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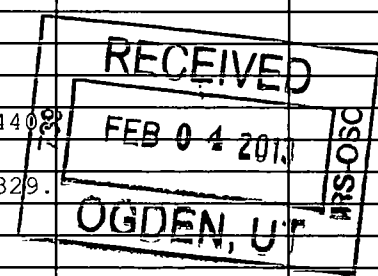
Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

For calendar year 2011 or tax year beginning 08/01, 2011, and ending 07/31, 2012

Name of foundation KEELER FOUNDATION		A Employer identification number 38-2625402
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (616) 774-0422
200 MONROE AVENUE NW City or town, state, and ZIP code GRAND RAPIDS, MI 49503		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,046,325.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
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	40,338.	40,338.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	6,714.			
b	Gross sales price for all assets on line 6a 191,466.				
7	Capital gain net income (from Part IV, line 2)		6,714.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	47,052.	47,052.		
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) ATCH 2	3,538.			
c	Other professional fees (attach schedule) *	7,440.	7,440.		
17	Interest				
18	Taxes (attach schedule) (see instructions) **	1,829.	329.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	3,783.			
24	Total operating and administrative expenses. Add lines 13 through 23	16,590.	7,769.		
25	Contributions, gifts, grants paid	103,552.			103,552.
26	Total expenses and disbursements. Add lines 24 and 25	120,142.	7,769.	0	103,552.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-73,090.			
b	Net investment income (if negative, enter -0-)		39,283.		
c	Adjusted net income (if negative, enter -0-)				



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Revenue
Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	3,123.	3,943.	3,943.
	2	Savings and temporary cash investments	20,646.	26,019.	26,019.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule). **	324,109.	324,109.	450,787.
	b	Investments - corporate stock (attach schedule) ATCH 7	425,415.	384,412.	474,512.
	c	Investments - corporate bonds (attach schedule).			
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 8)	129,936.	91,656.	91,064.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	903,229.	830,139.	1,046,325.	
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	
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	903,229.	830,139.	
30	Total net assets or fund balances (see instructions)	903,229.	830,139.		
31	Total liabilities and net assets/fund balances (see instructions)	903,229.	830,139.		

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)	903,229.
2	Enter amount from Part I, line 27a	-73,090.
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	830,139.
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	830,139.

**ATCH 6

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
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))	
(j) F M V as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	6,714.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	143,580.	1,117,894.	0.128438
2009	89,994.	1,097,649.	0.081988
2008	120,347.	1,107,824.	0.108634
2007	144,648.	1,330,947.	0.108681
2006	228,483.	1,392,987.	0.164024
2 Total of line 1, column (d)			2 0.591765
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 0.118353
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,045,287.
5 Multiply line 4 by line 3			5 123,713.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 393.
7 Add lines 5 and 6			7 124,106.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 103,552.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, credits/payments, and total tax due. Total tax due is 875, refunded 875.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Includes questions about political campaigns, unrelated business income, and state reporting.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of RITA MILLER Telephone no (616) 774-0422
Located at 200 MONROE AVE NW, STE 240 GRAND RAPIDS ZIP + 4 49503
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No X

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No X
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) 2b
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? Yes No X
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) 3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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).

Table with 5 columns: (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. Row 1: ATTACHMENT 9, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses
1 N/A
2
3
4

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

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

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

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	1,009,780.
b	Average of monthly cash balances	1b	51,425.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,061,205.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,061,205.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,918.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,045,287.
6	Minimum investment return. Enter 5% of line 5	6	52,264.

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	52,264.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	786.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	786.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	51,478.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	51,478.
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	51,478.

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	103,552.
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	103,552.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	103,552.

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				51,478.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006	168,636.			
b From 2007	79,402.			
c From 2008	65,818.			
d From 2009	36,546.			
e From 2010	87,793.			
f Total of lines 3a through e	438,195.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 103,552.				
a Applied to 2010, but not more than line 2a				
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				51,478.
e Remaining amount distributed out of corpus	52,074.			
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	490,269.			
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				
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)	168,636.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	321,633.			
10 Analysis of line 9				
a Excess from 2007	79,402.			
b Excess from 2008	65,818.			
c Excess from 2009	36,546.			
d Excess from 2010	87,793.			
e Excess from 2011	52,074.			

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

NOT APPLICABLE

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

Empty box for ruling date

b Check box to indicate whether the foundation is a private operating foundation described in section

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with columns: Tax year (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support).

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))

MARY ANN KEELER

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

ATTACHMENT 10

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

WRITTEN LETTER OR REQUEST

c Any submission deadlines

NONE

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

GENERALLY ARTISTIC OR SCHOLASTIC IN NATURE

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 ATTACHMENT 11				
Total ▶ 3a				103,552.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No. and 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.

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

- 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... a. Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets. b. Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations. 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.

Table with 2 columns: Yes, No. Rows for 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), and 1c.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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. Signature of officer or trustee: Mary Ann Keeler, Date: 1-17-2013, Title: President.

Paid Preparer Use Only Print/Type preparer's name: KATHLEEN GUIDER, Preparer's signature: Kathleen Jo Guidar, Date: 1/14/13, Check self-employed: [], PTIN: P00177866, Firm's name: BDO USA, LLP, Firm's EIN: 13-5381590, Firm's address: 200 OTTAWA AVE NW STE 300 GRAND RAPIDS, MI 49503, Phone no: 616-774-7000.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,345.		BAXTER INTERNATIONAL 1,288.					04/22/2010 57.	08/15/2011
1,699.		COCA-COLA COMPANY 1,204.					03/27/2007 495.	08/15/2011
3,560.		COCA-COLA COMPANY 2,409.					03/27/2007 1,151.	09/20/2011
6,758.		COCA-COLA COMPANY 4,818.					03/27/2007 1,940.	10/19/2011
1,578.		COMCAST CORP. 1,806.					09/25/2007 -228.	08/15/2011
8,452.		COMCAST CORP. 6,622.					09/25/2007 1,830.	06/28/2012
6,374.		COSTCO WHOLESALE CORP 3,705.					VAR 2,669.	12/01/2011
1,919.		DELL, INC. 3,013.					02/14/2007 -1,094.	08/15/2011
1,952.		DIAGEO PLC 1,757.					09/27/2010 195.	08/15/2011
3,015.		ECOLAB INC. 2,088.					02/18/2010 927.	01/20/2012
3,079.		ECOLAB INC. 1,973.					04/20/2009 1,106.	02/03/2012
4,701.		ECOLAB INC. 2,787.					VAR 1,914.	04/25/2012

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,390.		EOG RESOURCES, INC. 2,363.					10/21/2009 27.	08/15/2011
1,610.		JOHNSON & JOHNSON 1,542.					11/19/2009 68.	08/15/2011
1,989.		LIBERTY GLOBAL INC. 1,647.					03/27/2007 342.	08/15/2011
1,962.		LIBERTY GLOBAL INC. 1,647.					03/27/2007 315.	11/30/2011
2,958.		LIBERTY GLOBAL INC. 2,470.					03/27/2007 488.	12/01/2011
5,963.		LIBERTY GLOBAL INC. 4,940.					03/27/2007 1,023.	12/07/2011
1,130.		LIBERTY MEDIA CORP. 1,155.					02/25/2008 -25.	08/15/2011
1,902.		MICROSOFT CORP. 2,099.					03/27/2007 -197.	08/15/2011
2,219.		OCCIDENTAL PETROLEUM CORP 1,872.					09/27/2010 347.	08/15/2011
1,126.		U.S. BANCORP 1,249.					01/25/2010 -123.	08/15/2011
2,126.		VISA INC. - CL A 1,930.					12/07/2010 196.	08/15/2011
4,731.		VISA INC. - CL A 3,860.					12/07/2010 871.	11/16/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,378.		VISA INC. - CL A 3,738.					VAR 1,640.	02/06/2012
5,617.		VISA INC. - CL A 3,494.					VAR 2,123.	02/10/2012
2,937.		VISA INC. - CL A 1,686.					12/16/2010 1,251.	02/28/2012
5,935.		VISA INC. - CL A 3,373.					12/16/2010 2,562.	04/04/2012
6,175.		VISA INC. - CL A 3,350.					12/17/2010 2,825.	04/27/2012
11,316.		WALGREENS CO. 9,427.					VAR 1,889.	08/12/2011
3,732.		WAL-MART STORES 4,029.					09/27/2010 -297.	08/15/2011
1,244.		WAL-MART STORES 1,183.					03/27/2007 61.	08/15/2011
5,099.		WAL-MART STORES 3,549.					03/27/2007 1,550.	06/08/2012
3,527.		WAL-MART STORES 2,366.					03/27/2007 1,161.	07/03/2012
3,643.		WAL-MART STORES 2,366.					03/27/2007 1,277.	07/18/2012
1,735.		WASTE MANAGEMENT 1,993.					09/27/2010 -258.	08/15/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
589.		WASTE MANAGEMENT 674.					02/14/2007 -85.	08/15/2011
60,000.		BBH INTERNATIONAL EQUITY FUND 83,279.					VAR -23,279.	12/08/2011
TOTAL GAIN (LOSS)							<u>6,714.</u>	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROWN BROTHERS HARRIMAN - INTEREST	28,750.	28,750.
BROWN BROTHERS HARRIMAN - DIVIDENDS	11,588.	11,588.
TOTAL	<u>40,338.</u>	<u>40,338.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BDO USA, LLP	3,538.			
TOTALS	<u>3,538.</u>			

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROWN BROTHERS INVESTMENT ADV.	7,440.	7,440.
TOTALS	<u>7,440.</u>	<u>7,440.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL INCOME TAXES	1,500.	
FOREIGN TAXES	329.	329.
TOTALS	<u>1,829.</u>	<u>329.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
COPY MACHINE LEASE & MAINT.	437.		
STATE OF MICHIGAN FILING FEE	20.		
TELEPHONE EXPENSES	3,040.		
MISCELLANEOUS	208.		
BANK FEES	78.		
TOTALS	<u>3,783.</u>		

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US TREASURY BONDS DUE 2/15/16	247,037.	327,833.
US TREASURY BONDS DUE 11/15/24	77,072.	122,954.
US OBLIGATIONS TOTAL	<u>324,109.</u>	<u>450,787.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ANHEUSER-BUSCH	9,365.	13,864.
AUTOMATIC DATA PROCESSING	8,390.	11,310.
BAXTER INTL. INC.	19,229.	23,404.
BERKSHIRE HATHAWAY INC.	25,323.	29,694.
CELANESE CORP SERIES A	5,872.	5,186.
CHUBB CORP.	16,045.	21,807.
COMCAST CORP - CL A	14,918.	21,971.
DELL INC.	18,075.	8,910.
DENTSPLY INTL. INC	9,924.	12,537.
DIAGEO PLC - SPONSORED ADR	15,535.	26,725.
EOG RESOURCES INC.	13,740.	14,702.
EBAY INC.	9,318.	22,150.
GOOGLE INC. - CL A	14,821.	15,824.
JOHNSON & JOHNSON	10,793.	12,114.
LIBERTY MEDIA CORP.	10,780.	13,111.
MICROSOFT CORP.	9,376.	10,314.
NESTLE SA	16,187.	25,392.
NOVARTIS AG - ADR	20,536.	20,517.
OCCIDENTAL PETROLEUM	6,576.	11,749.
PEPSICO, INC.	9,667.	11,419.
PROGRESSIVE CORP. OHIO	14,731.	16,779.
HENRY SCHEIN INC.	8,073.	9,351.
SOUTHWESTERN ENERGY CO.	12,459.	11,637.
TARGET CORP.	14,492.	18,195.
U.S. BANCORP	20,604.	30,150.
WAL-MART STORES INC.	8,282.	13,025.
WASTE MANAGEMENT INC.	24,184.	24,080.
WELLS FARGO & CO.	17,117.	18,595.
TOTALS	384,412.	474,512.

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BBH INTERNATIONAL EQUITY FUND	46,656.	45,231.
BBH BROAD MARKET FUND	25,000.	25,049.
T ROWE PRICE INST. HIGH YIELD	20,000.	20,784.
TOTALS	<u>91,656.</u>	<u>91,064.</u>

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

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DONALD JOHNSON C/O VARNUM LAW P.O. BOX 352 GRAND RAPIDS, MI 49501	DIRECTOR 1.00	0	0	0
MARY ANN KEELER 2525 INDIAN TRAIL SE GRAND RAPIDS, MI 49506	PRESIDENT 1.00	0	0	0
ISAAC S. KEELER 200 MONROE NW SUITE 240 GRAND RAPIDS, MI 49503	VICE PRESIDENT 1.00	0	0	0
RITA MILLER 200 MONROE NW SUITE 240 GRAND RAPIDS, MI 49503	SECRETARY/TREASURER 5.00	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

RITA MILLER
200 MONROE AVENUE NW, SUITE 240
GRAND RAPIDS, MI 49503
616-774-0422

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AQUINAS COLLEGE 1607 ROBINSON ROAD SE GRAND RAPIDS, MI 49506	NONE PUBLIC	EDUCATIONAL	4,500
CALVARY SCHOOLS OF HOLLAND 518 PLASMAN AVE HOLLAND, MI 49423	NONE PUBLIC	EDUCATIONAL	500
CAMP BLODGETT 10451 LAKESHORE DR WEST OLIVE, MI 49460	NONE PUBLIC	CHARITABLE	100
CONDUCTIVE LEARNING CENTER 2428 BURTON STREET SE GRAND RAPIDS, MI 49546	NONE PUBLIC	CHARITABLE	500
CROHNS & COLITIS FOUNDATION - MICHIGAN CHAPTER 25882 ORCHARD LAKE RD FARMINGTON HILLS, MI 48336	NONE PUBLIC	CHARITABLE	5,000
DUCKS UNLIMITED 1220 EISENHOWER PLACE ANN ARBOR, MI 48108	NONE PUBLIC	CHARITABLE	100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

EAST GRAND RAPIDS SCHOOLS FOUNDATION 2915 HALL STREET SE EAST GRAND RAPIDS, MI 49506	NONE PUBLIC	EDUCATIONAL	100.
EAST GRAND RAPIDS TEAM BOOSTERS 2211 LAKE DRIVE SE EAST GRAND RAPIDS, MI 49506	NONE PUBLIC	CHARITABLE	100
FESTIVAL OF THE ARTS 2012 P O BOX 68440 GRAND RAPIDS, MI 49516	NONE PUBLIC	CHARITABLE	500
FRANCISCAN LIFE PROCESS CENTER 11650 DOWNES STREET NE LOWELL, MI 49331	NONE PUBLIC	CHARITABLE	500
FREDERIK MEIJER GARDENS & SCULPTURE PARK 1000 EAST BELTLINE AVE. NE GRAND RAPIDS, MI 49525	NONE PUBLIC	CHARITABLE	14,600
FRIENDS OF EAST GRAND RAPIDS LIBRARY 746 LAKESIDE DRIVE SE EAST GRAND RAPIDS, MI 49506	NONE PUBLIC	CHARITABLE	100

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF FORD 303 PEARL ST NW GRAND RAPIDS, MI 49504	NONE PUBLIC	CHARITABLE	500
GRAND RAPIDS ART MUSEUM 101 MONROE CENTER ST NW GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	9,880
GRAND RAPIDS COMMUNITY FOUNDATION 185 OAKES ST SW GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	200
GRAND RAPIDS PUBLIC MUSEUM FOUNDATION 272 PEARL ST NW GRAND RAPIDS, MI 49504	NONE PUBLIC	CHARITABLE	5,000
GRAND RAPIDS PUBLIC MUSEUM CHAFFEE PLANETARIUM 272 PEARL ST NW GRAND RAPIDS, MI 49504	NONE PUBLIC	CHARITABLE	100
GRAND RAPIDS SYMPHONY 300 OTTAWA AVE NW GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	13,600.

FORM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GRAND VALLEY STATE UNIVERSITY - WGTV-TV 301 FULTON ST W GRAND RAPIDS, MI 49504	NONE PUBLIC	CHARITABLE	1,000
HEART OF WEST MICHIGAN UNITED WAY 118 COMMERCE AVE. SW GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	10,000
INTERNATIONAL SCULPTURE CENTER 19 FAIRGROUNDS ROAD, SUITE B HAMILTON, NJ 08619	NONE PUBLIC	CHARITABLE	100
JR ACHIEVEMENT OF THE WEST MICHIGAN GREAT LAKES 2650 EAST BELTLINE AVE SE GRAND RAPIDS, MI 49546	NONE PUBLIC	CHARITABLE	3,000
METROPOLITAN MUSEUM OF ART 1000 5TH AVE NEW YORK, NY 10028	NONE PUBLIC	CHARITABLE	32
MUSEUM OF MODERN ART 11 WEST 53RD ST NEW YORK, NY 10019	NONE PUBLIC	CHARITABLE	140

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OPERA GRAND RAPIDS 1320 FULTON ST. EAST GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	5,000
OUR HOPE 324 LYON ST. NE GRAND RAPIDS, MI 49503	NONE PUBLIC	CHARITABLE	500
PORTER HILLS FOUNDATION 3600 FULTON ST EAST GRAND RAPIDS, MI 49546	NONE PUBLIC	CHARITABLE	1,000
POTTER'S HOUSE 810 VAN RAALTE DR SW GRAND RAPIDS, MI 49509	NONE PUBLIC	EDUCATIONAL	100
ST MARY'S COLLEGE 3535 INDIAN TRAIL ORCHARD LAKE VILLAGE, MI 48324	NONE PUBLIC	EDUCATIONAL	1,000
ST STEPHEN'S CATHOLIC CHURCH 750 GLADSTONE DRIVE SE EAST GRAND RAPIDS, MI 49506	NONE PUBLIC	CHARITABLE	23,200

FORM 990-PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SPECIAL OLYMPICS 1239 76TH ST SW, SUITE E BYRON CENTER, MI 49315	CHARITABLE	500
WHITE LAKE YACHT CLUB SAILING SCHOOL P O. BOX 1 WHITEHALL, MI 49461	CHARITABLE	100
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVE NEW YORK, NY 10021	CHARITABLE	1,000
YMCA OF GREATER GRAND RAPIDS 475 LAKE MICHIGAN DR NW GRAND RAPIDS, MI 49503	CHARITABLE	1,000

TOTAL CONTRIBUTIONS PAID

103,552

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

Employer identification number

KEELER FOUNDATION

38-2625402

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,054.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	1,054.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	5,660.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	5,660.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		1,054.
14	Net long-term gain or (loss):			
a	Total for year	14a		5,660.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		6,714.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000 16 ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover

Part V Tax Computation Using Maximum Capital Gains Rates
Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero
Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if
 • Either line 14b, col (2) or line 14c, col (2) is more than zero, or
 • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero
Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20 If zero or less, enter -0-	22		
23	Subtract line 22 from line 17 If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23.	25		
26	Subtract line 25 from line 24.	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)	30		
31	Figure the tax on the amount on line 23 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17 Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a BAXTER INTERNATIONAL	04/22/2010	08/15/2011	1,345.	1,288.	57.
COCA-COLA COMPANY	03/27/2007	08/15/2011	1,699.	1,204.	495.
COCA-COLA COMPANY	03/27/2007	09/20/2011	3,560.	2,409.	1,151.
COCA-COLA COMPANY	03/27/2007	10/19/2011	6,758.	4,818.	1,940.
COMCAST CORP.	09/25/2007	08/15/2011	1,578.	1,806.	-228.
COMCAST CORP.	09/25/2007	06/28/2012	8,452.	6,622.	1,830.
COSTCO WHOLESALE CORP	VAR	12/01/2011	6,374.	3,705.	2,669.
DELL, INC.	02/14/2007	08/15/2011	1,919.	3,013.	-1,094.
ECOLAB INC.	02/18/2010	01/20/2012	3,015.	2,088.	927.
ECOLAB INC.	04/20/2009	02/03/2012	3,079.	1,973.	1,106.
ECOLAB INC.	VAR	04/25/2012	4,701.	2,787.	1,914.
EOG RESOURCES, INC.	10/21/2009	08/15/2011	2,390.	2,363.	27.
JOHNSON & JOHNSON	11/19/2009	08/15/2011	1,610.	1,542.	68.
LIBERTY GLOBAL INC.	03/27/2007	08/15/2011	1,989.	1,647.	342.
LIBERTY GLOBAL INC.	03/27/2007	11/30/2011	1,962.	1,647.	315.
LIBERTY GLOBAL INC.	03/27/2007	12/01/2011	2,958.	2,470.	488.
LIBERTY GLOBAL INC.	03/27/2007	12/07/2011	5,963.	4,940.	1,023.
LIBERTY MEDIA CORP.	02/25/2008	08/15/2011	1,130.	1,155.	-25.
MICROSOFT CORP.	03/27/2007	08/15/2011	1,902.	2,099.	-197.
U.S. BANCORP	01/25/2010	08/15/2011	1,126.	1,249.	-123.
VISA INC. - CL A	VAR	02/06/2012	5,378.	3,738.	1,640.
VISA INC. - CL A	VAR	02/10/2012	5,617.	3,494.	2,123.
VISA INC. - CL A	12/16/2010	02/28/2012	2,937.	1,686.	1,251.
VISA INC. - CL A	12/16/2010	04/04/2012	5,935.	3,373.	2,562.
VISA INC. - CL A	12/17/2010	04/27/2012	6,175.	3,350.	2,825.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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 <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions KEELER FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 38-2625402
	Number, street, and room or suite no. If a P O box, see instructions 200 MONROE AVENUE NW, SUITE 240	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions GRAND RAPIDS, MI 49503	

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

• The books are in the care of ▶ RITA MILLER

Telephone No ▶ 616 774-0422 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 03/15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ calendar year 20____ or

▶ tax year beginning 08/01, 2011, and ending 07/31, 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 \$	1,661.
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 \$	1,661.
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