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Form **990-PF**

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

OMB No 1545-0052

**2011**

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning 12/01/11, and ending 11/30/12

Name of foundation <b>THE BAILEY MILLER FOUNDATION, INC</b>		<b>A</b> Employer identification number <b>20-3943053</b>
Number and street (or P O box number if mail is not delivered to street address) <b>P.O. BOX 21745</b>	Room/suite	<b>B</b> Telephone number (see instructions) <b>954-797-7974</b>
City or town, state, and ZIP code <b>FORT LAUDERDALE FL 33335</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 764,954</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,810	2,810		
	4 Dividends and interest from securities	15,858	15,858		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	36,753			
	b Gross sales price for all assets on line 6a <b>463,918</b>				
	7 Capital gain net income (from Part IV, line 2)		36,753		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 <b>Total. Add lines 1 through 11</b>	<b>55,421</b>	<b>55,421</b>	<b>0</b>		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) <b>STMT 1</b>	8,021	8,021		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	600	600		
22 Printing and publications					
23 Other expenses (att. sch) <b>STMT 2</b>	49	49			
24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	<b>8,670</b>	<b>8,670</b>	<b>0</b>	<b>0</b>	
25 Contributions, gifts, grants paid	54,175			54,175	
26 <b>Total expenses and disbursements. Add lines 24 and 25</b>	<b>62,845</b>	<b>8,670</b>	<b>0</b>	<b>54,175</b>	
27 Subtract line 26 from line 12					
a <b>Excess of revenue over expenses and disbursements</b>	<b>-7,424</b>				
b <b>Net investment income</b> (if negative, enter -0-)		<b>46,751</b>			
c <b>Adjusted net income</b> (if negative, enter -0-)			<b>0</b>		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	381,015	-2,911	-2,911
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) SEE STMT 3	311,884	758,489	767,865
	c Investments—corporate bonds (attach schedule) SEE STMT 4	73,997	3,894	
	11 Investments—land, buildings, and equipment, basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment, basis ▶ Less accumulated depreciation (attach sch) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	766,896	759,472	764,954	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	766,896	759,472	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	766,896	759,472	
31 Total liabilities and net assets/fund balances (see instructions)	766,896	759,472		

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	766,896
2	Enter amount from Part I, line 27a	2	-7,424
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	759,472
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	759,472

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE SCHEDULE #1	P	VARIOUS	VARIOUS
b	SEE SCHEDULE #1	P	VARIOUS	VARIOUS
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 120,882		112,389	8,493
b 343,036		314,776	28,260
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			8,493
b			28,260
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	36,753
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	8,493

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchangible-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	59,944	820,907	0.073022
2009	106,355	863,746	0.123132
2008	120,473	938,738	0.128335
2007	73,973	1,039,952	0.071131
2006	55,079	1,119,446	0.049202

2 Total of line 1, column (d)	2	0.444822
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.088964
4 Enter the net value of nonchangible-use assets for 2011 from Part X, line 5	4	820,053
5 Multiply line 4 by line 3	5	72,955
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	468
7 Add lines 5 and 6	7	73,423
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	54,175

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	935
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2	<b>3</b>	935
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	935
<b>6</b>	Credits/Payments		
<b>a</b>	2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	
<b>8</b>	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	<b>8</b>	10
<b>9</b>	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	945
<b>10</b>	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b>		X
<b>1b</b>		X
<b>1c</b>		X
<b>2</b>		X
<b>3</b>		X
<b>4a</b>		X
<b>4b</b>		
<b>5</b>		X
<b>6</b>	X	
<b>7</b>	X	
<b>8a</b>		
<b>8b</b>	X	
<b>9</b>		X
<b>10</b>		X

N/A

**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 ▶ N/A	13	X	
14	The books are in care of ▶ GLEN M. MILLER P.O. BOX 21745 Located at ▶ FORT LAUDERDALE FL ZIP+4 ▶ 33335	Telephone no ▶ 954-797-7974		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ▶ <input type="checkbox"/> N/A	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? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2a	
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 ) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3a	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011 ) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes" attach the statement required by Regulations section 53.4945-5(d)  N/A

**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?  Yes  No  
 If "Yes" to 6b, file Form 8870.  N/A

**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?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		0	0	0

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

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

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

0

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

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

Total. Add lines 1 through 3 ▶

**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>	519,434
<b>b</b>	Average of monthly cash balances	<b>1b</b>	313,107
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	832,541
<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>	832,541
<b>4</b>	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	12,488
<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>	820,053
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	41,003

**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>	41,003
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	935
<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>	935
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	40,068
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	40,068
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<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>	40,068

**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>	54,175
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<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>	54,175
<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 (see instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	54,175

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				40,068
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009			53,990	
e From 2010			19,414	
f Total of lines 3a through e	73,404			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 54,175				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				40,068
e Remaining amount distributed out of corpus	14,107			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	87,511			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	87,511			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009			53,990	
d Excess from 2010			19,414	
e Excess from 2011			14,107	

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test—enter.					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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) )  
GLEN M. MILLER

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

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

**c** Any submission deadlines  
N/A

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

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year BOBBI AND THE STRAYS PO BOX 170129 OZONE PARK NY 11417	N/A	N/A	ANIMAL RESCUE AND ONGOING CARE	25,000
JOE DIMAGGIO CHILDRENS 3711 GARFIELD STREET HOLLYWOOD FL 33021	N/A	N/A	PEDIATRIC CARE	2,500
GIFT OF LIFE INT'L INC P.O. BOX 650436 FRESH MEADOW NY 11365	N/A	N/A	GENERAL PURPOSE SICK/NEEDY CHILDREN	5,000
JOHNS HOPKINS MEDICINE 100 N. CHARLES ST 234 BALTIMORE MD 21201	N/A	N/A	CANCER RESEARCH	1,000
CROSS INTERNATIONAL 2700 N MILITARY TRAIL 240 BOCA RATON FL 33427	N/A	N/A	OUTREACH TO CATHOLIC CHILDREN	1,500
K.I.S.S. TRUST, INC 154 SEBRING DRIVE TAVERNIER FL 33070	N/A	N/A	GENERAL PURPOSE (CHILDREN)	1,000
ST ANTHONY'S CATHOLIC SCHOOL 820 NORTHEAST 3RD STREET FORT LAUDERDALE FL 33301	N/A	N/A	EDUCATION FOUNDATION	500
JERRY WHITWORTH 715 S HANOVER STREET POTTSTOWN PA 19465	N/A	N/A	FUEL OIL FOR WELFARE FAMILY	3,500
BOBBI AND THE STRAYS PO BOX 170129 OZONE PARK NY 11417	N/A	N/A	FOOD AND VETERINARY CARE	14,175
<b>Total</b>			▶ <b>3a</b>	54,175
<b>b</b> Approved for future payment N/A				
<b>Total</b>			▶ <b>3b</b>	





Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	\$ 8,021	8,021	\$	\$
TOTAL	\$ 8,021	8,021	\$	\$ 0

Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES			\$	
MISCELLANEOUS EXPENSES	49	49		
TOTAL	\$ 49	49	\$	\$ 0

## Federal Statements

## Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AT&T	\$ 2,510		MARKET	
ABBOTT LABORATORIES	4,512		MARKET	
APPLE INC	10,038		MARKET	
BERKSHIRE HATHAWAY INC DEL	3,903		MARKET	
EI DU PONT DE NEMOURS & CO	3,366		MARKET	
EXXON MOBIL CORP	8,784		MARKET	
GENERAL ELECTRIC CO	5,683		MARKET	
ISHARES TRUST RUSSELL 2000	32,074		MARKET	
ISHARES TRUST S&P MIDCAP 400	46,953		MARKET	
HALLIBURTON CO	5,036		MARKET	
MERCK & CO INC	5,389		MARKET	
MCDONALDS CORP	3,135		MARKET	
PHILLIP MORRIS INTERNATIONAL	2,134		MARKET	
PFIZER, INC	2,101		MARKET	
SELECT SCTOR SPDR TR SBI UTIL	9,844		MARKET	
SPDR SER TR	91,378		MARKET	
SPDR SER TR	11,669		MARKET	
VANGUARD TOTAL BOND MKT	40,559		MARKET	
VANGUARD SECTOR INDEX FDS	11,118		MARKET	
VANGUARD INTERNATIONAL EQUITY	11,698		MARKET	
BLACKROCK GLOBAL ALLOCATION FD INC		5,000	MARKET	4,949
DOUBLELINE FDS TR TOTAL RETURN FD		159,776	MARKET	161,366
DELAWARE GROUP LIMITED TERM DIV INC		157,891	MARKET	157,185
GABELLI EQUITY SERIES FUNDS SM CAP		4,110	MARKET	4,017
LORD ABBOTT HIGH YIELD FD CL A		49,619	MARKET	50,748
LAUDUS TR GRWTH US LRG CAP		6,000	MARKET	5,856
LORD ABBOTT SHORT DURATION		186,977	MARKET	188,975
MANAGERS AMG FDS YACKMAN FOCUSED		16,089	MARKET	17,554
PIMCO TOTAL RETURN FD CL A		116,346	MARKET	118,781
OPPENHEIMER SENIOR FLTG RATE FD CL A		16,100	MARKET	16,080
PIMCO TOTAL RETURN FUND ADMIN SER		40,581	MARKET	42,354
TOTAL	\$ 311,884	\$ 758,489		\$ 767,865

**Federal Statements**

**Statement 4 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
NATIONAL RURAL UTILS CORP	\$ 25,116	\$	MARKET	\$
BELLSOUTH CORP	25,260		MARKET	
CITIGROUP INC	19,727		MARKET	
LEHMAN BROS HLDGS INC	3,894	3,894	MARKET	
TOTAL	\$ 73,997	\$ 3,894		\$ 0

## Federal Statements

Statement 5 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
GLEN M. MILLER P.O. BOX 21745 FORT LAUDERDALE FL 33335	PRESIDENT	2.00	0	0	0
CHRISTINA MILLER 3734 NW 85TH TERRACE COOPER CITY FL 33024	VICE PRESIDE	0.00	0	0	0
LISA MILLER 13 PELICAN ISLE FORT LAUDERDALE FL 33301	VICE PRESIDE	0.00	0	0	0
LAURA MILLER 146 LENA AVE FREEPORT NY 11520	VICE PRESIEN	10.00	0	0	0
NICHOLAS MILLER 13 JUPITER AVENUE SOMERDALE NJ 08083	VICE PRESIDE	0.00	0	0	0

# Federal Statements

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

<u>Name of Manager</u>	<u>Amount</u>
GLEN M. MILLER	\$ _____
TOTAL	\$ <u>          0</u>

## Federal Statements

### Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN INTERNATIONAL SECURIT	\$ 2,810			14	
TOTAL	\$ 2,810				

### Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
WESTERN INTERNATIONALA SECURITI	\$ 15,858			14	
TOTAL	\$ 15,858				

**Realized Gain/Loss Report**

09-24-13 10:09 AM

From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

**WESTERN INTERNATIONAL SECURITIES**

FA: R. SILEO / B. WEISE/OURW  
For All Security Types, Sorted by Security, Convert to USD Value

Account Bailey Miller Foundation/611-89327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Common Stock</i>										
10	APPLE INC Security AAPL		03/17/2011	342 0400	3,420 40	04/13/2012	607 5630	6,075 63		2 655 23
20	APPLE INC Security AAPL		04/18/2011	330 8600	6,617 20	04/13/2012	607 5630	12,151 26	5,534 06	
	Subtotals of Security AAPL				10,037 60			18,226 89	5,534 06	2,655 23
40	ABBOTT LABORATORIES Security ABT		03/30/2010	53 4007	2,136 03	10/02/2012	68 6415	2,745 66		609 63
50	ABBOTT LABORATORIES Security ABT		03/17/2011	47 5200	2,376 00	10/02/2012	68 6416	3,432 08		1,056 08
	Subtotals of Security ABT				4,512 03			6,177 74	0 00	1,665 71
500	VANGUARD TOTAL BOND MARKET ETF Security BND		04/05/2011	79 9621	39,981 05	04/30/2012	83 8559	41,927 97		1,946 92
1	VANGUARD TOTAL BOND MARKET ETF Security BND		05/10/2011	81 0900	81 09	04/30/2012	83 8600	83 86	2 77	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		06/08/2011	81 5600	81 56	04/30/2012	83 8600	83 86	2 30	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		07/11/2011	81 5600	81 56	04/30/2012	83 8600	83 86	2 30	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		08/08/2011	83 0600	83 06	04/30/2012	83 8600	83 86	0 80	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		09/09/2011	83 8100	83 81	04/30/2012	83 8600	83 86	0 05	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		10/11/2011	82 8900	82 89	04/30/2012	83 8600	83 86	0 87	
1	VANGUARD TOTAL BOND MARKET ETF Security BND		11/23/2011	84 0300	84 03	04/30/2012	83 8600	83 86	(0 17)	

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SCHEDULE 1

**Realized Gain/Loss Report**

From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-89327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<b>Common Stock</b>										
1	VANGUARD TOTAL BOND MARKET ETF Security: BND		12/09/2011	83.4800	83.49	04/30/2012	83.8600	83.86	0.37	
3	VANGUARD TOTAL BOND MARKET ETF Security: BND		01/11/2012 C	83.5600	250.68	04/30/2012	83.8566	251.57	0.89	
1	VANGUARD TOTAL BOND MARKET ETF Security: BND		02/07/2012 C	83.7800	83.78	04/30/2012	83.8600	83.86	0.08	
1	VANGUARD TOTAL BOND MARKET ETF Security: BND		03/07/2012 C	83.7400	83.74	04/30/2012	83.8600	83.86	0.12	
1	VANGUARD TOTAL BOND MARKET ETF Security: BND		04/09/2012 C	83.4500	83.45	04/30/2012	83.8100	83.81	0.36	
					<b>Subtotals of Security: BND</b>			<b>43,101.95</b>	<b>10.74</b>	<b>1,946.92</b>
50	BERKSHIRE HATHAWAY INC DEL Security: BRKB		04/28/2010	78.0646	3,903.23	04/20/2012	78.7382	3,936.91		33.68
200	SPDR Security: CWB		08/26/2010	37.4911	7,498.23	04/09/2012	38.9858	7,797.17		298.94
100	SPDR Security: CWB		01/10/2011	41.7100	4,171.00	04/09/2012	38.9859	3,898.59		(272.41)
					<b>Subtotals of Security: CWB</b>			<b>11,695.76</b>	<b>0.00</b>	<b>26.53</b>
100	E I DU PONT DE NEMOURS & CO Security: DD		11/08/2009	33.6593	3,365.93	10/02/2012	49.3395	4,933.95		1,568.02
430	FIRST TR EXCHANGE TRADED FD II Security: FGD		03/06/2012 C	23.0730	9,921.40	04/20/2012	23.1843	9,969.27	47.87	
270	FIRST TR LARGE CAP VALUE Security: FTA		03/21/2012 C	30.1735	8,146.87	09/06/2012	29.5755	7,985.40	(161.47)	
300	FIRST TR LARGE CAP VALUE Security: FTA		05/09/2012 C	27.8433	8,353.00	09/06/2012	29.5755	8,872.66	519.66	
					<b>Subtotals of Security: FTA</b>			<b>16,858.06</b>	<b>358.19</b>	<b>0.00</b>
75	GENERAL ELECTRIC CO Security: GE		11/08/2009	15.8464	1,188.48	10/02/2012	22.7564	1,706.73		518.25
100	GENERAL ELECTRIC CO Security: GE		03/02/2010	16.2523	1,625.23	10/02/2012	22.7564	2,275.64		650.41
150	GENERAL ELECTRIC CO Security: GE		04/16/2010	19.1262	2,868.93	10/02/2012	22.7564	3,413.46		544.53
					<b>Subtotals of Security: GE</b>			<b>7,395.83</b>	<b>0.00</b>	<b>1,713.19</b>

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SCHEDULE 1

# Realized Gain/Loss Report

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From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-89327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<i>Common Stock</i>										
50	SPDR GOLD TR Security: GLD		03/01/2012	167.8600	8,393.00	09/06/2012	164.8560	8,242.80	(150.20)	
50	SPDR GOLD TR Security: GLD		03/15/2012	161.8700	8,093.50	09/06/2012	164.8560	8,242.80	149.30	
			Subtotals of Security: GLD		16,486.50			16,485.60	(0.90)	0.00
150	HALLIBURTON COMPANY Security: HAL		10/19/2010	33.5752	5,036.28	09/27/2012	33.4855	5,022.83		(13.45)
50	ISHARES CORE S&P MID CAP ETF Security: IJH		12/27/2010	91.2680	4,563.40	04/20/2012	97.6480	4,882.40		319.00
50	ISHARES CORE S&P MID CAP ETF Security: IJH		12/27/2010	91.2678	4,563.39	04/23/2012	96.0180	4,800.90		237.51
100	ISHARES CORE S&P MID CAP ETF Security: IJH		01/10/2011	91.6682	9,166.82	04/23/2012	96.0179	9,601.79		434.97
100	ISHARES CORE S&P MID CAP ETF Security: IJH		01/18/2011	93.0651	9,306.51	04/23/2012	96.0179	9,601.79		295.28
100	ISHARES CORE S&P MID CAP ETF Security: IJH		03/02/2011	95.7093	9,570.93	04/23/2012	96.0179	9,601.79		30.86
100	ISHARES CORE S&P MID CAP ETF Security: IJH		03/10/2011	95.0757	9,507.57	04/23/2012	96.0179	9,601.79		94.22
1	ISHARES CORE S&P MID CAP ETF Security: IJH		03/31/2011	98.2200	98.22	04/23/2012	96.0200	96.02		(2.20)
1	ISHARES CORE S&P MID CAP ETF Security: IJH		06/29/2011	96.7900	96.79	04/23/2012	96.0200	96.02	(0.77)	
1	ISHARES CORE S&P MID CAP ETF Security: IJH		09/30/2011	79.2300	79.23	04/23/2012	96.0200	96.02	16.79	
2	ISHARES CORE S&P MID CAP ETF Security: IJH		12/29/2011	87.2600	174.52	04/23/2012	96.0200	192.04	17.52	
1	ISHARES CORE S&P MID CAP ETF Security: IJH		03/30/2012 C	99.9600	99.96	04/23/2012	96.0100	96.01	(3.95)	
			Subtotals of Security: IJH		47,227.34			46,666.57	29.59	1,409.64
100	ISHARES RUSSELL 2000 ETF Security: IWM		12/27/2010	79.3188	7,931.88	03/14/2012	82.3122	8,231.22		299.34
100	ISHARES RUSSELL 2000 ETF Security: IWM		01/10/2011	79.1755	7,917.55	03/14/2012	82.3122	8,231.22		313.67
100	ISHARES RUSSELL 2000 ETF Security: IWM		01/18/2011	80.3592	8,035.92	03/14/2012	82.3122	8,231.22		195.30
100	ISHARES RUSSELL 2000 ETF Security: IWM		03/10/2011	80.3769	8,037.69	03/14/2012	82.3122	8,231.22		193.53
1	ISHARES RUSSELL 2000 ETF Security: IWM		07/11/2011	84.0200	84.02	03/14/2012	82.3100	82.31	(1.71)	

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SCREEN 1

# Realized Gain/Loss Report

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From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account Bailey Miller Foundation/611-89327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<b>Common Stock</b>										
1	ISHARES RUSSELL 2000 ETF Security IWM		09/29/2011	66 6600	66 66	03/14/2012	82 3100	82 31	15 65	
1	ISHARES RUSSELL 2000 ETF Security IWM		12/29/2011	73 7300	73 73	03/14/2012	82 3300	82 33	8 60	
	<b>Subtotals of Security IWM</b>				<b>32,147.45</b>			<b>33,171.83</b>	<b>22 54</b>	<b>1,001.84</b>
50	MCDONALDS CORP Security MCD		11/06/2009	62 6946	3,134 73	10/01/2012	91 6732	4,583 66		1,448 93
75	MERCK & CO INC Security MRK		03/02/2010	37 8764	2,840 73	10/01/2012	45 2525	3,393 94		553 21
75	MERCK & CO INC Security MRK		04/08/2011	33 9733	2,548 00	10/01/2012	45 2524	3,393 93		845 93
	<b>Subtotals of Security MRK</b>				<b>5,388 73</b>			<b>6,787 87</b>	<b>0 00</b>	<b>1,399 14</b>
120	PFIZER INC Security PFE		03/30/2010	17 5101	2,101 22	09/27/2012	24 6936	2,963 24		862 02
40	PHILIP MORRIS INTERNATIONAL Security PM		03/30/2010	53 3507	2,134 03	10/01/2012	90 3370	3,613 48		1,479 45
100	SPDR SER TR Security SDY		11/16/2010	50 7916	5,079 16	01/31/2012	54 6911	5,469 11		389 95
300	SPDR SER TR Security SDY		12/23/2010	52 2767	15,683 01	01/31/2012	54 6911	16,407 34		724 33
200	SPDR SER TR Security SDY		01/10/2011	51 8779	10,375 58	01/31/2012	54 6911	10,938 23		562 65
200	SPDR SER TR Security SDY		01/18/2011	52 5389	10,507 78	01/31/2012	54 6911	10,938 23		430 45
200	SPDR SER TR Security SDY		03/02/2011	53 4670	10,693 40	01/31/2012	54 6911	10,938 23	244 83	
200	SPDR SER TR Security SDY		03/10/2011	53 6447	10,728 94	01/31/2012	54 6911	10,938 23	209 29	
200	SPDR SER TR Security SDY		03/15/2011	52 6371	10,527 42	01/31/2012	54 6911	10,938 23	410 81	
300	SPDR SER TR Security SDY		03/17/2011	52 6489	15,794 68	01/31/2012	54 6911	16,407 34	612 66	
11	SPDR SER TR Security SDY		03/30/2011	53 8700	592 57	01/31/2012	54 6909	601 60	9 03	
13	SPDR SER TR Security SDY		06/29/2011	53 5300	695 89	01/31/2012	54 6907	710 98	15 09	
14	SPDR SER TR Security SDY		09/28/2011	49 9400	699 16	01/31/2012	54 6914	765 68	68 52	

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SCHAUBER 1

# Realized Gain/Loss Report

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From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account Bailey Miller Foundation/611-89327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<b>Common Stock</b>										
16	SPDR SER TR Security SDY		12/29/2011	53 8500	861 60	01/31/2012	54 6912	875 06	13 46	
					<b>Subtotals of Security: SDY</b>			<b>95,928.26</b>	<b>1,581 69</b>	<b>2,107 38</b>
100	AT&T INC Security T		03/02/2010	25 1003	2,510 03	09/06/2012	37 1007	3,710 07		1,200 04
75	VANGUARD SECTOR INDEX FDS Security VNQ		12/27/2010	54 4949	4,087 12	05/15/2012	64 4645	4,834 84		747 72
75	VANGUARD SECTOR INDEX FDS Security VNQ		01/10/2011	54 5718	4,092 89	05/15/2012	64 4645	4,834 84		741 95
50	VANGUARD SECTOR INDEX FDS Security VNQ		01/18/2011	55 3784	2,768 92	05/15/2012	64 4646	3,223 23		454 31
1	VANGUARD SECTOR INDEX FDS Security VNQ		03/31/2011	57 2800	57 28	05/15/2012	64 4600	64 46		7 18
1	VANGUARD SECTOR INDEX FDS Security VNQ		06/30/2011	59 6000	59 60	05/15/2012	64 4600	64 46	4 86	
1	VANGUARD SECTOR INDEX FDS Security VNQ		09/29/2011	51 9100	51 91	05/15/2012	64 4600	64 46	12 55	
2	VANGUARD SECTOR INDEX FDS Security VNQ		12/30/2011	58 4150	116 83	05/15/2012	64 4650	128 93	12 10	
1	VANGUARD SECTOR INDEX FDS Security VNQ		03/30/2012 C	63 3900	63 39	05/15/2012	64 4700	64 47	1 08	
					<b>Subtotals of Security: VNQ</b>			<b>13,279 69</b>	<b>30 59</b>	<b>1,951 16</b>
50	VANGUARD FTSE EMERGING MARKETS Security VWO		01/18/2011	48 6554	2,432 77	04/20/2012	42 7902	2,139 51		(293 26)
100	VANGUARD FTSE EMERGING MARKETS Security VWO		03/10/2011	46 5770	4,657 70	04/20/2012	42 7901	4,279 01		(378 69)
100	VANGUARD FTSE EMERGING MARKETS Security VWO		03/17/2011	46 0770	4,607 70	04/20/2012	42 7901	4,279 01		(328 69)
5	VANGUARD FTSE EMERGING MARKETS Security VWO		01/04/2012 C	37 8300	189 15	04/20/2012	42 7900	213 95	24 80	
					<b>Subtotals of Security: VWO</b>			<b>10,911 48</b>	<b>24 80</b>	<b>(1,000.64)</b>
300	SELECT SCTOR SPDR TR SBI UTILS Security XLU		04/04/2011	32 1394	9,641 83	03/15/2012	34 9687	10,490 62	848 79	
3	SELECT SCTOR SPDR TR SBI UTILS Security XLU		08/29/2011	33 3000	99 90	03/15/2012	34 9700	104 91	5 01	

Please see important disclosures on Last Page

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SCHEDULE 1

**Realized Gain/Loss Report**

09-24-13 10:09 AM

From 12/01/2011 To 11/30/2012 - Without Outside Holdings, Including Zero Gain/Loss, Including Non Reportable Transactions and Excluding Foreign Currency Contract(s)

Account: Bailey Miller Foundation/611-63327 1/1

Quantity	Description	Maturity Date	Acq Date	Unit Cost	Cost	Liq Date	Liq Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
<b>LONG TRANSACTIONS</b>										
<b>Common Stock</b>										
3	SELECT SCTOR SPDR TR SBI UTILS Security: XLU		09/28/2011	33.9600	101.88	03/15/2012	34.9700	104.91	3.03	
3	SELECT SCTOR SPDR TR SBI UTILS Security: XLU		12/28/2011	36.0400	108.12	03/15/2012	34.9666	104.90	(3.22)	
					<b>Subtotals of Security: XLU</b>			<b>10,805.34</b>	<b>853.61</b>	<b>0.00</b>
50	EXXON MOBIL CORP Security: XOM		11/06/2009	72.9446	3,647.23	10/02/2012	91.4026	4,570.13		922.90
25	EXXON MOBIL CORP Security: XOM		02/02/2010	68.0692	1,701.73	10/02/2012	91.4024	2,285.06		583.33
50	EXXON MOBIL CORP Security: XOM		04/16/2010	68.6946	3,434.73	10/02/2012	91.4026	4,570.13		1,135.40
					<b>Subtotals of Security: XOM</b>			<b>11,425.32</b>	<b>0.00</b>	<b>2,641.63</b>
					<b>Subtotals of Common Stock</b>			<b>389,651.60</b>	<b>8,492.78</b>	<b>24,096.42</b>
<b>Corporate Bond</b>										
25,000	BELLSOUTH CORP Security: 078960AG7060	09/15/2014	03/18/2009	101.0406	25,260.17 A	05/16/2012	108.5560	27,139.00		1,878.83
20,000	CITIGROUP INC Security: 172967DY4069	02/15/2017	03/03/2010	98.6369	19,727.39 A	03/30/2012	104.2550	20,851.00		1,123.61
					<b>Subtotals of Corporate Bond</b>			<b>78,160.62</b>	<b>0.00</b>	<b>4,163.13</b>
<b>Mutual Fund</b>										

Grand Total	427,165.77	463,918.10	8,492.78	24,259.55
SHORT TERM	112,389.39	120,882.17	8,492.78	
LONG TERM	314,776.38	343,035.93		28,259.55

Please see important disclosures on Last Page.

SCHEDULE 1

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

Department of the Treasury  
Internal Revenue Service

▶ **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> <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions <b>THE BAILEY MILLER FOUNDATION, INC</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>20-3943053</b>
	Number, street, and room or suite no. If a P O box, see instructions. <b>P.O. BOX 21745</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>FORT LAUDERDALE FL 33335</b>	

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

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

GLEN M. MILLER  
P.O. BOX 21745

• The books are in the care of ▶ **FORT LAUDERDALE FL 33335**

- Telephone No. ▶ \_\_\_\_\_ FAX No. ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
  - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **07/15/13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶  calendar year \_\_\_\_\_ or

▶  tax year beginning **12/01/11**, and ending **11/30/12**.

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

<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>	\$	0
<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>	\$	0
<b>c</b> <b>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>	\$	0

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions.  <b>THE BAILEY MILLER FOUNDATION, INC</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>20-3943053</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>P.O. BOX 21745</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>FORT LAUDERDALE FL 33335</b>	

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

**04**

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

GLEN M. MILLER  
PO BOX 21745 FT LAUDERDALE, FL

- The books are in the care of  Telephone No.  FAX No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

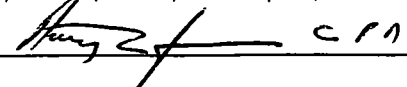
- I request an additional 3-month extension of time until **10/15/13**.
- For calendar year \_\_\_\_\_ , or other tax year beginning **12/01/11** , and ending **11/30/12** .
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

7 State in detail why you need the extension  
**FOUNDATION IS STILL AWAITING INFORMATION FROM THIRD PARTIES WHICH IS NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

<b>8a</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>8a</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 and any amount paid previously with Form 8868.	<b>8b</b>	\$
<b>c</b> Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	<b>8c</b>	\$

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature   Title  **ANTHONY DEAQUINO** Date  **07/15/13**  
Form **8868** (Rev 1-2012)