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

1208

OMB NO. 1545-0052

2011

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 SEP 1, 2011, and ending AUG 31, 2012

Name of foundation THE PHILLIP AND ELIZABETH FILMER  
MEMORIAL CHARITABLE TRUSTNumber and street (or P O box number if mail is not delivered to street address)  
PO BOX 75000 MC 7874

Room/suite

A Employer identification number

20-3341412

City or town, state, and ZIP code

DETROIT, MI 48275-7874

B Telephone number

(734) 930-2416

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name changeC If exemption application is pending, check here ► H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationD 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,  
2. check here and attach computation ► I Fair market value of all assets at end of year J Accounting method:  Cash  Accrual  
(from Part II, col. (c), line 16)  Other (specify) *5,821,142.* (Part I, column (d) must be on cash basis)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 ► 

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		184.	184.		
4 Dividends and interest from securities		121,875.	121,875.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		130,125.			
b Gross sales price for all assets on line 6a	1,991,970.				
7 Capital gain net income (from Part IV, line 2)			130,125.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		252,184.	252,184.		
13 Compensation of officers, directors, trustees, etc		49,619.	49,619.	0.	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 1	900.	0.	900.	
c Other professional fees					
17 Interest					
18 Taxes	STMT 2	2,726.	0.		
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 3	707.	0.	707.	
24 Total operating and administrative expenses. Add lines 13 through 23		53,952.	49,619.	1,607.	
25 Contributions, gifts, grants paid		374,350.		374,350.	
26 Total expenses and disbursements. Add lines 24 and 25		428,302.	49,619.	375,957.	
27 Subtract line 26 from line 12:		-176,118.		.	
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		202,565.			
c Adjusted net income (if negative, enter -0-)				N/A	

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12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		350,546.	754,974.
	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			15,000.
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 5	3,251,704.	3,638,802.
	c	Investments - corporate bonds	STMT 6	1,639,390.	656,746.
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers)		5,241,640.	5,065,522.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22)		0.	0.
		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			
Net Assets or Fund Balances		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		6,430,104.	6,430,104.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		-1,188,464.	-1,364,582.
	30	Total net assets or fund balances		5,241,640.	5,065,522.
	31	Total liabilities and net assets/fund balances		5,241,640.	5,065,522.

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	5,241,640.
2	Enter amount from Part I, line 27a	2	-176,118.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	5,065,522.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,065,522.

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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.)
<b>1a PUBLICLY-TRADED SECURITIES</b>		P	05/02/10	07/31/12
<b>b COMMON TRUST FUND ALLOCATION</b>		P	10/31/10	07/31/12
<b>c CAPITAL GAIN DIVIDENDS</b>		P	11/30/10	07/31/12
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,970,004.		1,856,070.	113,934.	
b		5,775.	-5,775.	
c 21,966.			21,966.	
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))	
(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	113,934.	
a			-5,775.	
b			21,966.	
c			130,125.	
d			N/A	
e			N/A	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{		3	

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	360,645.	6,029,231.	.059816
2009	401,464.	5,711,489.	.070291
2008	602,990.	5,397,737.	.111712
2007	409,565.	6,685,758.	.061259
2006	150,856.	6,886,102.	.021907
2 Total of line 1, column (d)			.324985
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			.064997
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			5,725,598.
5 Multiply line 4 by line 3			372,147.
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,026.
7 Add lines 5 and 6			374,173.
8 Enter qualifying distributions from Part XII, line 4			375,957.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	<input type="checkbox"/> Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) <input checked="" type="checkbox"/> b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b <input type="checkbox"/> c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). <input type="checkbox"/> 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) <input type="checkbox"/> 3 Add lines 1 and 2 <input type="checkbox"/> 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) <input type="checkbox"/> 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- <input type="checkbox"/> 6 Credits/Payments: <input type="checkbox"/> a 2011 estimated tax payments and 2010 overpayment credited to 2011 <input type="checkbox"/> b Exempt foreign organizations - tax withheld at source <input type="checkbox"/> c Tax paid with application for extension of time to file (Form 8868) <input type="checkbox"/> d Backup withholding erroneously withheld <input type="checkbox"/> 7 Total credits and payments. Add lines 6a through 6d <b>TAX PAID W/ O.R.</b> <input type="checkbox"/> 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached <input type="checkbox"/> 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/> 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/> 11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ► <span style="float: right;">Refunded ►</span>	1	2,026.
		2	0.
		3	2,026.
		4	0.
		5	2,026.
		6a	1,392.
		6b	
		6c	
		6d	
		7	2,026.
		8	
		9	0.
		10	
		11	

## Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<input type="checkbox"/> 1a <input checked="" type="checkbox"/> 1b
1c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/> 1c
1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>	
1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>	
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	<input type="checkbox"/> 2 <input checked="" type="checkbox"/> N/A
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/> 3 <input checked="" type="checkbox"/> 4a
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/> 4b
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	<input type="checkbox"/> 5 <input checked="" type="checkbox"/> N/A
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?	<input type="checkbox"/> 6 <input checked="" type="checkbox"/> 7
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input type="checkbox"/> 8b <input checked="" type="checkbox"/>
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>MT</u>	
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	<input type="checkbox"/> 9 <input checked="" type="checkbox"/> 10
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	<input type="checkbox"/> 9 <input checked="" type="checkbox"/> 10
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/> 9 <input checked="" type="checkbox"/> 10

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**Part VII-A Statements Regarding Activities (continued)**

11			X
12			X
13		X	
Website address ► <u>NONE</u>			
14	The books are in care of ► <u>COMERICA BANK</u>	Telephone no. ► <u>734-930-2416</u>	
	Located at ► <u>PO BOX 7500 MC 7874, DETROIT, MI</u>	ZIP+4 ► <u>48275-7874</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <u>15</u>	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No X

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did <u>any</u> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5));		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to <u>any</u> of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	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  
 Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

Organizations relying on a current notice regarding disaster assistance check here ►

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?

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

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

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

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

5b  X

6b  X

7b  N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
COMERICA BANK PO BOX 75000 MC 7874 DETROIT, MI 48275-7874	TRUSTEE			
	2.00	49,619.	0.	0.

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

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

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

► 0

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

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

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

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

1	N/A	Expenses
2		
3		
4		

**Part IX-B** Summary of Program-Related Investments

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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3 ►		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a Average monthly fair market value of securities	1a 5,812,790.
b Average of monthly cash balances	1b 0.
c Fair market value of all other assets	1c 0.
d Total (add lines 1a, b, and c)	1d 5,812,790.
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 5,812,790.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 87,192.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 5,725,598.
6 Minimum investment return. Enter 5% of line 5	6 286,280.

**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	1 286,280.
2a Tax on investment income for 2011 from Part VI, line 5	2a 2,026.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 2,026.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 284,254.
4 Recoveries of amounts treated as qualifying distributions	4 0.
5 Add lines 3 and 4	5 284,254.
6 Deduction from distributable amount (see instructions)	6 0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 284,254.

**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 375,957.
b Program-related investments - total from Part IX-B	1b 0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3 Amounts set aside for specific charitable projects that satisfy the:	
a Suitability test (prior IRS approval required)	3a
b Cash distribution test (attach the required schedule)	3b
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 375,957.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 2,026.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 373,931.

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.

Form 990-PF (2011)

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THE PHILLIP AND ELIZABETH FILMER  
MEMORIAL CHARITABLE TRUST

Form 990-PF (2011)

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				284,254.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010	52,759.			
f Total of lines 3a through e	52,759.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 375,957.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				284,254.
e Remaining amount distributed out of corpus	91,703.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	144,462.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	144,462.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	52,759.			
e Excess from 2011	91,703.			

THE PHILLIP AND ELIZABETH FILMER  
MEMORIAL CHARITABLE TRUST

Form 990-PF (2011)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling  
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

		Prior 3 years				(e) Total
		Tax year	(b) 2010	(c) 2009	(d) 2008	
2	a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
	b 85% of line 2a					
	c Qualifying distributions from Part XII, line 4 for each year listed					
	d Amounts included in line 2c not used directly for active conduct of exempt activities					
	e Qualifying distributions made directly for active conduct of exempt activities.					
3	Subtract line 2d from line 2c					
	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).)

**NONE**

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

**NONE**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

MICHAEL GOELLNITZ, 734-930-2417

101 N MAIN STREET, ANN ARBOR, MI 48104

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

## LETTER FORMAT

**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:

FOR RESIDENTS OF OAKLAND COUNTY, MICHIGAN

THE PHILLIP AND ELIZABETH FILMER  
MEMORIAL CHARITABLE TRUST

Form 990-PF (2011)

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**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
<b>a Paid during the year</b>				
SCHEDULE ATTACHED 101 N MAIN ST STE 100 ANN ARBOR, MI 48104	NONE	EXEMPT	FOR CHARITABLE PURPOSES	374,350.
<b>Total</b>				► 3a 374,350.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0.

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Form 990-PF (2011)

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income
	(a) Business code	(b) Amount		
1 Program service revenue:				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	184.
4 Dividends and interest from securities			14	121,875.
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	130,125.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)		0.	252,184.	0.
13 Total. Add line 12, columns (b), (d), and (e)		13	252,184.	

(See worksheet in line 13 instructions to verify calculations.)

## **Relationship of Activities to the Accomplishment of Exempt Purposes**



FORM 990-PF

ACCOUNTING FEES

STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	900.	0.		900.
TO FORM 990-PF, PG 1, LN 16B	900.	0.		900.

FORM 990-PF

TAXES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	2,726.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,726.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEETING EXPENSE	707.	0.		707.
TO FORM 990-PF, PG 1, LN 23	707.	0.		707.

FOOTNOTES

STATEMENT 4

## REASON FOR AMENDMENT:

THIS RETURN IS BEING AMENDED TO REMOVE CONTRIBUTIONS  
PREVIOUSLY REPORTED AS DISBURSEMENTS FOR CHARITABLE  
PURPOSES AND TO REPORT AN ACT OF SELF-DEALING  
AND A TAXABLE EXPENDITURE.  
THE APPROPRIATE SCHEDULES WERE AMENDED TO REFLECT THESE  
CHANGES.

15,000.

FORM 990-PF

CORPORATE STOCK

STATEMENT

5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS & MUTUAL FUND	3,638,802.	4,356,166.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,638,802.	4,356,166.

FORM 990-PF

CORPORATE BONDS

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS AND MUTUAL FDS	656,746.	695,002.
TOTAL TO FORM 990-PF, PART II, LINE 10C	656,746.	695,002.

## Account Statement

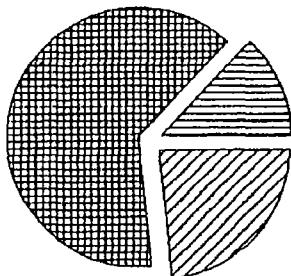
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Account Number:

Statement Period: September 01, 2011 Through August 31, 2012

### Investment Portfolio Summary



	Tax Cost	Market Value	Percent
CASH AND EQUIVALENTS	754,974.13	754,974.13	13.0%
EQUITIES	3,012,841.71	3,699,227.64	63.7%
FIXED INCOME	1,282,706.41	1,350,535.02	23.3%
<b>Total</b>	<b>5,050,522.25</b>	<b>5,804,736.79</b>	<b>100.0%</b>

### Investment Detail

Description			Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
<b>Cash And Equivalents</b>						
FEDERATED GOVERNMENT OBLIGATIONS FUND			754,974.13 754,974.13	1.00 1.00	75.50	0.01
CASH			0.00			
<b>* Total Cash And Equivalents</b>						
			754,974.13 754,974.13		75.50 0.00	0.01
Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
<b>Equities</b>						
AMERISOURCEBERGEN CORP	ABC	750,000	28,890.00 27,352.13	38.52 36.47	390.00 1,537.87	1.36
APPLE INC	AAPL	300,000	109,572.00 96,153.00	665.24 320.61	3,180.00 103,419.00	1.69
AUTOZONE INC	AZO	280,000	101,259.20 42,291.26	361.64 151.04	58,967.94	
BB&T CORP	BBT	1,100,000	34,694.00 32,746.89	31.54 29.77	880.00 1,947.11	2.54
CATERPILLAR INC	CAT	450,000	38,398.50 29,077.47	85.33 64.62	836.00 9,321.03	2.44

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# Account Statement

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Account Number.

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Statement Period: September 01, 2011 Through August 31, 2012

## Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
<b>Equities</b>						
CELGENE CORP	CELG	1,000 000	72,040.00 56,939.50	72.04 56.94	15,100.50	
CLIFFS NAT RES INC	CLF	500 000	17,920.00 28,145.70	35.84 56.29	1,250.00 10,225.70-	6.98
COACH INC	COH	400 000	23,252.00 29,867.96	58.13 74.67	480.00 6,615.96-	2.06
COCA COLA CO	KO	1,900 000	71,060.00 52,851.70	37.40 27.82	1,938.00 18,208.30	2.73
CONOCOPHILLIPS	COP	1,050 000	59,628.50 46,541.75	56.79 44.33	2,772.00 13,087.75	4.65
DWS DREMAN SMALL CAP VALUE FUND	KDSIX	2,719 235	97,403.00 84,685.51	35.82 34.82	1,854.52 2,717.49	1.90
DENBURY RESOURCES INC COM NEW	DNR	1,350 000	20,911.50 26,901.72	15.49 19.93	5,890.22-	
DEVON ENERGY CORPORATION	DVN	450.000	26,023.50 28,829.52	57.83 64.07	360.00 2,806.02-	1.38
DIRECTV	DTV	1,500 000	78,135.00 57,206.40	52.09 38.14	20,928.60	
EMC CORP	EMC	3,150.000	82,813.50 56,138.50	26.29 17.82	26,675.00	
FIDELITY SMALL CAP FD INSTL CL I	FSCIX	2,970 297	68,079.21 75,000.00	22.92 25.25	305.94 6,920.79-	0.45
FISERV INC	FISV	450 000	32,089.50 27,571.18	71.31 61.27	4,518.32	
GRAINGER W W INC	GWW	500 000	102,980.00 49,198.35	205.96 98.40	1,600.00 53,781.65	1.55
HARBOR INTL FD	HAINX	4,008 767	229,221.30 245,000.00	57.18 61.12	5,275.54 15,778.70-	2.30
HARTFORD MIDCAP FD CL Y	HMDYX	8,482 311	189,664.47 160,000.00	22.36 18.86	788.85 29,664.47	0.42
INTEL CORP	INTC	2,550 000	63,316.50 59,095.50	24.83 23.17	2,295.00 4,221.00	3.62
IBM CORP	IBM	450 000	87,682.50 33,246.00	194.85 73.88	1,530.00 54,436.50	1.74
ITC HLDGS CORP	ITC	375.000	26,992.50 28,391.21	71.98 75.71	566.25 1,398.71-	2.10
JPMORGAN CHASE & CO	JPM	1,000 000	37,140.00 38,289.40	37.14 38.29	1,200.00 1,149.40-	3.23
JOHNSON & JOHNSON	JNJ	1,000.000	67,430.00 63,393.23	67.43 63.39	2,440.00 4,038.77	3.62

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# Account Statement

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Account Number:

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Statement Period September 01, 2011 Through August 31, 2012

## Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
<b>Equities</b>						
LABORATORY CORP OF AMER HLDGS	LH	1,000 000	87,950.00 64,632.65	87.95 64.63	23,317.35	
LAZARD EMERGING MARKETS PORT	LZEMX	11,710 424	217,696.78 176,693.65	18.59 15.09	6,429.02 41,003.13	2.95
MFS INTL NEW DISCOVERY I	MWNIX	7,910 699	182,025.18 180,000.00	23.01 22.75	2,333.66 2,025.18	1.28
MACYS INC	M	850 000	34,263.50 31,934.42	40.31 37.57	680.00 2,329.08	1.98
MICROSOFT CORP	MSFT	2,650.000	81,673.00 77,684.96	30.82 28.32	2,120.00 3,988.04	2.60
MYLAN LABS INC	MYL	2,750 000	64,817.50 44,513.12	23.57 16.19	660.00 20,304.38	1.02
NEWMONT MNG CORP	NEM	850 000	43,078.00 47,329.52	50.68 55.68	1,190.00 4,251.52	2.76
NIKE INC CL B	NKE	800 000	77,888.00 45,450.69	97.36 56.81	1,152.00 32,437.31	1.48
NORFOLK SOUTHERN CORP SOUTHERN CORP	NSC	900 000	65,214.00 63,935.82	72.46 71.04	1,800.00 1,278.18	2.76
OCCIDENTAL PETROLEUM CORP	OXY	680 000	57,806.80 60,246.81	85.01 88.60	1,468.80 2,440.01	2.54
ORACLE CORPORATION	ORCL	2,000.000	63,300.00 39,914.50	31.65 19.96	480.00 23,385.60	0.76
OPPENHEIMER DEVELOPING MARKETS FUND-Y	ODVYX	3,776 435	120,618.33 125,000.00	31.94 33.10	2,549.09 4,380.67	2.11
PHILIP MORRIS INTL INC	PM	1,100 000	98,230.00 52,123.83	89.30 47.39	3,388.00 46,106.17	3.45
PHILLIPS 66	PSX	525 000	22,050.00 14,675.41	42.00 27.95	420.00 7,374.59	1.90
ROPER IND INC NEW	ROP	400 000	41,118.00 26,637.64	102.79 66.59	220.00 14,478.36	0.54
ROYCE VALUE PLUS FUND	RVPHX	8,019 246	106,655.97 100,000.00	13.30 12.47	1,242.98 6,655.97	1.17
SCHLUMBERGER LTD	SLB	750 000	54,285.00 39,221.13	72.38 52.29	825.00 15,063.87	1.52
STRYKER CORP	SYK	1,150 000	61,249.00 64,915.38	53.26 56.45	977.50 3,666.38	1.60
TARGET CORP	TGT	500 000	32,045.00 28,214.95	64.09 52.43	720.00 5,830.05	2.25
TRAVELERS COS INC	TRV	1,100.000	71,214.00 46,291.17	64.74 42.08	2,024.00 24,922.83	2.84

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# Account Statement

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Account Number:

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Statement Period: September 01, 2011 Through August 31, 2012

## Investment Detail (Continued)

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Inc / Unreal Gain / Loss	Current Yield
<b>Equities</b>						
US BANCORP	USB	3,100 000	103,571.00 52,079.00	33.41 16.80	2,418.00 51,492.00	2.33
UNIVERSAL HEALTH SVCS INC CL B	UHS	1,100 000	43,945.00 44,485.85	39.95 40.44	220.00 540.85	0.50
VERIZON COMMUNICATIONS	VZ	1,010 000	43,369.40 38,632.00	42.94 38.25	2,020.00 4,737.40	4.66
VISA INC CL A	V	350 000	44,887.50 40,445.83	128.25 115.56	308.00 4,441.67	0.69
INVESCO LTD	IVZ	1,000 000	23,680.00 24,869.50	23.68 24.87	690.00 1,189.50	2.91
<b>* Total Equities</b>			<b>3,699,227.64</b> <b>3,012,841.71</b>		<b>66,378.15</b> <b>686,385.93</b>	<b>1.79</b>
<b>Fixed Income</b>						
GOLDMAN SACHS GROUP INC 5.5% 11/15/2014		100,000 000	107,448.00 100,027.00	107.45 100.03	5,500.00 7,421.00	5.12
LOWES COS INC 5% 10/15/2015		150,000 000	168,597.00 150,544.50	112.40 100.38	7,500.00 18,052.50	4.45
MICROSOFT CORP 2.95% 06/01/2014		100,000 000	104,499.00 99,626.00	104.50 99.63	2,950.00 4,873.00	2.82
PIMCO TOTAL RETURN FD INSTL	PTTRX	14,015.512	161,178.39 150,000.00	11.50 10.70	5,157.71 11,178.39	3.20
PEPSICO INC SR NT 2.5% 05/10/2016		100,000 000	105,566.00 102,086.00	105.57 102.09	2,500.00 3,480.00	2.37
PITNEY BOWES INC GLOBAL MEDIUM SER MTN 4.75% 01/15/2016	PITN16	100,000 000	104,292.00 101,716.00	104.29 101.72	4,750.00 2,576.00	4.55
VANGUARD GNMA FUND-ADM	VFIJX	13,680.047	151,848.52 150,000.00	11.10 10.96	4,760.66 1,848.52	3.14
VANGUARD S/T CORPORATE FD-ADM	VFSUX	14,351.264	155,567.70 150,000.00	10.84 10.45	3,975.30 5,567.70	2.56
WAL-MART STORES INC NT 2.25% 07/08/2015		100,000 000	104,600.00 102,747.00	104.60 102.75	2,250.00 1,853.00	2.15
FIXED INCOME OPPORTUNITY FUND		17,404.401	186,638.41 175,959.91	10.74 10.11	8,539.39 10,978.60	3.50
<b>* Total Fixed Income</b>			<b>1,350,535.02</b> <b>1,282,706.41</b>		<b>45,883.06</b> <b>67,828.61</b>	<b>3.40</b>
<b>Grand Total Assets</b>			<b>5,804,736.79</b> <b>5,050,522.25</b>		<b>112,336.71</b> <b>754,214.54</b>	<b>1.94</b>

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FILMER MEMORIAL CHARITABLE TRUST

Contributions  
9/1/2011 to 8/31/2012

CHARITY	ADDRESS	AMOUNT	PURPOSE
Angel's Place	25240 Lahser Rd , Southfield, MI 48033	7,000.00	Quality of life needs for various homes
Bottomless Toy Chest	P O Box 623, Bloomfield Hills, MI 48303	6,000.00	Program to bring fun & games to sick children
Far Conservatory of Therapeutic & Performing	1659 W Maple Rd , Birmingham, MI 48009	5,000.00	Group arts and recreation projects
First Presbyterian Church	1669 W Maple Rd, Birmingham, MI 48009	7,500.00	Provide technology and resource support
Power Co Kids Club	P O Box 432126, Pontiac, MI 48343	7,500.00	Support 6-week summer day program for kids
Faith Farms Inc		8,000.00	Care of watering beds and future farm growth
Humble Design, Inc	1878 Thunderbird, Troy, MI 48084	15,000.00	General charitable purposes
Lighthouse of Oakland County	130 Center St., Pontiac, MI 48342	8,000.00	Support housing program for chronically homeless
Caris Family YMCA	300 Family Drive, Milford, MI 48381	13,850.00	Scholarships for children and families in need
Everest Academy	5935 Clarkston Rd, Clarkston, MI 48348	10,000.00	Robotics program for elementary grade students
Habitat for Humanity of Oakland	150 Osman St, Pontiac, MI 48342	15,000.00	Provide construction related materials for rehab
Mary's Children Family Center	495 East 14 Mile Road, Clawson, MI	15,000.00	New equipments for the center
Rochester Area Neighborhood House	1234 Inglenwood, Rochester, MI 48307	8,000.00	Client assistance program
Jewish Family Service	6535 W Maple Rd , W Bloomfield, MI 48322	15,000.00	Mentor connection program
Ladies of Charity of St. Vincent de Paul	3000 Gratiot Ave , Detroit, MI 48207	15,000.00	Clothes closet and food pantry
Orchard Children's Services Inc	30215 Southfield Rd , Southfield, MI 48076	7,500.00	Transition program
Ave Mana University		2,500.00	Scholarship fund
Society of St. Vincent de Paul	3000 Gratiot Ave , Detroit, MI 48207	15,000.00	Debt card program
JARC	30301 Northwestern Hwy, #100, Farmington Hills, MI 48334	10,000.00	Support aging in place project
Community Shann	2029 N Milford Rd, Highland, MI 48357	7,500.00	Food pantry
The Community House	380 S Bates St., Birmingham, MI 48009	10,000.00	Scholarships for business ed program
Common Ground	1410 S Telegraph Rd , Bloomfield Hills, MI 48302	7,500.00	Support legal services program
Banbury Cross Therapeutic Equestrian Center	1223 Brauer Rd , Oxford, MI 48371	10,000.00	Support individual scholarships
Boys & Girls Clubs of Southeastern MI	26777 Halsted Rd , Ste 100, Farmington Hills, MI 48331	10,000.00	Yes for Success Development Program
The Fallen Heroes Memorial	1200 N Telegraph Rd , Bldg 38E, Pontiac, MI 48341	10,000.00	To build Oakland City military fallen heroes memorial
New Hope Center for Grief Support	315 Griswold, Northville, MI 48167	1,500.00	Circles of hope workshops
Gilda's Club of Metro Detroit	3517 Rochester Road, Royal Oak, MI 48073	5,000.00	Assist with expansion t clubhouse
Angels of Hope		5,000.00	Kids' first program
Judson Center	4410 W Thirteen Mile Road, Royal Oak, MI 48073-6515	15,000.00	Support of children and teens in Oakland County
ITN Metro Detroit	27177 Lahser Rd , Ste 102, Southfield, MI 48034	15,000.00	Assist in dollar for dollar matching grant
Sweet Dreamzz'	P O Box 608, Farmington, MI 48332	7,000.00	Assist with E R E Sleep program
Oxford Orion Fish	P O Box 732, Lake Orion, MI 48361	10,000.00	Purchase refrigerator/freezer
National Council of Jewish Women	26400 Lahser Rd # 306, Southfield, MI 48033-2675	7,500.00	Provide blankets to needy children
Detroit Institute of Arts	5200 Woodward Ave Detroit, MI 48202	10,000.00	Shaping Identity tour program
University of Michigan	Ann Arbor, MI	5,000.00	Exhibit museum field trips for Oakland Co students
Meadowbrook Center	411 Woodward Ave, Rochester MI 48307	5,000.00	Making it happen program
On My Own of Michigan Inc	2145 Crooks Rd , Ste 103, Troy, MI 48004	10,000.00	Assis adults with developmental disabilities
Affirmations	1610 Columbia Rd, Berkley, MI 48072	15,000.00	Program targeting LGBT adults in SE MI
Neighbor for Neighbor	P O Box 238, Davison, MI 48330	10,000.00	Help serve lower income residents in Oakland Co
Jewish Vocational Service and	6555 W Maple Rd , W Bloomfield, MI 48322	7,000.00	Support preventive exercise program
Chaldean American Ladies of	32000 Northwestern Hwy #150, Farmington, MI 48334	12,200.00	Support basic needs of Oakland Co families
Caltech		6,000.00	Provide assistance to Oakland Co pet owners
Oak Park Business & Ed Alliance	25900 Greenfield Rd , Ste 200A, Oak Park, MI 48237-1267	(17,500.00)	Return of grant

374,350