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

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 NOV 1, 2011, and ending OCT 31, 2012

Name of foundation <b>METAL INDUSTRIES FOUNDATION, INC.</b>		A Employer identification number <b>23-7098483</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>861 N HERCULES AVENUE</b>		B Telephone number <b>(727) 461-0501</b>
City or town, state, and ZIP code <b>CLEARWATER, FL 33765</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return  <input type="checkbox"/> Final return  <input type="checkbox"/> Address change         </div> <div> <input type="checkbox"/> Initial return of a former public charity  <input type="checkbox"/> Amended return  <input type="checkbox"/> Name change         </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>3,149,410.</b> (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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		23,311.	23,311.		STATEMENT 1
4 Dividends and interest from securities		86,363.	86,363.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		982.			
b Gross sales price for all assets on line 6a <b>430,910.</b>					
7 Capital gain net income (from Part IV, line 2)			982.		
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		110,656.	110,656.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		1,535.	0.		0.
b Accounting fees STMT 4		10,756.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		49,738.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		272.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		62,301.	0.		0.
25 Contributions, gifts, grants paid		139,950.			139,950.
26 Total expenses and disbursements. Add lines 24 and 25		202,251.	0.		139,950.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<91,595.>			
b Net investment income (if negative, enter -0-)			110,656.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,155.	651.	651.
	2 Savings and temporary cash investments	100,886.	387,416.	387,416.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 130,595. Less: allowance for doubtful accounts ▶ 0.	136,701.	130,595.	130,595.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,129.	2,612.	2,612.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 7	175,500.	175,500.	194,600.
	11 Investments - land, buildings, and equipment, basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
Liabilities	13 Investments - other STMT 8	2,526,365.	2,164,758.	2,410,495.
	14 Land, buildings, and equipment, basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	28,396.	23,041.	23,041.
	16 Total assets (to be completed by all filers)	2,976,132.	2,884,573.	3,149,410.
	17 Accounts payable and accrued expenses	3,332.	3,368.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)	3,332.	3,368.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,128,261.	2,128,261.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	751,822.	751,822.	
	29 Retained earnings, accumulated income, endowment, or other funds	92,717.	1,122.	
	30 Total net assets or fund balances	2,972,800.	2,881,205.	
	31 Total liabilities and net assets/fund balances	2,976,132.	2,884,573.	

## 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	2,972,800.
2 Enter amount from Part I, line 27a	2	<91,595.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,881,205.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,881,205.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 430,910.		429,928.	982.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			982.

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	982.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	11,738.	2,905,895.	.004039
2009	133,353.	3,397,195.	.039254
2008	29,260.	2,560,148.	.011429
2007	61,430.	2,880,224.	.021328
2006	37,344.	2,879,761.	.012968

2 Total of line 1, column (d)	2	.089018
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	.017804
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,905,192.
5 Multiply line 4 by line 3	5	51,724.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,107.
7 Add lines 5 and 6	7	52,831.
8 Enter qualifying distributions from Part XII, line 4	8	139,950.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,107.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,107.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,107.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,612.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	645.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,257.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,150.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,150. Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> FL		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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**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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>J L FASENMYER</b> Telephone no. ► <b>727-461-0501</b> Located at ► <b>861 N HERCULES AVE CLEARWATER, FL</b> ZIP+4 ► <b>33765</b>			
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 ► <b>15</b> <b>N/A</b>			
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**

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b> <input type="checkbox"/>	1b	
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► <b>2009</b> , , ,		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
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.) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

▶ ☐

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(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
PETE DESOTO	TRUSTEE			
CLEARWATER, FL 33765	0.00	0.	0.	0.
JAY K POPPLETON	TRUSTEE			
CLEARWATER, FL 33765	0.00	0.	0.	0.
SARAH WALKER GUTHRIE	TRUSTEE			
CLEARWATER, FL 33765	0.00	0.	0.	0.

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

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

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

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,625,671.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	323,763.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,949,434.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,949,434.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	44,242.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,905,192.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	145,260.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	145,260.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	1,107.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,107.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	144,153.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	144,153.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	144,153.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	139,950.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	139,950.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,107.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	138,843.

**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.

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				144,153.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			134,159.	
<b>b</b> Total for prior years:				
2009 , _____ , _____		157,095.		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ 139,950.				
<b>a</b> Applied to 2010, but not more than line 2a			134,159.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				5,791.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		157,095.		
<b>c</b> 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		157,095.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				138,362.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

**MUST BE NEEDY OR WORTHY**

**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>  SEE ATTACHED LIST OF CONTRIBUTIONS				139,950.
<b>Total</b>			▶ 3a	139,950.
<b>b Approved for future payment</b>  NONE				
<b>Total</b>			▶ 3b	0.

Form 990-PF (2011)





**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	345 SH PFD - AT&T INC	P	VARIOUS	02/15/12
b	285 SH - ABBOTT LABS	P	VARIOUS	01/13/12
c	345 SH - AMERICAN TOWER CORP	P	VARIOUS	01/13/12
d	344 SH - CITIGROUP INC	P	VARIOUS	11/26/11
e	174 SH - COMCAST CORP	P	VARIOUS	02/27/12
f	171 SH - COMCAST CORP	P	VARIOUS	04/20/12
g	345 SH - EQUITY RESIDENTIAL DEPOSITORY SH REPSTG	P	VARIOUS	08/20/12
h	FEDERAL BOND - FEDERAL HOME LN BKS CONS BD	P	VARIOUS	11/18/11
i	FEDERAL BOND - FEDERAL HOME LN MTG CORP REFERENCE	P	VARIOUS	03/05/12
j	FEDERAL BOND - FEDERAL NATL MTG ASSN NT	P	VARIOUS	01/09/12
k	115 SH - GOLDMAN SACHS GROUP INC	P	VARIOUS	11/28/11
l	345 SH - GOLDMAN SACHS GROUP INC	P	VARIOUS	01/30/12
m	400 SH - PETROLED BRASILEIRO SA PETROBR SPONSORED	P	VARIOUS	05/08/12
n	.5 FRACTIONAL SH - PHILLIPS 66	P	VARIOUS	05/31/12
o	345 SH - PUBLIC STORAGE INC REIT DEPOSITORY SH RE	P	VARIOUS	04/11/12

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,625.		9,144.	<519.>
b 15,966.		13,563.	2,403.
c 20,927.		15,106.	5,821.
d 8,559.		13,717.	<5,158.>
e 4,350.		4,376.	<26.>
f 4,275.		4,280.	<5.>
g 8,625.		8,074.	551.
h 100,000.		99,337.	663.
i 100,000.		99,472.	528.
j 75,000.		75,327.	<327.>
k 10,417.		15,750.	<5,333.>
l 8,348.		8,105.	243.
m 9,352.		15,249.	<5,897.>
n 16.		18.	<2.>
o 8,625.		8,425.	200.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<519.>
b			2,403.
c			5,821.
d			<5,158.>
e			<26.>
f			<5.>
g			551.
h			663.
i			528.
j			<327.>
k			<5,333.>
l			243.
m			<5,897.>
n			<2.>
o			200.

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 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	345 SH - VIACOM INC	P	VARIOUS	01/09/12
b	460 SH - WASTE MGMT INC DEL	P	VARIOUS	11/01/11
c	375 SH - YUM BRANDS INC	P	VARIOUS	02/09/12
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,625.		8,619.	6.
b 15,529.		15,223.	306.
c 23,671.		16,143.	7,528.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6.
b			306.
c			7,528.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	982.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



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


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SOURCE	AMOUNT
VARIOUS	23,311.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23,311.

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	86,363.	0.	86,363.
TOTAL TO FM 990-PF, PART I, LN 4	86,363.	0.	86,363.

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**FORM 990-PF LEGAL FEES STATEMENT 3**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,535.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,535.	0.		0.

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**FORM 990-PF ACCOUNTING FEES STATEMENT 4**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	10,756.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	10,756.	0.		0.

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## FORM 990-PF

## TAXES

## STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	49,738.	0.		0.
TO FORM 990-PF, PG 1, LN 18	49,738.	0.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	0.	0.		0.
DEPT OF STATE-FILING FEE	184.	0.		0.
PUBLIC NOTICE-AD	88.	0.		0.
TO FORM 990-PF, PG 1, LN 23	272.	0.		0.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOA-GOLDMAN SACHS GROUP INC	50,104.	53,931.
PRUDENTIAL FINANCIAL INC	100,246.	113,573.
SBC COMMUNICATIONS INC	25,150.	27,096.
TOTAL TO FORM 990-PF, PART II, LINE 10C	175,500.	194,600.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT

8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL MORTGAGE BACKED SECURITIES	COST	0.	0.
PIMCO COMMODITY REALRETURN STRAT	COST	19,312.	19,019.
ISHR MSCI EMU INDEX FUND	COST	17,855.	12,328.
MARKET VECTORS AGRIBUSINESS ETF	COST	11,102.	11,794.
POWERSHARES WILDERHILL	COST	8,525.	2,712.

POWERSHARES GLOBAL WATER	COST	9,971.	9,740.
FNMA CITIGROUP GLOBAL MARKET	COST	77,028.	77,218.
COLUMBIA MID CAP INDEX FUND	COST	70,659.	89,906.
COLUMBIA SMALL CAP INDEX FUND	COST	89,413.	109,400.
ISHRS MSCI BRAZIL FREE INDEX	COST	6,464.	6,135.
ISHRS FTSE XINHAI HK CHINA	COST	4,258.	4,230.
PIMCO TOTAL RETURN FUND	COST	184,825.	204,684.
COLUMBIA SHORT TERM BOND FUND	COST	286,768.	289,041.
AT&T	COST	0.	0.
BNY CAP V	COST	8,466.	8,749.
COMCAST CORP	COST	0.	0.
DOMINION RES INC VA	COST	9,644.	9,660.
ENTERGY TEX INC	COST	9,477.	9,995.
FPC CAP I	COST	8,737.	8,935.
NEXTERA ENERGY CAP HLDGS INC	COST	8,907.	9,142.
GENERAL ELEC CAP CORP	COST	8,842.	9,205.
GOLDMAN SACHS GROUP INC	COST	8,709.	9,363.
JPMORGAN CHASE & CO	COST	9,508.	9,046.
METLIFE INC	COST	8,303.	8,846.
PRUDENTIAL FINANCIAL INC	COST	9,363.	9,094.
VIACOM INC	COST	0.	0.
XCEL ENERGY INC	COST	9,246.	8,822.
ISHARES IBOX INV GR CORP	COST	231,093.	267,568.
NORDSTROM INC	COST	14,539.	21,289.
YUM BRANDS INC	COST	0.	0.
CLOROX CO	COST	14,842.	16,629.
GENERAL MILLS INC	COST	12,988.	13,828.
KIMBERLY CLARK CORP	COST	14,307.	19,194.
PEPSICO INC	COST	14,636.	15,925.
CHEVRON CORP	COST	15,396.	22,048.
CONOCO PHILLIPS	COST	12,285.	16,487.
OCCIDENTAL PETE CORP DEL	COST	9,755.	9,080.
PETROLEO BRASILEIRO SA PETROBR	COST	0.	0.
ACE LTD	COST	4,643.	6,685.
CHUBB CORP	COST	4,829.	6,928.
CITIGROUP INC	COST	0.	0.
GOLDMAN SACHS GROUP INC	COST	0.	0.
NYSE EURONEXT	COST	13,581.	11,390.
PRICE T ROWE GROUP INC	COST	14,501.	18,491.
ABBOTT LABS	COST	0.	0.
JOHNSON & JOHNSON	COST	13,480.	16,289.
THERMO FISHER SCIENTIFIC CORP	COST	8,427.	10,380.
GENERAL DYNAMICS CORP	COST	14,785.	15,658.
GENERAL ELEC CO	COST	13,836.	18,112.
HONEYWELL INTERNATIONAL INC	COST	14,760.	21,128.
LOCKHEED MARTIN CORP	COST	13,199.	15,924.
UNITED TECHNOLOGIES CORP	COST	15,487.	17,977.
WASTE MANAGEMENT INC DEL	COST	0.	0.
AUTOMATIC DATA PROCESSING INC	COST	14,812.	19,938.
INTEL CORP	COST	14,034.	14,925.
INTERNATIONAL BUSINESS MACHINES	COST	15,154.	22,371.
MICROSOFT CORP	COST	14,414.	16,410.
PACKAGING CORP AMER	COST	13,268.	20,280.
PRAXAIR INC	COST	13,694.	18,056.

AT&T INC	COST	14,821.	19,889.
AMERICAN TOWER CORP CL A	COST	0.	0.
VERIZON COMMUNICATIONS INC	COST	12,770.	20,534.
AMERICAN ELEC PWR INC	COST	15,018.	20,442.
ISHARES MSCI EMERGING MKTS INDEX FUND	COST	78,964.	82,094.
ISHARES MSCI EAFE INDEX FUND	COST	76,403.	81,970.
EQUITY RESIDENTIAL (DEP SH REPSTG 1/10 PFD REIT)	COST	0.	0.
PUBLIC STORAGE INC (REIT DEP SH REPSTG 1/1000)	COST	0.	0.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	COST	232,190.	255,142.
CMG ULTRA SHORT TERM BOND FUND	COST	57,350.	57,223.
CARNIVAL CORP	COST	12,898.	14,012.
STANLEY BLACK & DECKER INC	COST	21,639.	27,373.
NESTLE S A	COST	10,649.	12,059.
CATERPILLAR INC	COST	11,583.	11,449.
CISCO SYS INC	COST	14,846.	12,773.
PAYCHEX INC	COST	11,403.	13,130.
AIRGAS INC	COST	11,153.	16,459.
FREEPORT-MCMORAN COPPER & GOLD INC	COST	14,318.	17,107.
COLUMBIA INTERNATIONAL BOND FUND	COST	66,699.	70,952.
HASBRO INC	COST	9,570.	9,357.
PHILLIPS 66	COST	3,638.	6,697.
BLACKROCK INC CL A	COST	10,170.	12,329.
PNC FINL SVCS GROUP INC	COST	8,614.	9,894.
ST JUDE MED INC	COST	15,855.	17,026.
TEVA PHARMACEUTICAL INDS LTD	COST	12,080.	12,530.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,164,758.	2,410,495.

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
ACCRUED INTEREST INCOME	2,314.	2,109.	2,109.	
EMPLOYEE STUDENT LOANS	26,082.	20,932.	20,932.	
TO FORM 990-PF, PART II, LINE 15	28,396.	23,041.	23,041.	

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

► **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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐ **►**

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

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	<b>METAL INDUSTRIES FOUNDATION, INC.</b>	<b>23-7098483</b>
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	<b>861 N HERCULES AVENUE</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	<b>CLEARWATER, FL 33765</b>	

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 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	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 ► **J.T Walker Industries, Inc.**

Telephone No. ► **727-461-0501**FAX No. ► **727-466-9862**

- 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 June 15, 20 13, 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 November 1, 20 11, and ending October 31, 20 12.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> 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.	<b>3a</b>	\$	<b>2171.00</b>
<b>b</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.	<b>3b</b>	\$	<b>2612.00</b>
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>(441.00)</b>

**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