWP IN CONS DTD 6/22/2	15,117	15,117	COST	16,438
NEW YORK NY GO SER D-1 BONDS	51,242		COST	
OLATHE KS WATER & SEWER SYS REV BOND	60,746	60,746	COST	68,289
OREGON SCHOOL BD 5.5% DUE 06/30/21	105,236	5,001	COST	4,983
PALATINE IL GO SER F BONDS	35,967	35,967	COST	38,411
SANTA MONICA CA CMMTY COLLEGE GO BON	102,005		COST	
TIPS	73,105		COST	
US TIPS	252,565		COST	
US TIPS	73,116		COST	
UTAH STATE BOARD REGENTS HOSP UNIV A	30,605	30,605	COST	37,718
VERMONT STATE GENERAL OBLIG BONDS	40,000	40,000	COST	44,314
WAYNE ST UNIV GEN REV BONDS	40,605	40,605	COST	43,551
WISCONSIN STATE TRANS REVENUE BONDS	15,230	15,230	COST	16,615
TOTAL	$ 1,718,653	$ 963,630		$ 1,072,659

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M CO	$ 62,220	$ 64,356	COST	$ 85,347
A D P	38,951	40,509	COST	58,421
ABBOTT LABS	71,434	74,635	COST	108,077
ACCENTURE LTD IRELAND	26,225	27,287	COST	48,060
ADOBE SYSTEMS	19,163	31,301	COST	32,370
APPLE INC		78,607	COST	116,800
AT&T INC.	49,512	49,512	COST	52,632

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BANK OF MONTREAL	$	$ 19,860	COST	$ 18,517
BECTON DICKENSON	17,020	17,369	COST	15,445
BERKSHIRE HATHAWAY	30,990	30,990	COST	41,665
CANADIAN NATIONAL RAILWAY	32,027	32,608	COST	43,580
CATERPILLAR INC.	8,476	9,013	COST	25,070
CHEVRON	76,739	80,332	COST	108,640
CHURCH & DWIGHT		46,138	COST	55,987
CISCO SYSTEMS	19,641	19,903	COST	17,469
CNH GLOBAL	17,826	22,877	COST	36,447
COCA COLA	66,862	78,278	COST	114,453
CONOCO-PHILLIPS	84,498	65,139	COST	87,632
COVIDIEN PLC		31,353	COST	36,656
CSX		55,994	COST	54,309
DEERE & CO	12,098	12,615	COST	25,062
DUKE ENERGY	25,676	25,676	COST	37,403
DUKE REALTY CORP	65,594	65,735	COST	56,206
E M C CORP MASSACHUSETTS	30,477		COST	
ECOLAB INC	16,375	16,625	COST	23,047
ELI LILLY	112,759	116,874	COST	92,885
EMC CORP		30,477	COST	64,075
EMERSON ELEC	43,531	45,563	COST	62,477
ENERGEN CORPORATION	13,855	13,855	COST	23,994
EXXON	82,679	82,679	COST	118,023
GLAXOSMITHKLINE	40,625	43,313	COST	52,488
GOLDMAN SACHS	35,986	36,549	COST	36,092
HARTFORD FINANCIAL SERVICES	26,732	39,659	COST	27,728
HARTFORD FINL SVCS GROUP INC	29,874	46,109	COST	37,400
HEALTH CARE REIT INC	28,835	27,896	COST	38,465
HEWLETT PACKARD	17,660	31,698	COST	20,386
HOME DEPOT	32,898		COST	
HONEYWELL	19,600	20,440	COST	32,889
HSBC HOLDINGS	49,233	75,761	COST	63,586
IBM	25,097	25,904	COST	51,995
ILLINOIS TOOL WORKS	64,380	66,554	COST	82,356
INTEL CORP		24,339	COST	27,583
JP MORGAN CHASE & CO	69,444	17,687	COST	17,865
JACOBS ENERG GROUP		48,285	COST	45,432
JOHNSON & JOHNSON	81,749	85,521	COST	112,311
JOHNSON CONTROLS		35,118	COST	30,065

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
KIMBERLY CLARK	$ 33,092	$ 34,594	COST	$ 45,372
KOHLS CORP	20,155	20,619	COST	18,813
KRAFT FOODS	40,588	42,220	COST	55,415
LINCOLN NATL CORP		39,296	COST	44,097
MCCORMICK	17,398	43,793	COST	62,177
MCDONALDS CORP	29,753	31,222	COST	48,847
MERCK	39,684	41,399	COST	45,955
MOLSON COORS BREWING	28,730	29,496	COST	25,417
MOSAIC COMPANY		62,431	COST	54,972
NEXTERA	18,934	18,934	COST	30,462
NIKE	24,667	25,059	COST	25,911
NOVARTIS	36,192	37,501	COST	36,044
ORACLE	40,861	41,350	COST	60,791
PAYCHEX	56,499	59,016	COST	63,881
PEPSICO	35,803	37,095	COST	47,627
PFIZER	39,946	41,763	COST	50,964
PHILLIPS 66		19,357	COST	26,060
PNC BANK		34,084	COST	43,559
PROCTOR & GAMBLE	53,660	55,794	COST	62,425
QUALCOMM	13,017	26,985	COST	23,321
REALTY INCOME	25,853	25,465	COST	45,310
ROYAL DUTCH	91,464	91,464	COST	107,452
STATE STREET CORP	21,075	41,583	COST	45,608
SUN LIFE FINANCIAL SERVICES		27,964	COST	33,051
SYSCO	38,845	40,133	COST	37,048
TARGET	18,382	18,966	COST	29,733
THERMO FISHER SCIENTIFIC		45,561	COST	39,025
UNITED STS NAT GAS FD LP	24,460		COST	
UNITED TECHNOLOGIES	44,323	45,764	COST	57,561
US BANCORP	62,036	63,412	COST	78,608
VALERO ENERGY CORP	11,088	11,088	COST	12,612
VERIZON	60,685	60,685	COST	78,398
VF CORP	38,360	21,120	COST	32,257
VIACOM	26,863	27,787	COST	44,045
VODAPHONE	59,197	59,197	COST	73,518
WALGREEN	70,310	72,212	COST	63,553
WALT DISNEY CO	16,477	24,895	COST	37,864
WELLS FARGO	147,593	150,102	COST	125,018
XEROX	17,539	29,761	COST	24,081

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TOTAL	$ 2,850,270	$ 3,510,160		$ 4,174,242

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ATLANTIC CITY ELECTRIC 6.625% DUE 08	$ 5,756	$	COST	$
BANK OF AMERICA CORP DTD 10/26/2006	24,640		COST	
BANK OF NOVA SCOTIA BC SERIES A		49,880	COST	49,312
CITIGROUP 5.25% DUE 05/15/20	10,000		COST	
DEUTSCHE BK FINL DTD 2/21/2003	36,153		COST	
ELI LILLY 6.57% DUE 01/01/16	54,545		COST	
G E CAPITAL 4% DUE 11/15/12	34,392		COST	
G E CAPITAL 4.3% DUE 06/15/15	18,755	18,755	COST	19,976
G E CAPITAL 4.8% DUE 01/15/14	10,675	10,675	COST	11,397
G E CAPITAL 5% DUE 10/15/14	4,915	4,915	COST	5,301
G E CAPITAL 5.25% DUE 02/15/16	30,755	30,755	COST	29,871
G E CAPITAL 5.5% DUE 04/15/20	10,000	10,000	COST	10,016
G E CAPITAL 5.6% DUE 12/15/15	40,000	40,000	COST	39,808
G.E. CAPITAL CORP DTD 2/05/04	9,335	9,335	COST	9,999
G.E. CAPITAL CORP DTD 3/13/2007	30,971	30,971	COST	34,129
GE CAPITAL CORP DTD 11/24/2006	21,000	21,000	COST	22,669
HSBC FINANCE CORP DTD 1/11/2007 F/C	36,000		COST	
HSBC FINANCE CORP DTD 8/16/2007	35,000	35,000	COST	35,807
J HANC LIFE 5.45% DUE 01/15/18	30,000		COST	
MICHIGAN GAS 5% DUE 10/01/19	20,405		COST	
PFIZER 4.65% DUE 03/01/18	49,880		COST	
PUB SERV ELEC 6.75% DUE 01/01/16	44,817		COST	
WELLS FARGO 5.125% DUE 09/01/12	32,175		COST	
WELLS FARGO GLOBAL NOTE	74,763	74,763	COST	84,501
TOTAL	$ 664,932	$ 336,049		$ 352,786

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
MUTUAL FUNDS	$ 5,213,079	$ 4,689,026	$ 4,837,030
VAN KAMPEN UNIT TRUST	16,330	16,730	19,121
KINDER MORGAN ENERGY PARTNERS	15,189	10,434	48,540
BANK CERTIFICATES OF DEPOSIT	99,625	99,625	101,121
EXCHANGE TRADED FUNDS		1,691,377	1,738,259
TOTAL	$ 5,344,223	$ 6,507,192	$ 6,744,071

Federal Statements

Statement 10 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
JOHN BORES	11584 EAST COUNTY ROAD 32	BELLEVUE OH 44811
MARY BORES	11584 EAST COUNTY ROAD 32	BELLEVUE OH 44811

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
JOHN A. AND MARY L.BORES	$ 286,166
TOTAL	$ 286,166

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Relationship	Address / Status	Purpose	Amount
ABIGAIL MINISTRIES NORWALK OH 44857		PO BOX 68 501(C)3 ORGA	OPERATIONS	3,000
ATTICA INDEPENDENT FAIR ATTICA OH 44807		PO BOX 433 501(C)3 ORGA	OPERATIONS	3,000
BELLEVUE CITY SCHOOLS BELLEVUE OH 44811		125 NORTH STREET PUB SCHOOL	SCHOLARSHIPS	14,000
BELLEVUE FISHES & LOVES BELLEVUE OH 44811		203 MAPLE STREET 501(C)3 ORGA	OPERATIONS	5,000
BELLEVUE MINISTRIAL ASSOC BELLEVUE OH 44811		PO BOX 182 501(C)3 ORGA	BACK TO SCHOOL PROJECT	5,000
BELLEVUE MINISTRIAL ASSOC BELLEVUE OH 44811		PO BOX 182 501(C)3 ORGA	GIVING TREE	2,000
BELLEVUE RECREATION CLUB BELLEVUE OH 44811		800 MONROE STREET 501(C)3 ORGA	KIDS PROGRAMS	10,000
BELLEVUE SOCIETY FOR THE ARTS BELLEVUE OH 44811		PO BOX 493 501(C)3 ORGA	OPERATIONS	5,000
BIG BROTHERS/BIG SISTERS OF ERIE SE SANDUSKY OH 44870		904 W WAHINGTON ST 501(C)3 ORGA	OPERATIONS	1,000
CARE AND SHARE INC. OF ERIR COUNTY SANDUSKY OH 44870		241 JACKSON ST 501(C)3 ORGA	OPERATIONS	5,000
CASA OF HURON COUNTY NORWALK OH 44857		2 E MAIN ST 501(C)3 ORGA	OPERATIONS	2,000
CATHOLIC CHARITIES NORWALK OH 44857		34 WOODLAWN STREET 501(C)3 ORGA	OPERATIONS	5,000
COLIN KIMBAL MONROEVILLE OH 44847	NONE	2746 HETTLE RD INDIVIDUAL	BENEFIT FOR CHILD BORN WITH HEART PR	1,000
CONGREGATIONAL COMMUNITY UCC MONROVILLE OH 44847		29 CHAPEL ST 501(C)3 ORGA	OPERATIONS	2,000
EASTER SEALS NORWALK OH 44857		262 STATE ROUTE 61 501(C)3 ORGA	OPERATIONS	1,000
EHOVE CAREER CENTER MILAN OH 44846		316 W MASON ROAD PUB SCHOOL	HELPING HAND FUND	1,000
ERIE COUNTY HUMANE SOCIETY SANDUSKY OH 44870		1911 SUPERIOR ST 501(C)3 ORGA	OPERATIONS	2,000
EVAN BICKERS WILLARD OH 44890	NONE	1025 S MAIN ST INDIVIDUAL	BENEFIT FOR CHILD WITH HEART PROBLEM	1,000
FIRELANDS HABITAT FOF HUMANITY HURON OH 44839		365 MAIN ST, SUITE A 501(C)3 ORGA	OPERATIONS	10,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
FIRELANDS RAILS TO TRAILS NORWALK OH 44857		44 E MAIN ST 501(C)3 ORGA	OPERATIONS	2,000
FIRELANDS RAILS TO TRAILS NORWALK OH 44857		44 E MAIN ST 501(C)3 ORGA	OPERATIONS	1,000
FIRST BOOK OF HURON COUNTY NORWALK OH 44857		P.O. BOX 147 501(C)3 ORGA	OPERATIONS	1,000
FIRST CALL TO HELP FREMONT OH 43420		826 W STATE ST 501(C)3 ORGA	BELLEVUE FAMILY CHRISTMAS	2,000
FREMONT HOMELESS SHELTERS FREMONT OH 43420		1421 E STATE ST 501(C)3 ORGA	OPERATIONS	5,000
GRACE UNITED METHODIST CHURCH COSHOCTON OH 43812		422 WALNUT ST 501(C)3 ORGA	OPERATIONS	500
GREG SCHNEIDER BELLEVUE OH 44811	NONE	3074 COUNTY ROAD 292 INDIVIDUAL	CANCER VICTIM BENEFIT	300
HURON CO JOB & FAMILY SER NORWALK OH 44857		185 SHADY LANE 170(C)1 ORGA	FOSTER KIDS PROGRAM	10,000
HURON COUNTY FAIR NORWALK OH 44857		940 FAIR ROAD 501(C)3 ORGA	JR. FAIR	125
HURON COUNTY HUMANE SOCIETY NORWALK OH 44857		246 WOODLAWN AVE 501(C)3 ORGA	OPERATIONS	2,000
HURON COUNTY HUMANE SOCIETY NORWALK OH 44857		246 WOODLAWN AVE 501(C)3 ORGA	OPERATIONS	1,000
HURON COUNTY SERVICES FOR THE AGING NORWALK OH 44857		130 SHADY LANE DR 170(C)1 ORGA	OPERATIONS	3,000
IMMACULATE CONCEPTION CHU BELLEVUE OH 44811		231 E CENTER STREET 501(C)3 ORGA	OPERATIONS	3,000
IMMACULATE CONCEPTION SCHOOLS BELLEVUE OH 44811		304 E MAIN ST 501(C)3 ORGA	JOHN MARTIN SCHOLARSHIP	2,000
IMMACULATE CONCEPTION SCHOOLS BELLEVUE OH 44811		304 E MAIN ST 501(C)3 ORGA	OPERATIONS	75,000
IMMACULATE CONCEPTION SCHOOLS BELLEVUE OH 44811		304 E MAIN ST 501(C)3 ORGA	OPERATIONS	25,000
IMMACULATE CONCEPTION SCHOOLS BELLEVUE OH 44811		304 E MAIN ST 501(C)3 ORGA	OPERATIONS	1,000
JADE DAWSON NORWALK OH 44857	NONE	175 CLEVELAND ROAD INDIVIDUAL	CANCER VICTIM BENEFIT FUND	1,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
JAKE MILLER BELLEVUE OH 44811	NONE	5212 YINGLING ROAD INDIVIDUAL	EAGLE SCOUT PROJECT	400
JUVENILE DIABETES RESEARCH FOUNDATI TOLEDO OH 43623		4041 SYLVANIA AVE. 501(C)3 ORGA	OPERATIONS	2,000
KYLE BURCHETT COLUMBUS OH 43215	NONE	60 CLEVELAND AVE INDIVIDUAL	COLLEGE TUITION	10,000
MCAL MONROEVILLE OH 44847		P.O. BOX 131 501(C)3 ORGA	OPERATIONS	500
MIRIAM HOUSE NORWALK OH 44857		249 W MAIN ST 501(C)3 ORGA	OPERATIONS	5,000
MONROEVILLE HIGH SCHOOL MONROVILLE OH 44847		101 WEST STREET PUB SCHOOL	PTO STUFF THE BUS PROGRAM	500
MONROEVILLE HIGH SCHOOL MONROVILLE OH 44847		101 WEST STREET PUB SCHOOL	SCHOLARSHIPS	10,000
MONROEVILLE HIGH SCHOOL MONROVILLE OH 44847		101 WEST STREET PUB SCHOOL	SCHOLARSHIPS	4,000
MONROEVILLE POLICE DEPT MONROEVILLE OH 44847		9 MONROE STREET POLICE DEPAR	D.A.R.E. PROGRAM, SAFETY TOWN	3,000
MONROEVILLE PUBLIC LIBRARY MONROEVILLE OH 44847		34 MONROE ST 170(C)1 ORGA	OPERATIONS	1,500
MONROEVILLE PUBLIC LIBRARY MONROEVILLE OH 44847		34 MONROE ST 170(C)1 ORGA	SUMMER READING PROGRAM	500
NORWALK AREA FOOD BANK NORWALK OH 44857		92 N PROSPECT ST 501(C)3 ORGA	OPERATIONS	5,000
NORWALK CATHOLIC SCHOOLS NORWALK OH 44857		93 EAST MAIN STREET 501(C)3 ORGA	OPERATIONS	5,000
NORWALK CATHOLIC SCHOOLS NORWALK OH 44857		93 EAST MAIN STREET 501(C)3 ORGA	OPERATIONS	1,000
NORWALK CATHOLIC SCHOOLS NORWALK OH 44857		93 EAST MAIN STREET 501(C)3 ORGA	SCHOLARSHIPS	14,000
NORWALK CATHOLIC SCHOOLS NORWALK OH 44857		93 EAST MAIN STREET 501(C)3 ORGA	SCHOLARSHIPS	5,000
NORWALK CLOTHING BANK NORWALK OH 44857		51 BENEDICT AVE 501(C)3 ORGA	OPERATIONS	2,500
NORWALK HIGH SCHOOL NORWALK OH 44857		350 SHADY LANE PUB SCHOOL	SCHOLARSHIPS	5,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
NORWALK HOMELESS SHELTER NORWALK OH 44857		92 N PROSPECT ST 501(C)3 ORGA	OPERATIONS	5,000
OUR LADY OF LOURDES CHURCH NEW LONDON OH 44851		18 PARK AVE 501(C)3 ORGA	FOOD BASKETS	2,000
PARKER'S PURPOSE FREMONT OH 43420		1056 HAZEL STREET 501(C)3 ORGA	I PADS FOR AUTISTIC KIDS	1,000
PEGGY GILBERT BELLEVUE OH 44811	NONE	101 BRINKER ST INDIVIDUAL	INDIGENT INDIVIDUAL	3,500
PLYMOUTH SHILOH FOOD BANK SHILOH OH 44878		26 MECHANIC ST 501(C)3 ORGA	OPERATIONS	1,000
RAY KRISHA NORTH FAIRFIELD OH 44855	NONE	1950 FAIRFIELD ANGLING RO INDIVIDUAL	HOSPITAL BED	3,600
REACH OUR YOUTH NORWALK OH 44857		2 E MAIN ST, ROOM 102 501(C)3 ORGA	OPERATIONS	2,000
SECOND HARVEST FOOD BANK LORAIN OH 44053		7445 DEER TRAIL LANE 501(C)3 ORGA	OPERATIONS	4,000
SENECA COUNTY HUMANE SOCIETY TIFFIN OH 44883		2811 S. STATE ROUTE 100 501(C)3 ORGA	OPERATIONS	2,000
SENECA COUNTY JUNIOR FAIR NEW RIEGEL OH 44883		PO BOX 153 501(C)3 ORGA	JR. FAIR	2,000
SENECA COUNTY JUNIOR FAIR NEW RIEGAL OH 44883		PO BOX 153 501(C)3 ORGA	JR. FAIR	1,000
SENECA EAST HIGH SCHOOL ATTICA OH 44807		13343 E US 224 PUB SCHOOL	SCHOLARSHIPS	10,000
SENECA EAST PUBLIC LIBRARY ATTICA OH 44807		14 NORTH MAIN STREET 170(C)1 ORGA	OPERATIONS	1,000
SENECA HABITAT FOR HUMANI TIFFIN OH 44883		65 GRACE STREET 501(C)3 ORGA	OPERATIONS	10,000
SHRINER'S HOSPITALS BELLEVUE OH 44811		3835 SANDHILL ROAD 501(C)3 ORGA	OPERATIONS	500
ST PAUL CHURCH NORWALK OH 44857		91 EAST MAIN STREET 501(C)3 ORGA	OPERATIONS	800
ST PETER LUTHERAN CHURCH NORWALK OH 44857		243 BENEDICT AVE 501(C)3 ORGA	OPERATIONS	25,000
ST. GASPAR DEL BUFALO CHURCH BELLEVUE OH 44811		16209 EAST COUNTY ROAD 46 501(C)3 ORGA	OPERATIONS	500

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
ST. JOSEPH CATHOLIC CHURCH MONROVILLE OH 44847		66 CHAPEL ST 501(C)3 ORGA	OPERATIONS	2,000
ST. JOSEPH SCHOOL MONROEVILLE OH 44847		79 CHAPEL DRIVE 501(C)3 ORGA	OPERATIONS	20,000
ST. JOSEPH SCHOOL MONROEVILLE OH 44847		79 CHAPEL DRIVE 501(C)3 ORGA	OPERATIONS	20,000
ST. JOSEPH SCHOOL MONROEVILLE OH 44847		79 CHAPEL DRIVE 501(C)3 ORGA	OPERATIONS	500
ST. MARY'S CATHOLIC CHURCH NORWALK OH 44857		38 W LEAGUE ST 501(C)3 ORGA	FOOD PANTRY	1,000
ST. MARY'S CATHOLIC CHURCH NORWALK OH 44857		38 W LEAGUE ST 501(C)3 ORGA	OPERATIONS	2,000
ST. VINCENT DE PAUL SOCIETY BELLEVUE OH 44811		231 E. CENTER ST 501(3)3 ORGA	OPERATIONS	2,000
TANNER HISEY CLYDE OH 43410	NONE	100 NORTH MAIN STREET INDIVIDUAL	LEUKEMIA VICTIM	1,000
THE CHRISTOPHERS NEW YORK NY 10017		12 E 48TH ST 501(C)3 ORGA	OPERATIONS	500
THE SALVATION ARMY CLEVELAND OH 44115		2507 EAST 22ND STREET 501(C)3 ORGA	OPERATIONS	20,000
THE SALVATION ARMY NORWALK OH 44857		55 WHITTLESEY AVE. 501(C)3 ORGA	LEARNING CENTER	25,000
THE VILLAGE HOUSE FREMONT OH 43420		350 RAWSON AVE 501(C03 ORGA	OPERATIONS	5,000
THOMAS SMITH MONROEVILLE OH 44847	NONE	2863 TERRY ROAD INDIVIDUAL	TRIP TO JOPLIN MO TO HELP TORNADO VI	1,000
THOMAS SMITH MONROEVILLE OH 44847	NONE	2863 TERRY ROAD INDIVIDUAL	WHEELCHAIR RAMP	69
TOYS FOR TOTS BELLEVUE OH 44811		5630 SR 113 501(C)3 ORGA	TOYS FOR CHRISTMAS	2,000
TRINITY LUTHERAN CHURCH MONROEVILLE OH 44847		121 BROAD ST 501(C)3 ORGA	YOUTH CLUB	4,000
VICTORY TEMPLE SOUP KITCH SANDUSKY OH 44870		1613 HAYES AVE 501(C)3 ORGA	THANKSGIVING GIFT CERTIFICATES TO KR	20,000
VOLUNTEERS OF AMERICA SANDUSKY OH 44870		1843 SUPERIOR STREET 501(C)3 ORGA	HOMELESS SHELTER	10,000

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
TOTAL				498,794

Form **8868** (Rev January 2012)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE TWENTY FIRST CENTURY FOUNDATION	Employer identification number (EIN) or [X] 34-1852806
	Number, street, and room or suite no If a P O box, see instructions P. O. BOX 543	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code For a foreign address, see instructions NORWALK OH 44857	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

- The books are in the care of ▶ WALL STREET CONSULTING, INC.
P O BOX 543
NORWALK OH 44857-8930

Telephone No ▶ 419-465-2587 FAX No ▶ 419-465-4289

- 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 02/15/13, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [ ] calendar year ______ or

▶ [X] tax year beginning 07/01/11, and ending 06/30/12

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	$	11,516
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	$	9,016
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	$	2,500

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

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