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

OMB No 1545-0052

			be able to use a copy of this			LOII
		dar year 2011 or tax year beginning DEC	1, 2011	, and ending	NOV 30, 2012	
		foundation			A Employer identificatio	n number
		AUGUSTA BROWN HOLLAND				_
			INC.	·····	27-4432220	0
		nd street (or P O box number if mail is not delivered to street	•	Room/suite	B Telephone number	
		ATLAS BROWN 333 E MAIN	ST	400	502-271-29	900
		own, state, and ZIP code			C If exemption application is	pending, check here
		ISVILLE, KY 40202			_	. 🗀
G C	heck	all that apply: Initial return	Initial return of a fo	rmer public charity	D 1. Foreign organization	ns, check here
		Final return	Amended return		Foreign organizations m	neeting the 85% test
		Address change	Name change	· · · · · · · · · · · · · · · · · · ·	Foreign organizations m 2 check here and attach of	computation
H C	_	type of organization: X Section 501(c)(3) ex			E If private foundation st	
\bot			Other taxable private founda	ition	under section 507(b)(*	1)(A), check here
		rket value of all assets at end of year J Accounti	· •	Accrual	F If the foundation is in a	
			her (specify)		under section 507(b)(1	1)(B), check here
		10,497,456. (Part I, colu	mn (d) must be on cash t	oasis)		1
Pa	rt 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	(423.7 32.5 51.1),
	2	Check X if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,518.	1,518.		STATEMENT 1
	5a	Gross rents				
		Net rental income or (loss)				
	_	Net gain or (loss) from sale of assets not on line 10	8,352.			
Ę	b	Gross sales price for all assets on line 6a 189,363.	0,000			
Revenue	7	Capital gain net income (from Part IV, line 2)		8,352.		
æ	8	Net short-term capital gain		<u> </u>		
	9	Income modifications		······································		
	10a	Gross sales less returns and allowances				
	ь	Less Cost of goods sold				
	C	Gross profit or (1845) CEIVEU				
	11	7()	513,172.	513,172	,	STATEMENT 2
	12	Other income Total. Add ines() through 11 2013	523,042.	523,042		
	13	Compersation of officers, directors, trustees, etc 62	0.	0.	,	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				.,
Ses	16a	Legal fees				
Sen	b	Accounting fees				
Ä		Other professional fees STMT 3	24,435.	23,280.	,	1,155.
Operating and Administrative Expenses		Interest				
trat		Taxes STMT 4	8,000.	0.	,	0.
nis	19	Depreciation and depletion				
di.	20	Occupancy				
¥		Travel, conferences, and meetings				
auc	22	Printing and publications				
ing	23	Other expenses STMT 5	380.	184.		196.
rati	24	Total operating and administrative				
Эре		expenses. Add lines 13 through 23	32,815.	23,464.		1,351.
0		Contributions, gifts, grants paid	550,111.			550,111.
	26	Total expenses and disbursements.				
		Add lines 24 and 25	582,926.	23,464.		551,462.
	27	Subtract line 26 from line 12:				
		Excess of revenue over expenses and disbursements	<59,884.	>		
		Net investment income (if negative, enter -0-)		499,578		
1235		Adjusted net income (if negative, enter -0-)			N/A	5 000 DE (004)

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

SCANNED UCT 24

rorm !	990-	PE (2011) PHILANTHROPIC FOUNDATIO			443222U Page 2
Par	t II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	(b) Book Value	(c) Fair Market Value
	. ^		(a) DOOK Value		
- 1		ash - non-interest-bearing		32,538.	
2		avings and temporary cash investments		8,870.	8,870.
3		ccounts receivable >			
		ess; allowance for doubtful accounts >			
'		ledges receivable			
		ess; allowance for doubtful accounts >			
!	-	rants receivable			
- 6		eceivables due from officers, directors, trustees, and other			
		isqualified persons		·	
7		ther notes and loans receivable			
		ess: allowance for doubtful accounts			
ets	•	enventories for sale or use			
V/		repaid expenses and deferred charges			<u> </u>
2 10		nvestments - U.S. and state government obligations			
		nvestments - corporate stock			
	-	nvestments - corporate bonds			
1	1 la	vestments - land, buildings, and equipment basis			
	Le	ess accumulated depreciation			
12	2 Ir	nvestments - mortgage loans			
13	3 ir	ovestments - other STMT 7	9,882,216.	10,456,048.	10,456,048.
14	4 L	and, buildings, and equipment; basis ►			
	Le	ess accumulated depreciation			
19	5 0	ther assets (describe)			
1	6 T	otal assets (to be completed by all filers)	9,882,216.	10,497,456.	10,497,456.
11	7 A	ccounts payable and accrued expenses			
11	B G	Grants payable			
ဖ္တ 1	9 D	eferred revenue			
<u></u> 20	0 L	oans from officers, directors, trustees, and other disqualified persons			
Liabilities 5 2 2	1 M	Nortgages and other notes payable			
ے ₂	2 0	Other liabilities (describe 🕨)			
2	3 T	otal liabilities (add lines 17 through 22)	0.	0.	
	F	oundations that follow SFAS 117, check here			
	а	nd complete lines 24 through 26 and lines 30 and 31.			
ğ 2	4 U	Inrestricted			
<u>E</u> 2	5 T	emporarily restricted			
8 2	6 P	ermanently restricted			
Net Assets or Fund Balances	F	oundations that do not follow SFAS 117, check here			
モー	а	nd complete lines 27 through 31.			
S 2	7 C	Capital stock, trust principal, or current funds	0.	0.	
e 2	8 P	aid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
¥ 2	9 R	Retained earnings, accumulated income, endowment, or other funds	9,882,216.	10,497,456.	
₹ 3	0 T	otal net assets or fund balances	9,882,216.	10,497,456.	
3	<u>1 T</u>	otal liabilities and net assets/fund balances	9,882,216.	10,497,456.	
Pai		Analysis of Changes in Net Assets or Fund E	Balances		
				-	
1 To	tal n	et assets or fund balances at beginning of year - Part II, column (a), line	9 30		
•		agree with end-of-year figure reported on prior year's return)		1	9,882,216.
2 En	iter a	mount from Part I, line 27a		2	<59,884.
3 Ot	her ii	ncreases not included in line 2 (itemize)	SEE ST	ATEMENT 6 3	675,124.
4 Ac	ld lın	es 1, 2, and 3		4	10,497,456.
5 De	есгеа	ises not included in line 2 (itemize)		5	0.
6 To	tal n	et assets or fund balances at end of year (line 4 minus line 5) - Part II, c	column (b), line 30	6	10,497,456.
					Form 990-PF (2011)

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2-story brick w	cribe the kind(s) of property sold (arehouse; or common stock, 200	(e.g., real estate, shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date (mo., d		(d) Date sold (mo., day, yr.)
1a SEE ATTACHED S	TATEMENT			P			
<u>b</u>					-		-
c d					 		.
е							
(e) Gross sales price	(f) Depreciation allowed (or allowable)		or other basis pense of sale			ain or (loss) s (f) minus (
<u>a</u> 189,363.			181,011	•			8,352.
bc					<u>.</u>		
d							
_e							
Complete only for assets show	ng gain in column (h) and owned	<u> </u>		_	(I) Gains (C col. (k), but r		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		ess of col. (i) ol. (j), if any			(from col. (
a							8,352.
b							-
<u>C</u>						·	
d e	· · · · · · · · · · · · · · · · · · ·					7/4	<u> </u>
·	∫ If gain, also e	nter in Part I, line 7)				
2 Capital gain net income or (net c	apıtal loss) 🐧 If (loss), enter	nter in Part I, line 7 r -0- in Part I, line 7	J	2			<u>8,352.</u>
3 Net short-term capital gain or (lo) and (6):)				
If gain, also enter in Part I, line 8 If (loss), enter -0- in Part I, line 8) 3		N/A	
	Jnder Section 4940(e) f	for Reduced	Γax on Net In	vestment l	ncome		
(For optional use by domestic privat	e foundations subject to the section	on 4940(a) tax on n	et investment inco	me.)			
If section 4940(d)(2) applies, leave t	this part blank.						
Was the foundation liable for the sec	ction 4942 tax on the distributable	amount of any year	r in the base period	?			Yes X No
If "Yes," the foundation does not qua	alify under section 4940(e). Do no	t complete this part.					
1 Enter the appropriate amount in (a)	each column for each year; see in	nstructions before m			<u></u>		
Base period years Calendar year (or tax year beginn	(b) Adjusted qualifying	distributions		c)	I		/4)
2010	ing iii)		Net value of nonch		ets	Distrib	(d) ution ratio
2009		0.		narıtable-use ass		Dıstrıb (col. (b) dıv	ided by col. (c))
		0.				Distrib (col. (b) div	ided by col. (c))
2008		0.		narıtable-use ass		Distrib (col. (b) div	ided by col. (c))
2007		0.		narıtable-use ass		Distrib (col. (b) div	ided by col. (c))
		0.		narıtable-use ass		Distrib (col. (b) divi	ided by col. (c))
2007 2006		0.		narıtable-use ass		Distrib (col. (b) divi	• 0 0 0 0 0 C
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the				naritable-use assi	30.	Distrib (col. (b) divi	. 0 0 0 0 0 0
2007 2006 2 Total of line 1, column (d)				naritable-use assi	30.	Distrib (col. (b) divi	. 0 0 0 0 0 0
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existe	ence if less than 5 years	tal on line 2 by 5, or		naritable-use assi	2	(col. (b) divi	.000000
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existe	ence if less than 5 years	tal on line 2 by 5, or		naritable-use assi	2	(col. (b) divi	.000000 .000000 .000000
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existe 4 Enter the net value of noncharital 5 Multiply line 4 by line 3	ence if less than 5 years ble-use assets for 2011 from Part	tal on line 2 by 5, or		naritable-use assi	2 3 4	(col. (b) divi	.000000 .000000 .000000 .000000
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existe 4 Enter the net value of noncharital 5 Multiply line 4 by line 3 6 Enter 1% of net investment incor	ence if less than 5 years ble-use assets for 2011 from Part	tal on line 2 by 5, or		naritable-use assi	2 3 4 5	(col. (b) divi	.000000 .000000 .000000
2007 2006 2 Total of line 1, column (d) 3 Average distribution ratio for the the foundation has been in existe 4 Enter the net value of noncharital 5 Multiply line 4 by line 3 6 Enter 1% of net investment incor 7 Add lines 5 and 6 8 Enter qualifying distributions from	ence if less than 5 years ble-use assets for 2011 from Part me (1% of Part I, line 27b)	tal on line 2 by 5, or	by the number of	naritable-use assi 1,706,78	2 3 4 5 6	(col. (b) divi	.000000 .000000 .000000 .000000 0,722,904. 0. 4,996.

THE AUGUSTA BROWN HOLLAND

Form 990-PF (2011) PHILANTHROPIC FOUNDATION, INC. 2 Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4940(c), or 4	7-4432 48 - see i			Page 4
1a Exempt operating foundations described in section 4940(d)(2), check here and enter N/A on line 1.				
Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗶 and enter 1%	1		4,9	96.
of Part I, line 27b				
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		<u>4,9</u>	<u>96.</u>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			<u>0.</u>
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		4,9	<u>96.</u>
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011 6a 6,452.				
b Exempt foreign organizations - tax withheld at source				
c Tax paid with application for extension of time to file (Form 8868) 6c 20,000.				
d Backup withholding erroneously withheld 7. Table and the said approach Add least Catherine Col.	_	2	<i>-</i> 1	E 2
7 Total credits and payments. Add lines 6a through 6d	7		6,4	<u> 54.</u>
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	8			
· · · · · · · · · · · · · · · · · · ·	9	2	1,4	5.6
	10		1,4	0.
Part VII-A Statements Regarding Activities	11			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		1	Yes	No
any political campaign?		1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	or	<u> </u>		
distributed by the foundation in connection with the activities.				
c Did the foundation file Form 1120-POL for this year?		1c		Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:				
(1) On the foundation. ► \$ 0 • (2) On foundation managers. ► \$ 0 •				
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
managers. ► \$0 .				
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X
If "Yes," attach a detailed description of the activities.				
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		<u>X</u>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	/_	4a		<u>X</u>
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		<u> </u>
If "Yes," attach the statement required by General Instruction T.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 la 	114/			
remain in the governing instrument?	,**	6	x	
7 Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
If "Yes," complete Part II, col. (c), and Part XV.		<u> </u>		
8a Enter the states to which the foundation reports or with which it is registered (see instructions)				
KY				
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		8ь	х	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calend	lar			
year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		<u>X</u>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		X
	For	m 990	-PF(2011)

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	THE AUGUSTA DROWN HOLLIAND			
	1990-PF.(2011) PHILANTHROPIC FOUNDATION, INC. 27-4432	2220		Page 5
	art 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	١		. 37
40	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		<u> </u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			37
	If "Yes," attach statement (see instructions)	12	77	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	_13	X	
	Website address ► N/A	11 0	~~~	
14	The books are in care of AUGUSTA BROWN HOLLAND Telephone no. > 502.27		900	
4-	Located at ► C/O ATLAS BROWN 333 EAST MAIN STREET SUITE 400, L ZIP+4 ►40	1404		$\overline{}$
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	3.7	/ ₃►	لـــا
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	Na
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
Ps	country ► art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
			Yes	No
4.	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	-	162	140
18	During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X 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.)			
	of fany answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	ا ا		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			77
_	before the first day of the tax year beginning in 2011?	1c		<u>X</u>
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)):			
8	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 , , , , , , , , , , , , , , , , , , ,			
	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	۵.		
	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.			
0-	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
32				
C	of "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,	A.		
1-	Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b		v
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>X</u>
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			v
	had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

4b X Form **990-PF** (2011)

Form **990-PF** (2011)

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

Form **990-PF** (2011)

All other program-related investments. See instructions.

Total, Add lines 1 through 3

Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1

Form 990-PF (2011) PHILANTHROPIC FOUNDATION, INC. Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) Part X Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes; a Average monthly fair market value of securities Average of monthly cash balances c Fair market value of all other assets d Total (add lines 1a, b, and c)

	1a	129,519.
	1b	300,630.
	1c	10,456,048.
	1d	10,886,197.
0.		
	2	0.
	3	10,886,197.
	4	<u> 163,293.</u>
	5	10,722,904.
	^	E26 14E

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.) Minimum investment return from Part X, line 6 536,145. 2a Tax on investment income for 2011 from Part VI, line 5 4,996 2a Income tax for 2011. (This does not include the tax from Part VI.) 2b

c Add lines 2a and 2b 4,996. Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions 4 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6

1e

Part XII Qualifying Distributions (see instructions)

4940(e) reduction of tax in those years.

Reduction claimed for blockage or other factors reported on lines 1a and

1c (attach detailed explanation)

Subtract line 2 from line 1d

3

Acquisition indebtedness applicable to line 1 assets

Minimum investment return. Enter 5% of line 5

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	551,462.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	551,462.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		 -
	income. Enter 1% of Part I, line 27b	5	4,996.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	546,466.
	Note. The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the fo	undation qualifies for the	section

Form **990-PF** (2011)

Form 990-PF (2011)

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,	<u>.</u>			
line 7				531,149.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			83,798.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009			•	
e From 2010	_			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: ►\$ 551,462.				
a Applied to 2010, but not more than line 2a			83,798.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	•			
(Election required - see instructions)	0.			165 661
d Applied to 2011 distributable amount				467,664.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.	7.07		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable	· · · · · · · · · · · · · · · · · · ·			
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line	•			
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				63,485.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	_			
section 170(b)(1)(F) or 4942(g)(3)	0.	****		****
8 Excess distributions carryover from 2006	•			
not applied on line 5 or line 7	0.			· · · · · · · · · · · · · · · · · · ·
9 Excess distributions carryover to 2012.	0			
Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:		1		
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				Corm 000 DE (0011)

Part XIV Private Operating F	oundations (see ins	structions and Part VII	A, question 9)	N/A	
1 a 'If the foundation has received a ruling of	r determination letter that	it is a private operating			
foundation, and the ruling is effective fo	r 2011, enter the date of t	he ruling	>		
b Check box to indicate whether the found	lation is a private operatir	ig foundation described i	n section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a				-	-
c Qualifying distributions from Part XII,			7.00		
line 4 for each year listed					
d Amounts included in line 2c not					^-
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					<u>.</u>
for active conduct of exempt activities.					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the		· ·			
alternative test relied upon: a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying		- -			
under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter					
2/3 of minimum investment return					
shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on					
securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public			·		
and 5 or more exempt					
organizations as provided in section 4942(i)(3)(B)(iii)					
(3) Largest amount of support from			·		
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info	rmation (Comple	te this part only i	if the foundation	had \$5 000 or mo	re in assets
at any time during t				40,000 01 1110	no in accord
1 Information Regarding Foundation	_				
a List any managers of the foundation wh	~	than 2% of the total contr	hutions received by the	foundation before the clos	e of any tay
year (but only if they have contributed n	nore than \$5,000). (See se	ection 507(d)(2).)	ibotions received by the	oundation before the titos	e of any lax
NONE					
b List any managers of the foundation wh	o own 10% or more of the	e stock of a corporation (or an equally large portio	n of the ownership of a na	rtnership or
other entity) of which the foundation has	s a 10% or greater interes	t.	squanj iai go poi iio	or and omnoromy or a pa	oromp or
NONE					
2 Information Regarding Contributi	on Grant Gift Loan	Scholarship etc. Pr	narame:		-
Check here ► X if the foundation of				nt accent unsolicited requi	sete for funde If
the foundation makes gifts, grants, etc.	(see instructions) to indiv	iduals or organizations ui	nder other conditions, co	mplete items 2a, b, c, and	d.
a The name, address, and telephone num					
	5 person to 1/11011	approadono oriodio do			
b The form in which applications should b	e submitted and informat	ion and materials they sh	only ruchiye.		
Original of the control of the	morning	and materials troy off			
c Any submission deadlines:	· · · · · · · · · · · · · · · · · · ·				
d Any restrictions or limitations on awards	s, such as by geographica	l areas, charitable fields,	kınds of institutions, or o	ther factors:	

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Form **990-PF** (2011)

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Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or any foundation manager or substantial contributor Amount status of contribution Name and address (home or business) recipient a Paid during the year ACLU NONE EXEMPT GENERAL OPERATIONS 5,000. AMERICAN FARMLAND TRUST NONE EXEMPT GENERAL OPERATIONS 5,000. AUSTIN FILM SOCIETY LAURA DUNN'S 40 NONE EXEMPT GENERAL OPERATIONS PANES: A PORTRAIT OF 15,000. BLESSINGS IN A BACKPACK NONE EXEMPT GENERAL OPERATIONS 10,000. BLUE APPLE PLAYERS NONE EXEMPT GENERAL OPERATIONS 3.000. SEE CONTINUATION SHEET(S Total ▶ 3a 550 111. b Approved for future payment NONE Total Form **990-PF** (2011)

Form 990-PF (2011) Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income			ed by section 512, 513, or 514	(e)		
•	DUSINESS Amount Sig		(C) Exclu- sion code	(d) Amount	Related or exempt function income		
1 Program service revenue:	Code		Code				
a							
b							
c							
d							
e							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash	·	•					
investments							
4 Dividends and interest from securities		· -	14	1,518.			
5 Net rental income or (loss) from real estate:		- <u></u>					
a Debt-financed property	l	<u> </u>					
b Not debt-financed property			<u> </u>	<u>.</u>			
6 Net rental income or (loss) from personal	1						
property							
7 Other investment income			14	513,172.			
8 Gain or (loss) from sales of assets other	1						
than inventory			18	8,352.			
9 Net income or (loss) from special events			 				
10 Gross profit or (loss) from sales of inventory			<u> </u>				
11 Other revenue:	f I						
a	-						
b			} 				
<u> </u>							
d			├				
e		0.	-+	523,042.	0.		
13 Total. Add line 12, columns (b), (d), and (e)		<u></u>	<u></u>	13	523,042.		
(See worksheet in line 13 instructions to verify calculations.)				10			
Part XVI-B Relationship of Activities t	o the Acco	mplishment of Ex	cempt	Purposes			
Explain below how each activity for which inco the foundation's exempt purposes (other than			COULLIDE	ned importantly to the accomp	olishment of		
uno roundation o oxompt purposos (circi trian	by providing for	ido for odori parpodosj.		 ·	 -		
	 	 -					
	-				 -		
							
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					· · · · · · · · · · · · · · · · · · ·		
			-				
123621 12-02-11					Form 990-PF (2011)		

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations	orm 99	0-PF (2		AUGUSTA BE				27-	/// 32220	l D	12go 12
Exempt Organizations Dod the organization directly or indeedly engage an any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?							and Relation				aye 13
the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? 1 Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets (3) Serial of scrieties, equipment, or other assets (4) Reministration and anotheritable exempt organization (5) Loans or loan guarantees (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (6) Performance of services or membership or fundrasing solicitations (7) Services are completed the following schedule, Column (8) should always show the fair market value of the goods, other assets, or services greened by the reporting foundation. If the floated sest than fair market value in any transaction or sharing arrangement, show in column (4) the value of the goods, other assets, or services greened. 2a. Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exampt organization (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transactions, and sharing arrangement, show in column (7) the value of the goods, other assets, or services greened. (e) Name of noncharitable exempt organization (f) N/A (g) Description of relationship (h) Amount involved (g) Name of organization (h) Type of organization (h) Type of organization (g) Description of relationship (g) Description of relationship (g) Description of relationship (g) Description of relationship (g) Type of the following speaked as a statements, and to the best of my knowledge interest that the greater is spiriture. (h) Type of organization (h) Type of organization of which grepper has any knowledge (h) Type the		-						p		_	
a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets 1a(1) Sales of assets from a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Rembursement arrangements (5) Loans or loan quarantees (5) Loans or loan quarantees (6) Performance of services or membership or fundrasing solicitations (7) Exemption of facilities, equipment, making list, other assets, or goad employees (8) The answer to any of the above is "ex", complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received test shan fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Name of organization (b) Amount involved (c) Name of noncharitable exempt organization (d) Devergetion of transfers, transactions, and sharing arrangements N/A (e) Type of organization (c) Description of relationship If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship If the schedule of the goods, other assets, or services received. If "Yes," complete the following schedule. (b) Type of organization of which organize as any knowledge of the schedule. If "Yes," complete the following schedule. (c) Name of organization (d) Description of relationship If "Yes," complete the following schedule. (d) Name of organization (e) Description of relationship If "Yes,"	1 Did	the org	ganization directly or	indirectly engage in any	of the following	ng with any other organization	on described in sec	ction 501(c) of		Yes	No
(2) Other sasets b Other transactions: (1) Sales of assets from a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Rembursterment arrangement, so the assets (5) Loans or loan guarantees (6) Performance of services or membership or fundriasing solicitations (6) Sharing of facilities, equipment, mailing lists, other assets, or paid employees (7) A third is answer to any of the above is "Ses," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services grower by the reporting foundation, if the dies share har market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services growers (e) Inne to (b) Amount involved (c) Name of ononcharible exempt organization (d) A perception of transfers, transactions, and sharing arrangement, show in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organization (d) the value of the goods, other assets, or services precised. (e) Amount involved (f) Name of organization (h) A proposed to the product of the production of the								• •			
(2) Other assets 0 Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Rembursement arrangements (5) Loans or loan guarantees (6) Performance of services or membarship or fundrasing solicitations (8) Performance of services or membarship or fundrasing solicitations (9) Performance of services or membarship or fundrasing solicitations (10) It is a services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (g) three value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (b) Arround tinvolved (e) Name of noncharitable exempt organization (b) Arround tinvolved (e) Name of noncharitable exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 52?? Ves X No If Yes, complete the following schedule. (a) Name of organization (b) Type of organizations described (c) Description of relationship Ves X No If Yes, complete the following schedule.	a Tra	insfers	from the reporting fo	undation to a noncharita	able exempt or	ganization of:					
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(4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundrasing solicitations (7) Engineering arrangements (8) Loans or loan guarantees (8) Performance of services or membership or fundrasing solicitations (8) Performance of services or membership or fundrasing solicitations (8) Sharing of facilities, equipment, mailing lists, other assets, or paid employees (8) If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and eharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 52?? N/A	(2)	Purch	ases of assets from a	a noncharitable exempt	organization				1b(2)		
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(6) Performance of services or membership or fundraising solicitations (7) Example of facilities, equipment, mailing lists, other assets, or paid employees (8) Italia is to disclinities, equipment, mailing lists, other assets, or paid employees (9) Italia answer to any of the above is "es"; complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Name of inconcharitable exempt organization (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (a) Name of organization (b) Type of organization (c) Description of relationship N/A (d) Description of twinter preparer has any knowledge N/A Note the preparer has any knowledge Note that the preparer is name. Preparer's signature Preparer's signature Preparer's signature Print/Type preparer's name.	(4)	Reimb	oursement arrangeme	ents					1b(4)		
(6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) he value of the goods, other assets, or services received. (a) Line no (b) Amount involved (e) Name of noncharitable exempt organization (b) Amount involved (e) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing examplements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (e) Description of relationship N/A Under penaltasysf perpyr, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge Under penaltasysf perpyr, I declare that I have examined that return, including accompanying schedules and statements, and to the best of my knowledge Under penaltasysf perpyr, I declare that I have examined that return, including accompanying schedules and statements, and to the best of my knowledge Under penaltasysf perpyr, I declare that I have examined that return, including accompanying schedules and statements, and to the best of my knowledge Sign and belief, it influence or additional perpare (other than taxpayer) is based on all information of which prepare has any knowledge Print/Type preparer's name Preparer's signature Preparer's signature Sign and the fact of the code (other than the perpare (other than taxpayer) is based on all information of which preparer has any knowl	(5)	Loans	or loan guarantees						1b(5)		
sharing of facilities, equipment, mailing lists, other assets, or paid employees If I was answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.	(6)	Perfo	mance of services or	r membership or fundra	ısıng solicitatio	ons			1b(6)		
or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? If Yes, "complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Sign and belief, it effice, correct, and complete Declaration of prepare (other than tax-payer) is based on all information of which prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowle	c Sha	arıng of	facilities, equipment,	, mailing lists, other ass	ets, or paid em	ployees			1c		
or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (a) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? If Yes, "complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Sign and belief, it effice, correct, and complete Declaration of prepare (other than tax-payer) is based on all information of which prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowledge should be returned by the prepare has any knowle	d If th	he answ	ver to any of the abov	re is "Yes," complete the	following sche	edule. Column (b) should al	ways show the fair	market value of the g	oods, other as:	sets,	
(c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? If Yes, 'complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of perjuny, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and statements and the s	ors	services	given by the reporti	ng foundation. If the fou	ındatıon receiv	ed less than fair market valu	ue in any transactio	on or sharing arrangei	ment, show in		
N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes	col	·	•								
2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 52?? Yes	(a) Line n	<u> </u>	(b) Amount involved	(c) Name o	f noncharitable	e exempt organization	(d) Description	on of transfers, transactio	ns, and sharing a	тangem	ents
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No			-1-		N/A						
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No						-					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No		_									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No						· · · · · · · · · · · · · · · · · · ·					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									·		
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No						····					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No											
b If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is frue, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge return with the preparer shown below (see instr.) Signature of officer or trustee Print/Type preparer's name Preparer's signature Date Check If PTIN Self- employed							zations described				.
(a) Name of organization N/A Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge shown below (see instr I)? X Yes No Print/Type preparer's name Preparer's signature Date Check If PTIN self- employed			• • •	•	(3)) or in seci	tion 52//			Yes	LZ	₩ No
N/A Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is frue, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge Signature of officer or trustee Date Print/Type preparer's name Preparer's signature Date Check If PTIN Self-employed	D 11	res, co				(h) Type of organization		(a) Description of re	lationchin		
Sign Here Under penaltres of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge Signature of officer or trustee Date Title Print/Type preparer's name Preparer's signature Date Check print/Type preparer's name preparer's signature print/Type preparer's name prepar						(b) Type of organization		(c) Description of re	ationship		
Sign Here Signature of Officer or trustee Date Date Date Date Print/Type preparer's name Preparer's signature Date			11/2	Δ		· · · · · · · · · · · · · · · · · · ·					
Sign Here Signature of Officer or trustee Date Date Date Date Print/Type preparer's name Preparer's signature Date								- · · · ·			
Sign Here Signature of Officer or trustee Date Date Date Date Print/Type preparer's name Preparer's signature Date									•		
Sign Here Signature of Officer or trustee Date Date Date Date Print/Type preparer's name Preparer's signature Date			<u> </u>						···.		
Sign Here Signature of Officer or trustee Date Date Date Date Print/Type preparer's name Preparer's signature Date		Under	penalties of perjury, I dec	clare that I have examined th	ııs return, ıncludır	I ng accompanying schedules and	statements, and to the	e best of my knowledge			
Signature of officer or trustee Date Date Title Print/Type preparer's name Preparer's signature Date Check if PTIN self- employed	Sian								return with th	е ргера	rer
Signature of officer or trustee Date Title Print/Type preparer's name Preparer's signature Date Check if PTIN self- employed	Here		1 ====	SH		1	2		shown below	(see in:	str)
Print/Type preparer's name Preparer's signature Date Check If PTIN self- employed		Sian	ature of officer or tru	stee		Date	Title		- LAJ Tes		NO
self- employed		1 2.9			Preparer's s			Check If	PTIN		
	Paid		WILLIAM	A EVERSOLE	1		10/10/12		P00197	408	}

Preparer Firm's name ► DEMING MALONE LIVESAY & OSTROFF PSC

Firm's address ▶ 9300 SHELBYVILLE RD STE 1100

LOUISVILLE, KY 40222-5187

(502)426-9660

Firm's EIN ► 61-1064249

Phone no.

Use Only

Part XV. **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount status of any foundation manager contribution Name and address (home or business) or substantial contributor recipient BRIGHTSIDE 2012 PAYMENT FOR ACORN NONE EXEMPT GENERAL OPERATIONS AWARDS CHA 4,000. CENTER FOR WOMEN AND FAMILIES NONE EXEMPT GENERAL OPERATIONS 5,000. CREATIVE CAPITAL NONE EXEMPT GENERAL OPERATIONS 10,000. DOWNTOWN DEVELOPMENT CORPORATION NONE EXEMPT GENERAL OPERATIONS 60,000. ENVIRONMENTAL DEFENSE FUND NONE EXEMPT GENERAL OPERATIONS 10,000. EPISCOPAL HIGH SCHOOL NONE EXEMPT GENERAL OPERATIONS <u>5,000</u>. FILSON HISTORICAL SOCIETY NONE EXEMPT GENERAL OPERATIONS 1,000. FOOD LITERACY PROJECT NONE EXEMPT GENERAL OPERATIONS 5,000. FORCE FILM FOUNDATION "THE ARTIST IS NONE EXEMPT GENERAL OPERATIONS PRESENT" 10,000. FUND FOR THE ARTS NONE EXEMPT GENERAL OPERATIONS 3,000. Total from continuation sheets 512 111.

Part XV. Supplementary Information			27_33	<u> </u>
3 Grants and Contributions Paid During the Y				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
GOVERNOR'S SCHOOL FOR ENTREPRENEURS	NONE	EXEMPT	GENERAL OPERATIONS	
				5,000,
GOVERNOR'S SCHOOL FOR THE ARTS NEW	NONE	EXEMPT	GENERAL OPERATIONS	
MEDIA				25,000.
HANDS ON NASHVILLE	NONE	ЕХЕМРТ	GENERAL OPERATIONS	
				10,000.
HIGHLAND PRESBYTERIAN CHURCH	NONE	EXEMPT	GENERAL OPERATIONS	5,000,
HIGHLAND PRESBYTERIAN WEEKDAY SCHOOL	NONE	EXEMPT	GENERAL OPERATIONS	5,000.
HOME OF THE INNOCENTS	NONE	EXEMPT	GENERAL OPERATIONS	3,000.
INTELLIGENT CHANGE INITIATIVES, INC.	NONE	EXEMPT	GENERAL OPERATIONS	22,500.
	:			
JCPS PUBLIC EDUCATION FOUNDATION HOLIDAY ASSISTANCE FOR STUDENTS -	NONE	ЕХЕМРТ	GENERAL OPERATIONS	1,000.
KENTUCKY COALITION	NONE	EXEMPT	GENERAL OPERATIONS	50,000.
KENTUCKY INTERFAITH POWER AND LIGHT	NONE	EXEMPT	GENERAL OPERATIONS	2,000.
Total from continuation sheets				·

Part XV **Supplementary Information Grants and Contributions Paid During the Year (Continuation)** If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to status of Amount any foundation manager Name and address (home or business) recipient or substantial contributor KENTUCKY MUSEUM OF ARTS & CRAFTS NONE EXEMPT GENERAL OPERATIONS 10,000, KENTUCKY RESOURCES COUNCIL NONE EXEMPT GENERAL OPERATIONS 10,000. KENTUCKY SCHOOL OF ART NONE EXEMPT GENERAL OPERATIONS 25,000, KY CENTER GOVERNOR'S SCHOOL FOR THE NONE EXEMPT GENERAL OPERATIONS ARTS 3,000. LEADERSHIP KENTUCKY FOUNDATION, INC. NONE EXEMPT GENERAL OPERATIONS 3,000, NONE EXEMPT LEADERSHIP LOUISVILLE FOUNDATION, GENERAL OPERATIONS 1,000. INC. LINCOLN ELEMENTARY PERFORMING ARTS NONE EXEMPT GENERAL OPERATIONS SCHOOL 25,000. LOUISVILLE BALLET NONE EXEMPT GENERAL OPERATIONS 1,000. LOUISVILLE COLLEGIATE SCHOOL NONE EXEMPT GENERAL OPERATIONS 5,000. LOUISVILLE FILM SOCIETY NONE EXEMPT GENERAL OPERATIONS 10,000. Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) recipient or substantial contributor LOUISVILLE MEDICAL CENTER DEVELOPMENT NONE EXEMPT GENERAL OPERATIONS CORPORTION 12,500. MIDDLEBURY COLLEGE MIDDLEBURY FOOD NONE EXEMPT GENERAL OPERATIONS WORKS 10,000. NATIONAL JUG BAND JUBILEE NONE EXEMPT GENERAL OPERATIONS 1,000. NATURAL RESOURSES DEFENSE COUNCIL NONE EXEMPT GENERAL OPERATIONS 10,000. OLMSTEAD PARKS CONSERVANCY NONE EXEMPT GENERAL OPERATIONS 5,000. PUBLIC RADIO PARTNERSHIP WFPK NONE EXEMPT GENERAL OPERATIONS 10,000. THE SIERRA CLUB FOUNDATION HEALTY NONE EXEMPT GENERAL OPERATIONS FOODS LOCAL FARMS 2,000. THE SPEED ART MUSEUM CHANGING SPEED NONE EXEMPT GENERAL OPERATIONS CAPITAL CAMPAIGN 111,111. THIS I BELIEVE NONE EXEMPT GENERAL OPERATIONS 1,000. UNIV OF VA SCHOOL OF ARTS & SCIENCES NONE EXEMPT GENERAL OPERATIONS 5,000. Total from continuation sheets

THE AUGUSTA BROWN HOLLAND

PHILANTHROPIC FOUNDATION, INC. 27-4432220

Part XV. Supplementary Information				. 40222
3 Grants and Contributions Paid During the Ye	ar (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
UNIVERSITY OF LOUISVILLE FOUNDATION	NONE	EXEMPT	GENERAL OPERATIONS	
				10,000.
				-
,				
	-11-1			
			 	
Total from continuation sheets	· · · · · · · · · · · · · · · · · · ·	<u> </u>	<u> </u>	

The Augusta Brown Holland Philanthropic Foundation Form 990-PF

Capital Gains and Losses for Tax on Investment Income Attachment

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(a) Description of Property	(b) How Acquired	(C) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(g) Basis	(h) Gain or (loss)
160 047 Blackrock Strategic	۵	Various	3/29/2012	1,540	1,558	(18)
969 537 Absolute Strategies int	۵	Various	3/29/2012	10,708	10,758	(20)
143 373 Manning & Nappier World Oppt Ser CL A	۵	Various	3/29/2012	1,098	972	126
154 717 Metropolitan West HY Bond CL M	۵	Various	3/29/2012	1,566	1,533	32
139 895 PIMCO Total Return Insti	۵	Various	3/29/2012	1,526	1,558	(32)
184 952 TCW Emerging MKTS Income CL I	۵	Various	3/29/2012	1,610	1,558	52
122 269 Templeton Global Bond Class A	۵	Various	3/29/2012	1,604	1,533	71
45 Ishares TR Russell 1000 Value Index Fd	۵	Various	4/2/2012	3,132	2,951	182
58 Ishares TR Russell 1000 Growth Index Fd	۵	Various	4/2/2012	3,808	3,440	368
160 Powershares DB Commodity Index Tracking Fund	۵	Various	4/2/2012	4,600	4,451	149
497 192 Goldman Sach N-11 Equity Inst'l	۵	Various	11/9/2012	5,151	4,597	554
37 Ishares INC MSCI Brazil Index Fund	۵	Various	11/9/2012	1,979	2,285	(306)
51 Ishares TR S&P Latin Amer 40 Index Fd	۵	Various	11/9/2012	2,134	2,279	(145)
368 Ishares TR Russell Midcap Value index	۵	Various	11/9/2012	17,850	16,979	871
282 Ishares TR Russell Midcap Growth Index	Q	Various	11/9/2012	17,131	16,736	394
212 Ishares TR Russell 1000 Value Index Fd	۵	Various	11/9/2012	15,012	13,900	1,111
225 Ishares TR Russell 1000 Growth Index Fd	۵	Various	11/9/2012	14,450	13,344	1,106
228Ishares TR Russell 2000 Value Index Fd	۵	Various	11/9/2012	16,332	15,943	388
174 Ishares TR Russell 2000 Growth Index Fd	۵	Various	11/9/2012	15,860	15,733	127
2118 064 Manning & Nappier World Oppt Ser CL A	۵	Various	11/9/2012	15,504	14,360	1,144
150 911Matthews Asian Growth & Income Fund	۵	Various	11/9/2012	2,712	2,300	412
103 645 Matthews China Fund	۵.	Various	11/9/2012	2,330	2,300	30
157.203 Matthews India Fund	۵	Various	11/9/2012	2,737	2,300	437
169 540 Oppeheimer Dev Markets FD Class A	۵	Various	11/9/2012	5,747	5,269	479
225 Powershares DB Commodity Index Tracking Fund	۵	Various	11/9/2012	6,137	6,259	(123)
141 SPDR SER TR DJ Wilshire REIT ETF	۵	Various	11/9/2012	10,058	9,181	877
457 233 Morgan Dempsey Small Micro Cap Value	a .	Various	11/9/2012	4,588	4,625	(36)
134 Wisdomtree TR India Earnings Fd	a.	Various	11/9/2012	2,458	2,305	153

8,352

181,011

189,363

FORM '990-PF DIVIDEND	S AND	INTER	EST FROM	SECU	RITIES	STATEMENT	1
SOURCE		GROSS	AMOUNT	_	PITAL GAINS DIVIDENDS	COLUMN (A)
FIDELITY DIVIDENDS FIDELITY INTEREST	-		1,493. 25.	_	0.	1,4	93. 25.
TOTAL TO FM 990-PF, PART I, L	N 4 =		1,518.		0.	1,5	L8.
FORM 990-PF	0'	THER II	NCOME	· · · · · ·		STATEMENT	2
DESCRIPTION		1	(A) REVENUE PER BOOKS		(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOI	
DRIFTWOOD HOLDING, LLC K-1			513,3	172.	513,172.		
TOTAL TO FORM 990-PF, PART I,	LINE	11	513,	172.	513,172.		
FORM 990-PF C	THER	PROFES	SIONAL FI	EES		STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVI MENT INC	EST-	(C) ADJUSTED NET INCOME	(D) CHARITA PURPOS	
PROFESSIONAL SERVICES ATLAS BROWN FEES		1,155. 3,280.	23	0. ,280.		1,1	
							0.
TO FORM 990-PF, PG 1, LN 16C	2	4,435.	23	,280.		1,1	
-	2	4,435. TAX		,280.		1,1	
TO FORM 990-PF, PG 1, LN 16C FORM 990-PF DESCRIPTION	(, EXPE	TAX		EST-	(C) ADJUSTED NET INCOME	STATEMENT (D) CHARITA	55. 4
FORM 990-PF	() EXPE PER	TAX A) NSES	ES (B) NET INV	EST-	(C) ADJUSTED NET INCOME	STATEMENT (D) CHARITA	55. 4

FORM '990-PF	OTHER EXPENSES					STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS		(B) NET INVEST- MENT INCOME		(C) ADJUSTED NET INCOM			
PORTFOLIO DEDUCTIONS-DRIFTWOOD HOLDING, LLC K-1 LICENSES AND PERMITS BANK FEES		84. 15. 81.		184. 0. 0.		1	0. 15. 81.	
TO FORM 990-PF, PG 1, LN 23	3	80.		184.		1	96.	
DESCRIPTION UNREALIZED GAIN IN DRIFTWOOD	HOLDING	THR	EE. LLC			AMOUNT 675.1	24.	
UNREALIZED GAIN IN DRIFTWOOD TOTAL TO FORM 990-PF, PART II			EE, LLC			675,1		
FORM 990-PF	OTHER	INV	ESTMENTS			STATEMENT	7	
DESCRIPTION			LUATION ETHOD	вос	OK VALUE	FAIR MARKE VALUE	ET	
DRIFTWOOD HOLDING THREE LLC (INCLUDING UNREALIZED GAIN /	LOSS)	,	FMV	10	0,456,048.	10,456,0	48.	
TOTAL TO FORM 990-PF, PART II	, LINE 1	3	•	10	0,456,048.	10,456,0	18.	

Form **8868**

(Rev January 2012)

Department of the Treasury

Application for Extension of Time To File an Exempt Organization Return • File a separate application for each return.

OMB No. 1545-1709

internal Rever	nue Service File a Sepa	arate appi	ication for each return.				
● If you a	re filing for an Automatic 3-Month Extension, comple	te only Pa	irt I and check this box			X	
If you a	re filing for an Additional (Not Automatic) 3-Month Ex	tension, c	complete only Part II (on page 2 of	this form)			
Do not co	mplete Part II unless you have already been granted a	an automa	itic 3-month extension on a previous	sly filed For	m 8868		
Electronic	c filing (e-file). You can electronically file Form 8868 if y	ou need a	a 3-month automatic extension of tin	ne to file (6	months for a corp	oration	
required to	o file Form 990-T), or an additional (not automatic) 3-moi	nth extens	sion of time. You can electronically fi	ile Form 88	368 to request an ϵ	extension	
of time to	file any of the forms listed in Part I or Part II with the exc	ception of	Form 8870, Information Return for 1	Transfers A	Associated With Ce	ertain	
Personal E	Benefit Contracts, which must be sent to the IRS in pap	er format	(see instructions). For more details o	on the elec	tronic filing of this	form,	
	irs gov/efile and click on e-file for Charities & Nonprofits		,		Ū	•	
Part I	Automatic 3-Month Extension of Time		submit original (no copies ne	eded).			
	tion required to file Form 990-T and requesting an autor						
Part I only					•	· []	
All other c	orporations (including 1120-C filers), partnerships, REM ome tax returns.	ICs, and t	rusts must use Form 7004 to reques	st an exten	sion of time		
Type or	Name of exempt organization or other filer, see instru	ctions		Employer	identification num	ber (EIN) or	
print	THE AUGUSTA BROWN HOLLAND					` '	
	PHILANTHROPIC FOUNDATION,	TNC.		\mathbf{x}	27-44322	2.0	
ile by the	See Alimber start and room or outside to B.O. have not returned.						
due date for filing your							
return See							
nstructions	City, town or post office, state, and ZIP code For a fo	oreign add	ress, see instructions				
	LOUISVILLE, KY 40202						
Enter the I	Return code for the return that this application is for (file	e a separa	te application for each return)			0 4	
^nnlinatio		Return	Application————			Return	
Applicatio	υn		1 ''				
s For		Code	Is For			Code	
orm 990		01	Form 990-T (corporation)			07	
orm 990-		02	Form 1041-A		- 	08	
-orm 990	-EZ	01	Form 4720			09	
orm 990-	·PF	04	Form 5227			10	
Form 990-	T (sec 401(a) or 408(a) trust)	05	Form 6069	<u> </u>		11	
Form 990-	T (trust other than above)	06	Form 8870			12	
	AUGUSTA BROWN 1 boks are in the care of ▶ STREET SUITE 4 one No.▶ 502.271.2900		ND - C/O ATLAS BRO LOUISVILLE, KY 402 FAXNo ▶		3 EAST MA	IN 	
	organization does not have an office or place of business	s in the Ur	·			• 🗆	
	s for a Group Return, enter the organization's four digit			If this is foi	r the whole aroun	check this	
_	If it is for part of the group, check this box	7			- ·		
	quest an automatic 3-month (6 months for a corporation				ers the extension i	5 101	
1 I rec	·	•	·		The extension		
		it organiza	tion return for the organization name	eu above	THE extension		
IS TO	or the organization's return for:						
▶L	calendar year or						
►L	X tax year beginning <u>DEC 1, 2011</u>	, an	id ending <u>NOV 30, 2012</u>		- ·		
2 If th	e tax year entered in line 1 is for less than 12 months, c Change in accounting period	heck reas	on Initial return	Fınal retur	n		
3a If th	is application is for Form 990-BL, 990-PF, 990-T, 4720,	or 6069, e	nter the tentative tax, less any				
non	refundable credits. See instructions			3a	\$ 2	6,452.	
b If th	us application is for Form 990-PF, 990-T, 4720, or 6069,	enter any	refundable credits and				
estii	mated tax payments made Include any prior year overp	oayment a	llowed as a credit	3ь	\$	6,452.	
	ance due. Subtract line 3b from line 3a Include your pa						
	using EFTPS (Electronic Federal Tax Payment System).			3с	s 2	0,000.	
	If you are going to make an electronic fund withdrawal				En for payment ins		
			1 11 AU A	D 3079	Form 8868 (F		
LHA Fo	or Privacy Act and Paperwork Reduction Act Notice,	see mst	APR 15	2013	1 OIIII 6608 (F	104 1-2012)	
01-04-12			DRAL	7	;		
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Form 8868 (Rev. 1-2012)						Page 2
	Iditional (Not Automatic) 3-Month Ex	tension, c	complete only Part II and check this	box		► X
	If you have already been granted an				8868	
	itomatic 3-Month Extension, comple					
	al (Not Automatic) 3-Month E			al (no c	opies needed	<u>)</u>
					ng number, see i	
Type or Name of exem	pt organization or other filer, see instru	ictione	Litter mer s			
L	STA BROWN HOLLAND	CUOIIS		Employer	r identification nu	liber (Eliv) or
·		NIC		X	27 4422	220
		NC.	Name -		27-44322	
filing your Number, Street	t, and room or suite no. If a P.O. box, s			Social se	curity number (SS	SN)
	S BROWN 333 E MAIN					
City, town or p	ost office, state, and ZIP code For a fo	oreign add	ress, see instructions			
LOUISVIL	LE, KY 40202				<u>.</u> .	
						
Enter the Return code for t	the return that this application is for (file	e a separa	te application for each return)			0 4
Application		Return	Application			Return
ls For		Code	is For			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		<u> </u>	10
Form 990-T (sec. 401(a) or	408(a) trust)	05	Form 6069			11
rm 990-T (trust other than above) 06 Form 8870				12		
	Part II if you were not already granted	.1		iouely file	d Form 8868	
Telephone No. ▶ 50 If the organization does If this is for a Group Ret	re of STREET SUITE 4 2.271.2900 not have an office or place of busines turn, enter the organization's four digit	00 - 1 s in the Ur Group Exe	FAX No. ▶	02 f this is fo	r the whole group	o, check this
	rt of the group, check this box		ch a list with the names and EINs of	all memb	ers the extension	ıs for.
•	al 3-month extension of time until		BER 15, 2013.			_
	, or other tax year beginning!			<u>NOV NOV</u>	<u>30, 2012</u>	<u>2 </u>
	d in line 5 is for less than 12 months, o	check reas	on. Initial return	Fınal r	eturn	
Change in acc						
	ou need the extension					
	TIME IS NECESSARY	TO GA!	<u> </u>	O FIL	E A COMPI	<u> ETE</u>
AND ACCURA	TE RETURN				s	
8a If this application is f	or Form 990-BL, 990-PF, 990-T, 4720,	or 6069, e	nter the tentative tax, less any			
nonrefundable credit	ts See instructions.			8a	\$ 2	26,452.
b If this application is f	or Form 990-PF, 990-T, 4720, or 6069,	enter any	refundable credits and estimated			
tax payments made	Include any prior year overpayment al	lowed as a	credit and any amount paid			
previously with Form	n 8868		,	8b	s 2	26,452.
c Balance due. Subtra	act line 8b from line 8a Include your pa	avment wit	h this form, if required, by using			
	ederal Tax Payment System). See instr	•		8c	\$	0.
1-			st be completed for Part II o		· *	
Under penalties of perjury, I de it is true, correct, and completi	eclare that I have examined this form, include, and that I am authorized to prepare this fo	ling accomp	•	_	f my knowledge and	d belief,
				D-4-	_	
Signature >	Title >			<u>Date</u>	<u> </u>	

Form 8868 (Rev. 1-2012)

Nurm 8868 (Rev. 1-2012)					Page 2
• If you are filing for an Additional (Not Automatic) 3-Month Ex	tension, c	complete only Part II and check this	box		▶ X
Note. Only complete Part II if you have already been granted an a		· · · · · · · · · · · · · · · · · · ·		8868	,
• If you are filing for an Automatic 3-Month Extension, comple	te only Pa	art I (on page 1).			
Part II Additional (Not Automatic) 3-Month E	xtensio	n of Time. Only file the origin	al (no c	opies nee	ded).
		Enter filer's	identifyir	g number, s	ee instructions
Type or Name of exempt organization or other filer, see instru	ctions		Employer	dentificatio	n number (EIN) or
print THE AUGUSTA BROWN HOLLAND					
File by the PHILANTHROPIC FOUNDATION, II	NC		X	27-44	32220
due date for Number, street, and room or surte no. If a P O box, s		,	Social se	curity numbe	er (SSN)
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LOUISVILLE, KY 40202					
Enter the Return code for the return that this application is for (file	e a separa	te application for each return)			0 4
	T	r			
Application	Return	Application			Return
Is For	Code	Is For			Code
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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					
		ND - C/O ATLAS BROW		3 EAST	MAIN
• The books are in the care of STREET SUITE 4	00		0.2		
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If the organization does not have an office or place of busines					▶ ∟
If this is for a Group Return, enter the organization's four digit If the second distribution is a second digit to the second distribution in the second distribution is second distribution.	7				
box I If it is for part of the group, check this box		BER 15, 2013.	all memb	ers the exter	ision is for
4 I request an additional 3-month extension of time until 5 For calendar year , or other tax year beginning			- MOV	30 3	11 2
			Final r		012
6 If the tax year entered in line 5 is for less than 12 months, of Change in accounting period	HECK IEAS	on maaream	Fillati	etum	
7 State in detail why you need the extension					
ADDITIONAL TIME IS NECESSARY	ימ מי	THER INFORMATION TO	O FIL	F A CO	MDY.ETT
AND ACCURATE RETURN	IO OA	THER INFORMATION I	<u> </u>	H A CO	WE DISKES
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		st be completed for Part II o		L	
Under penalties of periory. I declare that I have examined this form, include	ling accomi	•	-	f mv knowledo	e and Lelief.
it is true, correct, and complete, and that I am authorized to prepare this for	orm.	, , , , , , , , , , , , , , , , , , , ,		_	
Signature ► Luc VI VI UI Luc Title ►			Date	► U.25	5-13
Deming Malone Livesay & Ostroff 9300 Shelbyville Rd., Suite 1100					868 (Rev 1-2012)
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