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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements**2011**For calendar year 2011 or tax year beginning **DECEMBER 1**, 2011, and ending **NOVEMBER 30**, 2012

Name of foundation THE SOPHRON FOUNDATION		A Employer identification number 52-1199140
Number and street (or P O box number if mail is not delivered to street address) 4510 MUSTERING DRUM	Room/suite	B Telephone number (see instructions) 410-465-5850
City or town, state, and ZIP code ELLCOTT CITY, MARYLAND 21042-5949		C If exemption application is pending, check here <input type="checkbox"/>
G 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,115,499	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

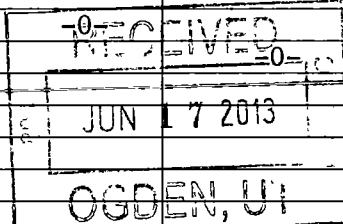
Part I**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
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	\$ 14	\$ 14	\$ 14	
4 Dividends and interest from securities	56,198	56,198	56,198	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	(21,572)			
b Gross sales price for all assets on line 6a \$ 270,225				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	34,640	56,212	56,212	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	27,500			\$ 27,500
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SCHEDULE 1	25			25
b Accounting fees (attach schedule) SCHEDULE 1	1,250			1,250
c Other professional fees (attach schedule) SCH 1	14,265	14,265	14,265	
17 Interest				
18 Taxes (attach schedule) (see instructions) SCHED 2	1,200			1,200
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SCHEDULE 3	2,687	701	701	1,986
24 Total operating and administrative expenses. Add lines 13 through 23	46,927	14,966	14,966	31,961
25 Contributions, gifts, grants paid	35,003			35,003
26 Total expenses and disbursements. Add lines 24 and 25	81,930	14,966	14,966	\$ 66,964
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	\$ (47,290)			
b Net investment income (if negative, enter -0-)		\$ 41,246		
c Adjusted net income (if negative, enter -0-)			\$ 41,246	

SCANNED JUN 20 2013

Revenue

Operating and Administrative Expenses

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5

THE SOPHRON FOUNDATION

52-1199140

Form 990-PF (2011)

Page **2**

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			\$ 11,231	\$ 9,413	\$ 9,413
	2 Savings and temporary cash investments			67,126	188,646	188,646
	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) SCH 8			145		
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges SCHEDULE 5					
	10a Investments—U.S. and state government obligations (attach schedule)			67,133	62,012	62,012
	b Investments—corporate stock (attach schedule) . SCHEDULE 5			453,986	558,636	558,636
	c Investments—corporate bonds (attach schedule) SCHEDULE 5			198,903	122,649	122,649
	11 Investments—land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule) SCHEDULE 5			372,761	174,143	174,143
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			\$ 1,171,285	\$ 1,115,499	\$ 1,115,499
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)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			\$ 1,171,285	\$ 1,115,499	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	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)			1,171,285	1,115,499	
	31 Total liabilities and net assets/fund balances (see instructions)			\$ 1,171,285	\$ 1,115,499	

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	\$ 1,171,285
2 Enter amount from Part I, line 27a	2	(47,290)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,123,995
5 Decreases not included in line 2 (itemize) ▶ SCHEDULE 6	5	8,496
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	\$ 1,115,499

Form **990-PF** (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	PUBLICLY TRADED SECURITIES			
b				
c	SCHEDULE 7			
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			SCHEDULE 7
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	\$ (21,572)
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	\$ (12,349)

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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	\$ 53,593	\$ 1,204,041	0.0445
2009	57,039	1,042,608	0.0547
2008	40,030	838,924	0.0477
2007	76,211	1,085,437	0.0702
2006	77,265	1,226,215	0.0630

2	Total of line 1, column (d)	2	\$ 0.2802
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	0.05603
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,140,367
5	Multiply line 4 by line 3	5	63,897
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	412
7	Add lines 5 and 6	7	\$ 64,309
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	\$ 66,964

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	\$	412
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		412
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		-0-
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		412
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	\$	2,095
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		2,095
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	\$	1,683
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> \$ 1,683 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input checked="" type="checkbox"/> \$ N/A (2) On foundation managers. <input checked="" type="checkbox"/> \$ N/A		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ N/A		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VIRGINIA <input checked="" type="checkbox"/> MARYLAND		
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? <i>If "No," attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV.</i>	X	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		X

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 ▶ ROBERT E. GROVE Telephone no. ▶ 410-465-5850 Located at ▶ 4510 MUSTERING DRUM ELLICOTT CITY, MARYLAND ZIP+4 ▶ 21042-5949			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. . . . N/A ▶ <input type="checkbox"/> 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). PRIVATE OPERATING FOUNDATION		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 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		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	N/A
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SCHEDULE 9				

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 ☐

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 ▶

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 SCHEDULE 10	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE MADE IN THE FISCAL YEAR ENDING 11/30/12	\$ -0-
2 NONE MADE IN THE FISCAL YEAR ENDING 11/30/12	-0-
All other program-related investments See instructions	
3 NONE MADE IN THE FISCAL YEAR ENDING 11/30/12	-0-
Total. Add lines 1 through 3 ▶	\$ -0-

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	\$ 998,268
b	Average of monthly cash balances	1b	159,320
c	Fair market value of all other assets (see instructions)	1c	145
d	Total (add lines 1a, b, and c)	1d	1,157,733
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,157,733
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	17,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,140,367
6	Minimum investment return. Enter 5% of line 5	6	\$ 57,018

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part)

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

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	\$ 66,964
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	66,964
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	412
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	\$ 66,552

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

Part XIII • **Undistributed Income** (see instructions)**PRIVATE OPERATING FOUNDATION**

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
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				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ _____				
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				
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 **AUGUST 26, 1981**

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

	Prior 3 years				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	\$ 41,246	\$ 49,828	\$ 52,130	\$ 41,946	\$ 185,150
b 85% of line 2a	35,059	42,354	44,311	35,654	157,378
c Qualifying distributions from Part XII, line 4 for each year listed	66,964	53,593	57,039	40,030	217,626
d Amounts included in line 2c not used directly for active conduct of exempt activities	-0-	-0-	-0-	-0-	-0-
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	66,964	53,593	57,039	40,030	217,626
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	38,012	40,135	34,753	27,964	140,864
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SCHEDULE 11

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

NONE

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

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

SCHEDULE 11

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	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
Name and address (home or business)				
a <i>Paid during the year</i>				
SCHEDULE 12				
Total				3a
b <i>Approved for future payment</i>				
NONE				
Total				3b

[illegible]

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
----------------------	---

DURING THE FISCAL YEAR ENDING 11/30/12, THE FOUNDATION ENGAGED IN NO ACTIVITIES CONTRIBUTING IMPORTANTLY TO THE ACCOMPLISHMENT OF ITS EXEMPT PURPOSES, OTHER THAN BY PROVIDING FUNDS FOR SUCH PURPOSES. REVENUE RESULTED FROM THE EARNINGS ON, OR SALE OF, FINANCIAL INVESTMENTS.

THE SOPHRON FOUNDATION
52-1199140
FORM 990-PF 11/30/12

SCHEDULE 1
PART I - LEGAL AND ACCOUNTING AND OTHER

Legal - annual report and filing fee	\$25
	=====
Accounting - bookkeeping through compilation of financial statements, and preparation of the annual return	\$1,250
	=====
Other - brokerage account maintenance fees	\$14,265
	=====

SCHEDULE 2
PART I - TAXES

Federal Excise Taxes	\$1,200
	=====

SCHEDULE 3
PART I - OTHER EXPENSES

Directors' and Officers' Insurance	\$1,561
Amortization of Bond Premiums and Discounts (Schedule 4)	701
Office Supplies	201
Postage, Messenger & Fax	178
Other	46

	\$2,687
	=====

THE SOPHRON FOUNDATION
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SCHEDULE 4
BOND PREMIUM AND DISCOUNT AMORTIZATION

	Amortizable Amount	Prior Years	Current year
\$50,000 U.S. Treasury Bonds @ 11.25% due 2/15/2015; 20.345 years to maturity purchsd 10/11/94 at a value of \$65,469	\$15,469	\$13,028	\$760
\$30,000 Goldman Sachs Bonds @ 6.0% due 6/15/2020; 8.56 years to maturity purchsd 11/22/11 at a value of \$29,563	(437)	(4)	(51)
\$50,000 QWest Capital Bonds @ 7.625% due 8/3/2021; 19.5 years to maturity purchsd 1/28/02 at a value of \$49,920	(80)	(39)	(4)
\$50,000 MBNA Capital I Bonds @ 8.278% due 12/1/2026; 24.84 years to maturity purchsd 1/28/02 at a value of \$50,369	369	147	9
\$20,000 Morgan Stanley Bonds @ 5.5% due 8/14/2017; 5.04 years to maturity purchsd 8/1/12 at a value of \$19,800	(200)	0	(13)
column (b)			\$701

SCHEDULE 5
PART II - INVESTMENTS

	End-of-Year Market Value
U.S. Government Bonds	\$62,012

THE SOPHRON FOUNDATION
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SCHEDULE 5
PART II - INVESTMENTS

	End-of-Year Market Value -----
Apache Corp.	\$15,418
AT&T, Inc.	22,185
Baytex Energy Corp.	154,595
Caterpillar, Inc.	19,179
FirstEnergy Corp.	28,660
Prospect Capital Corp.	14,215
Saul Centers Sr. Cumulative Preferred	25,570
3M Co.	18,190
Newmont Mining Corp.	16,011
General Electric Co.	20,285
Amazon.Com, Inc.	15,123
Duke Energy Corp.	18,061
Citigroup, Inc.	3,111
Halliburton Co.	13,340
Southern Copper Corp.	32,997
Royal Gold, Inc.	22,209
Hercules Technology Growth Cap, Inc.	12,715
PEPCO Holdings, Inc.	27,636
Goldcorp, Inc.	19,350
Capital One Financial Corp.	14,970
J.P. Morgan Chase Bank Cumulative Preferred	14,970
Silver Wheaton Corp.	16,542
Intel Corp.	13,304

	\$558,636
	=====
\$10,000 Hilton Hotels @ 7.5% due 12/15/17	\$10,500
\$20,000 Morgan Stanley @ 5.5% due 8/14/17	20,103
\$30,000 Goldman Sachs Group @ 6% due 6/15/20	35,566
\$50,000 QWest Capital Funding @ 7.625% due 8/3/21	56,480

	\$122,649
	=====
Penn West Petroleum Ltd.	\$13,248
Chesapeake Lodging Trust Cumulative Preferred	13,310
Gamco Global Gold Natural Resources & Income Trust	39,960
Kayne Anderson Energy Total Return Fund	15,559
Blackrock Energy & Resources Trust	28,380
Hartford Floating Rate Fund	33,398
India Fund	13,608
Ishares Gold Trust	16,680

	\$174,143
	=====

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SCHEDULE 6
PART III - DECREASES

Unrealized Investment Losses \$8,496
=====

SCHEDULE 7
PART IV - CAPITAL GAINS AND LOSSES

Description		Date Acquired	Date Sold	Gross Sales Price	Cost Plus Expenses	Gain/ (Loss)	
-----		-----	----	-----	-----	-----	
200 shs Boeing Co	P	11/16/11	4/23/12	\$14,462	\$13,455	\$1,007	ST
1480 shs Patriot Coal Corp.	P	10/25/11	6/22/12	1,708	15,187	(13,479)	ST
500 shs Ishares Gold Trust	P	11/17/11	9/13/12	8,436	8,379	57	ST

						(12,415)	

Capital Gain Distr						66	

						(\$12,349)	
						=====	
200 shs Morgan Stanley China A Fd	P	10/31/07	12/19/11	\$3,883	\$12,699	(\$8,816)	LT
200 shs Morgan Stanley China A Fd	P	2/20/08	12/19/11	\$3,883	8,954	(5,071)	LT
150 shs Duke Energy Corp.	P	3/1/10	1/24/12	3,167	2,475	692	LT
200 shs Microsoft Corp.	P	10/26/10	1/25/12	5,838	5,112	726	LT
50 shs Caterpillar Inc.	P	11/28/07	1/26/12	5,601	3,546	2,055	LT
250 shs Penn West Petroleum Ltd.	P	10/18/07	2/17/12	5,416	8,103	(2,687)	LT
250 shs Penn West Petroleum Ltd.	P	1/23/09	2/17/12	5,415	3,060	2,355	LT

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Description		Date Acquired	Date Sold	Gross Sales Price	Cost Plus Expenses	Gain/ (Loss)	
500 shs Microsoft Corp.	P	10/26/10	2/23/12	15,570	12,779	2,791	LT
750 shs Prospect Capital Corp.	P	7/27/04	3/8/12	8,064	11,252	(3,188)	LT
2 notes Hilton Hotels Corp.	P	12/1/98	4/27/12	2,023	2,032	(9)	LT
13 notes Hilton Hotels Corp.	P	12/1/98	4/27/12	13,146	13,207	(61)	LT
50 notes GMAC	P	1/28/03	4/27/12	50,192	50,000	192	LT
175 shs Royal Gold, Inc.	P	3/1/10	6/13/12	13,921	7,948	5,973	LT
50 bds MBNA Capital Tr I	P	1/28/02	7/25/12	51,035	50,213	822	LT
550 shs Noble Corp.	P	12/14/10	7/31/12	20,471	19,137	1,334	LT
400 shs Prospect Capital Corp.	P	7/27/04	9/4/12	4,592	6,000	(1,408)	LT
25 shs Royal Gold, Inc.	P	3/1/10	9/4/12	2,200	1,135	1,065	LT
25 shs Royal Gold, Inc.	P	4/23/10	9/4/12	2,201	1,225	976	LT
1000 shs Steel Dynamics, Inc.	P	4/5/11	9/4/12	11,921	19,649	(7,728)	LT
250 shs Proctor & Gamble Co.	P	2/26/08	10/11/12	17,037	16,887	150	LT
Sale of Fractional Shares - Southern Copper Corp.	P	4/22/08	3/1/12	20	0	20	LT
Duke Energy Corp.	P	3/1/10	7/3/12	23	0	23	LT
				\$270,225	\$292,434	(9,794)	
Capital Gain Distr						571	
						(9,223)	
						=====	

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SCHEDULE 8
PART VII-B LINE 1a(4) & PART II LINE 6

Robert Grove received compensation at the rate of \$1,000 per month, and Daniel Grove and Kathryn Hibschan received compensation at the rate of \$750 per month during the fiscal year. Payment for November, 2012 was made in December, 2012.

Officers and directors are reimbursed periodically for their out-of-pocket spending on Foundation business. At November 30, 2011 Robert Grove had received an advance of \$145 to cover office expenses.

SCHEDULE 9
PART VIII

The following are the officers and directors of The Sophron Foundation as of 11/30/12:

- a) Robert E. Grove, Director and Secretary/Treasurer. 4510 Mustering Drum, Ellicott City, Maryland 21042. He devotes an average of 15 hours/month to the Foundation.
- b) Hope E. Grove, Director. ~~4510 Mustering Drum, Ellicott City, Maryland, 21042.~~ She devotes an average of 5 - 10 hours/month to the Foundation.
- c) Daniel R. Grove, Director and President. 4510 Mustering Drum, Ellicott City, Maryland, 21042. He devotes an average of 15 hours/month to the Foundation.
- d) Catherine Grove, Director. 4510 Mustering Drum, Ellicott City, Maryland, 21042. She devotes a few hours/year to the Foundation.
- e) Alexis H. Manchio, Director. 4510 Mustering Drum, Ellicott City, Maryland, 21042. She devotes a few hours/year to the Foundation.

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- f) Jeffrey V. Manchio, Director. 4510 Mustering Drum, Ellicott City, Maryland, 21042. He devotes a few hours/year to the Foundation.
- g) Kathryn A. Hibschan, Director and Vice President. 4510 Mustering Drum, Ellicott City, Maryland, 21042. She devotes a few hours/month to the Foundation.
- h) Judith E. Hibschan, Director. 4510 Mustering Drum, Ellicott City, Maryland, 21042. She devotes a few hours/year to the Foundation.

Daniel Grove, President, and Kathryn Hibschan, Vice President are each paid \$750 per month, totalling \$16,500 this fiscal year, in compensation. Robert Grove, Secretary/Treasurer is paid \$1,000 per month, totalling \$11,000 in compensation. No other officer or director is paid any amount either directly or indirectly.

The Foundation makes no contributions to any retirement plan for any of the officers or directors. None of the officers or directors has an expense account or any other allowance.

SCHEDULE 10
PART IX-A

As indicated in Schedule 12, the Foundation engages in non-significant-involvement grant programs.

SCHEDULE 11
PART XV

- Line 1a - The late Tom Rogers. His aggregate contributions constitute nearly all the contributions to the Foundation. Please see the note for Part I given in earlier years.
- Line 2 - The Sophron Foundation is a private operating foundation, and has no "standard" grant-giving procedure.

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SCHEDULE 12
PART XV LINE 3a

All of the following grants were made to IRS code section 509(a)(1), (2), or (3) organizations during the Foundation's fiscal year ending 11/30/12. There is no relationship by birth/family or financial circumstance between any grant recipient and any Foundation officer or director.

A grant was made to the Tanzanian Children's Fund, P.O. Box 382006, Cambridge, Massachusetts 02238 to drill a well for long-term water supply at the Rift Valley Children's Village in the Karatu Region, \$10,000
to cover the cost for three years of a reproductive health class at the Gyetighi Primary School, and to provide 6,000
medicine for two years to eradicate hookworm and ringworm. 3,000

A grant was made to Homestretch, Inc., 303 South Maple Avenue, Suite 400, Falls Church, Virginia 22046 to provide \$20 Payless gift cards for the under-18 children of the families being helped to attain permanent housing and self-sufficiency. 2,000

~~A grant was made to Vantage House, a continuing-care retirement community owned and operated by a non-profit, non-sectarian charitable corporation, 5400 Vantage Point Road, Columbia, Maryland 21044 to reimburse an employee for the tuition, fees and book expenses she paid for her post-secondary nursing degree or continuing education program. 3,350~~

A grant was made to the McAuliffe-Shepard Discovery Center, 2 Institute Drive, Concord, New Hampshire 03301 to support six students' tuition and meals at summer camp in the Touch the Future, Inc. program, that promotes the exploration of astronomy and space science. 1,890

A grant was made to the University of Maine, 303 Byrand Global Science Center, Orono, Maine 04469 to provide Penobscot Bay STEM Collaboratives, development printing & dissemination of climate data stories and four temperature loggers and one coupler for its climate change study. 1,760

A grant was made to Snow Cap Community Charities, P.O. Box 160, Fairview, Oregon, 97024, an organization created to provide food, clothing, advocacy and other services to the poor for food and clothing generally, 1,003
and for children's back-to-school clothing items. 1,788

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SCHEDULE 12
PART XV LINE 3a

A grant was made to Reston Interfaith, Inc., 11150 Sunset Hills Road, Suite 210, Reston, Virginia 20190 to support the motor cycle Underwear Ride for homeless men. 500

A grant was made to Sustainable Urban Neighborhoods, 1912 N.E. Killingsworth Street, Portland, Oregon 97211 for the Portland Fruit Tree Project, which is designed to increase equitable access to healthy food and thereby strengthen communities. 511

A grant was made to Catholic Charities, Inc., 231 S.E 12th Avenue, Portland, Oregon 97214 for the purchase of Halloween costumes for low-income refugee children living in Katen Park in Portland. 471

Monies were provided to various Foundation officers and directors to purchase "stocking stuffers" for distribution to clientele of the following organizations at Christmastime. The stockings generally contain small items of winter clothing, toys, games and candy, but also items more pertinent to the nature of the donee organization.

Grassroots Crisis Intervention Center, Inc.
6700 Freetown Road
Columbia, Maryland 21044 988

Ozone House
1705 Washtenaw Avenue
Ann Arbor, Michigan 48104 910

Fairfax Inova Children's Hospital
3300 Gallows Road
Falls Church, Virginia 22042 832

\$35,003
=====

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

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **►**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile 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	
Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	THE SOPHRON FOUNDATION	<input checked="" type="checkbox"/> 52-1199140	
	Number, street, and room or suite no. If a P O box, see instructions.	Social security number (SSN)	
	4510 MUSTERING DRUM	<input type="checkbox"/>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	ELLCOTT CITY, MARYLAND 21042		

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

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

- The books are in the care of ► ROBERT E. GROVE 4510 MUSTERING DRUM ELLICOTT CITY, MD 21042

Telephone No. ► 410-465-5850

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 JULY 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 or

► ☒ tax year beginning DECEMBER 1, 20 11, and ending NOVEMBER 30, 20 12.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	825
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,095
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	-0-

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

• 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	Employer identification number (EIN) or <input type="checkbox"/>
Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN) <input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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

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.

• 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.

- 4 I request an additional 3-month extension of time until _____, 20____.
- 5 For calendar year _____, or other tax year beginning _____, 20____, and ending _____, 20____.
- 6 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 _____

8a 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.	8a	\$
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	8b	\$
c 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.	8c	\$

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 **▶**

Date **▶**