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

2011

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

For calendar year 2011 or tax year beginning DEC 1, 2011, and ending NOV 30, 2012

Name of foundation

LOWNDES, DROSDICK, DOSTER, KANTOR & REED
FOUNDATION, INC.

A Employer identification number

59-2749322

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 2809

Room/suite

B Telephone number

407-843-4600

City or town, state, and ZIP code

ORLANDO, FL 32802

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 87,272.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received	63,977.			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	63,977.	0.	0.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,261.	0.	0.	1,261.
c	Other professional fees				
17	Interest				
18	Taxes	122.	0.	0.	122.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	1,383.	0.	0.	1,383.
25	Contributions, gifts, grants paid	46,086.			46,086.
26	Total expenses and disbursements. Add lines 24 and 25	47,469.	0.	0.	47,469.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	16,508.			
b	Net investment income (if negative, enter -0-)		0.		
c	Adjusted net income (if negative, enter -0-)			0.	

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Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	70,764.	87,272.	87,272.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	70,764.	87,272.	87,272.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	70,764.	87,272.	
	30 Total net assets or fund balances	70,764.	87,272.	
31 Total liabilities and net assets/fund balances	70,764.	87,272.		

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	70,764.
2 Enter amount from Part I, line 27a	2	16,508.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	87,272.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	87,272.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

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

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

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	42,965.	78,050.	.550480
2009	30,400.	63,386.	.479601
2008	93,853.	51,372.	1.826929
2007	49,721.	39,714.	1.251977
2006	87,429.	51,340.	1.702941

2 Total of line 1, column (d)	2	5.811928
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	1.162386
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	52,957.
5 Multiply line 4 by line 3	5	61,556.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	61,556.
8 Enter qualifying distributions from Part XII, line 4	8	47,469.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	0.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
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		0.
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		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 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 instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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? 13 ☒ X ☐

Website address **N/A**

14 The books are in care of **JOHN R. KING, JR.** Telephone no. **407-843-4600**
 Located at **215 N. EOLA DRIVE, ORLANDO, FL** ZIP+4 **32801**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15 ☐ **N/A**

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 ☐ Yes ☒ No X
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ☐

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.

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? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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.) ☐ Yes ☒ 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)? N/A ☐

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 before the first day of the tax year beginning in 2011? 1c ☐ ☐ X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No
 If "Yes," list the years ☐

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A ☐

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ☐

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.) 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))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED				
	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2011)

Part VIII

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

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

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

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

C

Part IX-A

Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

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

Amount

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

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 0.
b	Average of monthly cash balances	1b 53,763.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 53,763.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 53,763.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 806.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 52,957.
6	Minimum investment return. Enter 5% of line 5	6 2,648.

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 2,648.
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 0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 2,648.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 2,648.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 2,648.

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 47,469.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 47,469.
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 0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 47,469.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,648.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	84,862.			
b From 2007	47,735.			
c From 2008	91,284.			
d From 2009	27,231.			
e From 2010	39,062.			
f Total of lines 3a through e	290,174.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$	47,469.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,648.
e Remaining amount distributed out of corpus	44,821.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	334,995.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	84,862.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	250,133.			
10 Analysis of line 9:				
a Excess from 2007	47,735.			
b Excess from 2008	91,284.			
c Excess from 2009	27,231.			
d Excess from 2010	39,062.			
e Excess from 2011	44,821.			

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

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

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

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

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

SEE ATTACHED

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

NONE

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

- a** The name, address, and telephone number of the person to whom applications should be addressed:
- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines:
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADULT LITERACY LEAGUE, INC.	N/A	PUBLIC	SUPPORT	500.
ORLANDO AFTER SCHOOL ALL-STARS	N/A	PUBLIC	SUPPORT	3,200.
BOY SCOUTS OF OSCEOLA COUNTY	N/A	PUBLIC	SUPPORT	250.
HEART OF FLORIDA UNITED WAY	N/A	PUBLIC	SUPPORT	27,799.
JUNIOR ACHIEVEMENT OF CENTRAL FLORIDA	N/A	PUBLIC	SUPPORT	1,250.
Total	SEE CONTINUATION SHEET(S)			46,086.
b Approved for future payment				
NONE				
Total				0.

LOWNDES, DROSDICK, DOSTER, KANTOR & REED
FOUNDATION, INC.

59-2749322

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WELLNESS HOUSE	N/A	PUBLIC	SUPPORT	500.
THE BLANKER FOUNDATION	N/A	PUBLIC	SUPPORT	250.
SUSAN G. KOMEN 3-DAY	N/A	PUBLIC	SUPPORT	250.
UF FOUNDATION	N/A	PUBLIC	SUPPORT	5,000.
UNITED ARTS OF CENTRAL FLORIDA	N/A	PUBLIC	SUPPORT	5,000.
U.S. BANK TCOW CAMPAIGN	N/A	PUBLIC	SUPPORT	1,000.
CENTRAL FLORIDA LEUKEMIA & LYMPHOMA SOCIETY	N/A	PUBLIC	SUPPORT	587.
BOYS & GIRLS CLUB OF SANTA MONICA	N/A	PUBLIC	SUPPORT	500.
Total from continuation sheets				13,087.


Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|-------|----|
| 1 | Did the organization directly or indirectly engage in 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? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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) the value of the goods, other assets, or services received. | | |

[illegible]

- 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 ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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 true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		3/12/13 Date		President Title		
Paid Preparer Use Only	Print/Type preparer's name MARY ANN DEISSEROTH, CPA		Preparer's signature MARY ANN DEISSERO		Date 02/13/13	Check <input type="checkbox"/> if self-employed	PTIN P00440098
	Firm's name ▶ AVERETT WARMUS DURKEE, P.A.					Firm's EIN ▶ 59-3214308	
	Firm's address ▶ 1417 E. CONCORD STREET ORLANDO, FL 32803					Phone no. (407) 849-1569	

LOWNDES, DROSDICK, DOSTER, KANTOR & REED FOUNDATION
59-2749322
NOVEMBER 30, 2012

ATTACHMENT-FORM 990-PF, PART XV, LINE 1A-LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

RICHARD J. FILDES
TERRY C. YOUNG
NICHOLAS A. POPE
TIMOTHY J. MANOR
HAL H. KANTOR
DALE A. BURKET
ROBERT F. HIGGINS
SHAWN G. RADER
JAMES M. SPOONHOUR
T. EDWARD FRANCIS
JOSEPH A. LANE
JON C. YERGLER
MICHAEL RYAN
WILLIAM A. BECKETT
GARY M. KALEITA

EIN: 59-2749322
LOWNDES, DROSDICK, DOSTER, KANTOR & REED FOUNDATION, INC.
OFFICERS

December 2011 - November 2012

WILLIAM T. DYMOND - President
2080 Fawsett Road
Winter Park, FL 32789

NICHOLAS A. POPE - Vice President
2200 Fawsett Road
Winter Park, FL 32789

TIMOTHY J. MANOR - Secretary
640 Dunblane Drive
Winter Park, FL 32792

JON C. YERGLER - Treasurer
2824 Bear Island Pointe
Winter Park, FL 32792

FOR ALL OFFICERS & DIRECTORS

PART VIII, LINE 1(b) - 1(e)

- (b) MINIMAL
- (c) NONE
- (d) NONE
- (e) NONE

EIN: 59-2749322

LOWNDES, DROSDICK, DOSTER, KANTOR & REED FOUNDATION, INC.

Directors

December 2011 - November 2012

SUZAN A. ABRAMSON 1621 Hillcrest Avenue Winter Park, FL 32789	MICHAEL R. GIBBONS 2161 Snow Road Orlando, FL 32814	HAROLD G. McNEILL 4382 Tidewater Drive Orlando, FL 32812
ZACHARY J. BANCROFT 2867 Stanfield Avenue Orlando, FL 32814	(term 4/13/12)	AARON J. GOROVITZ 2006 Wayhaven Court Maitland, FL 32751
WILLIAM A. BECKETT 8701 White Ibis Court Orlando, FL 32836	LINDA C. HANKINS 3679 Winding Lake Circle Orlando, FL 32835	TIMOTHY R. MIEDONA 2410 Nancy Street Orlando, FL 32806
WILLIAM R. BIRD, JR. 601 E. Gore Orlando, FL 32806	(term 3/16/12)	JAMES F. HEEKIN 240 Spring Lake Hills Drive Altamonte Springs, FL 32714
JACQUELINE BOZZUTO 5080 Down Point Lane Windermere, FL 34786	ROBERT F. HIGGINS 827 Elhwood Avenue Orlando, FL 32804	REBECCA L. PALMER 448 East Gore Street Orlando, FL 32806
MATTHEW G. BRENNER 1330 Radclyffe Road Orlando, FL 32804	JAMES J. HOCTOR 1891 Winchester Winter Park, FL 32789	T. TODD PITTENGER 500 Florida Street Orlando, FL 32806-1330
DALE A. BURKET 1505 The Oaks Drive Maitland, FL 32751	JASON W. JOHNSON 2522 Chantilly Avenue Winter Park, FL 32789	NICHOLAS A. POPE 2200 Fawsett Road Winter Park, FL 32789
CASEY M. CAVANAUGH 1922 Old Colony Lane Maitland, FL 32751	GARY M. KALEITA 2756 Deer Berry Ct. Longwood, FL 32779	SHAWN G. RADER 582 S. Osceola Avenue Orlando, FL 32801
RICHARD S. DELLINGER 1105 Wilkinson St Orlando, FL 32803	HAL H. KANTOR 815 Cordova Road Orlando, FL 32804	MOREY O. RAISKIN 832 Mystic Oak Place Apopka, FL 32712
ALEXANDER B. DOBREV 1102 Azalea Lane Winter Park, FL 32789	JAMES G. KATTELMANN 3953 S. Wardell Pl Orlando, FL 32814	PETER E. REINERT 1180 Woodmere Drive Winter Park, FL 32789
WILLIAM E. DOSTER 394 Henkel Circle Winter Park, FL 32789	JOSEPH A. LANE 7421 Pinemount Drive Orlando, FL 32819	REBECCA E. RHODEN 1167 Gatwick Loop Heathrow, FL 32746
WILLIAM T. DYMOND 2080 Fawsett Road Winter Park, FL 32789	MEREDITH E. LEVEL 13619 Waterhouse Way Orlando, FL 32828	JOHN D. RUFFIER 3701 Lake Sarah Drive Orlando, FL 32804
MICHAEL V. ELSEBERRY 1521 Hams Circle Winter Park, FL 32789-4035	PETER L. LOPEZ 3406 Bellington Drive Orlando, FL 32835	MICHAEL RYAN 139 West Fawsett Road Winter Park, FL 32789
RICHARD J. FILDES 2514 Gatlin Avenue Orlando, FL 32806	JOHN F. LOWNDES 1308 Green Cove Road Winter Park, FL 32789	GARY R. SOLES 13145 Palmer Drive Clermont, FL 34711
MIRANDA F. FITZGERALD 9602 Sloane Street Orlando, FL 32827-7044	PAUL I. MANDELKERN 653 Selkirk Drive Winter Park, FL 32792	WAYNE ANDREW SORRELL II 850 E. Lake Sue Avenue Winter Park, FL 32789
THOMAS E. FRANCIS 649 Cherokee Circle Orlando, FL 32801	TIMOTHY J. MANOR 640 Dunblane Drive Winter Park, FL 32782	JAMES M. SPOONHOUR 241 E. Rockwood Way Winter Park, FL 32789
JULIA L. FREY 1151 Mayfield Avenue Winter Park, FL 32789	JOAQUIN E. MARTINEZ 844 Kenilworth Terrace Orlando, FL 32803	NORMA STANLEY 1202 Wolverine Trail Winter Sprng, FL 32708
RACHEL D. GEBALDE 1639 Choctaw Trail Maitland, FL 32751	DANIEL F. McINTOSH 810 Bonita Drive Winter Park, FL 32789	THOMAS R. SULLIVAN 4502 Patricia Ann Court Orlando, FL 32839

EIN: 59-2749322

LOWNDES, DROSDICK, DOSTER, KANTOR & REED FOUNDATION, INC.

Directors

December 2010 - November 2011

SCOTT C. THOMPSON
421 Brarwood Drive
Winter Park, FL 32789

MARY REBECCA WILSON
1355 Pelham Road
Winter Park, FL 32789

JAMES S. TOSCANO
1812 Pepperidge Drive
Orlando, FL 32808

ORMEND G. YEILDING
3723 Derran Lane
Orlando, FL 32814

WILLIAM S. VANOS
801 S. Mills
Orlando, FL 32801

JON C. YERGLER
2824 Bear Island Pointe
Winter Park, FL 32792

JILL HARMON VILHELM (term 7/31/12)
9918 Turtle Bay Court
Orlando, FL 32832

TERRY C. YOUNG
5115 Cranes Point Ct
Orlando, FL 32839

JAMES E. WALSON
1023 Golfview Street
Orlando, FL 32804

JOSEPH W. ZITZKA
878 River Boat Circle
Orlando, FL 32828

AMANDA WILSON
1838 Windermere-down Place
Windermere, FL 34786

FORM 990-PF . ACCOUNTING FEES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES-ACCOUNTING	1,261.	0.	0.	1,261.
TO FORM 990-PF, PG 1, LN 16B	1,261.	0.	0.	1,261.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEPARTMENT OF STATE ANNUAL REPORT	122.	0.	0.	122.
TO FORM 990-PF, PG 1, LN 18	122.	0.	0.	122.
