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

OMB No 1545-0052

2012

Department of the Treasury Internal Revenue Service

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

For ca	ienaa	r year 2012, or tax year beginning	, 2012	, and ending	, A F-114-85-8	
Henr	<u>y</u> 0	. Schaefer Family Founda	tion		A Employer identification number 03-0503064	
		glewood Drive ter, VT 05446			Telephone number (see the instructions) (802) 658-4776	
					C If exemption application is pending, check her	re ►[
G Ch	eck a	Il that apply: Initial return	Initial return of a forr Amended return	ner public charity	D 1 Foreign organizations, check here	. ►[
H C	heck	type of organization: X Section 50	Name change 01(c)(3) exempt private f	oundation	2 Foreign organizations meeting the 85% test, of here and attach computation	check ►[
	Se	ction 4947(a)(1) nonexempt charitable	trust Other taxable	private <u>fo</u> undation	E If private foundation status was terminated under section 507(b)(1)(A), check here	▶ [
(from P	art II, column (c), line 16)	other (specify)		F If the foundation is in a 60-month termination	, [
► \$ Part		777,762. (Part nalysis of Revenue and	l, column (d) must be oi	T	under section 507(b)(1)(B), check here	<u> </u>
	E	xpenses (The total of amounts in plumns (b), (c), and (d) may not neces arily equal the amounts in column (a) see instructions).)	(a) Revenue and expenses per books	(b) Net investmer income	it (c) Adjusted net income for char purposes basis or	itable (cash
	1	Contributions, gifts, grants, etc, received (att sch)	216,533.			
	3	Ck In the foundn is not req to att Sch B Interest on savings and temporary cash investments		<u> </u>		·
	4		9,987.	9,98	7. 9,987.	
		a Gross rents Net rental income				
R		or (loss) Net gain/(loss) from sale of assets not on line 10	3,402.			
E V	l _	Gross sales price for all assets on line 6a 83, 808.		2.46		
E N	8	Capital gain net income (from Part IV, line 2) Net short-term capital gain		3,40	2.	
E	9 10	Income modifications			<u> </u>	
	1	allowances Less Cost of goods sold				
		Gross profit/(loss) (att sch) Other income (attach schedule)				
		Total. Add lines 1 through 11	229,922.	13,38	9. 9,987.	
	13 14	compensation or officers, and totals, addition, etc	18,000.			
		Pension plans, employee benefits				
A D		Legal fees (attach schedule).	1 005			
M		Accounting fees (attach sch) See St 1 to Other prof fees (attach sch) See St 2		REC	EIVED	
OI	17		1,125.			
OPERAT	18 19	Taxes (attach schedule)(see instrs) See Stm 3 Depreciation (attach sch) and depletion	261.	8 MAY	2 8 2013 SO 2 8 2013 SO	
l į N y	20	Occupancy	` <u> </u>	7000		
_	21	Travel, conferences, and meetings Printing and publications			LW, UI	
EXPERSES	22 23	Other expenses (attach schedule)		 		
N S E	24	Total operating and administrative expenses. Add lines 13 through 23	05.015			
Š	25	Contributions, gifts, grants paid Part XV	27,915. 21,750.		21	,750
		Total expenses and disbursements. Add lines 24 and 25				
	27	Subtract line 26 from line 12:	49,665.		0. 0. 21	<u>, 750</u>
BAA F	1	Excess of revenue over expenses and disbursements	180,257.			
	1	Net investment income (if negative, enter -0-) .	100,237.	13,38	9.	
		Adjusted net income (if negative, enter -0-)	,		9,987.	

Par	t II	Bålance Sheets	column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest	<u> </u>		(-)	(b) t all market value
	2	Savings and tempor	3	69,024.	234,421.	234,421.
	3		_	03,021.	251, 121.	234,421.
		Less: allowance for	doubtful accounts >			
	4	Pledges receivable			<u> </u>	
		Less: allowance for	doubtful accounts			
	5	Grants receivable				
	6	Receivables due from offic	cers, directors, trustees, and other			
		disqualified persons (attac	ch schedule) (see instructions).	886.		
	7	Other notes and loans rec	`			
A S E T		Less allowance for				
Ş	8	Inventories for sale				
Ť	9		nd deferred charges			
S	10	a Investments – U.S. obligations (attach s	and state government chedule)			
		•	stock (attach schedule)	457,650.	473,396.	543,341.
		c Investments — corporate	bonds (attach schedule)			
	11	Investments – land, equipment [,] basis	buildings, and			
		Less: accumulated deprecedant (attach schedule)	iation			
	12	Investments - morto	gage loans.			
	13	Investments – other	(attach schedule) .			
	14	Land, buildings, and	equipment: basis			
		Less: accumulated deprect (attach schedule)	iation			
		Other assets (descri	•			
	ļ	see the instructions.	completed by all filers — Also, see page 1, item l).	527,560.	707,817.	777,762.
Ļ	17	, ,	nd accrued expenses			
Á	18	Grants payable				
B	19	Deferred revenue				
Ļ	20	·	tors, trustees, & other disqualified persons		· · · · · · · · · · · · · · · · · · ·	
Ť	21 22	Other liabilities (des	s payable (attach schedule)		· · · · · · · · · · · · · · · · · · ·	
Į F	22	Other habilities (desi				
E S	23	Total liabilities (add	lines 17 through 22)	0.	0.	
		Foundations that fol and complete lines 2	llow SFAS 117, check here 24 through 26 and lines 30 and 31.			:
N F	24	Unrestricted				
EUTN	25	Temporarily restricte	ed			
D	26	Permanently restrict	ed			
A S S A E L T A		Foundations that do and complete lines 2	not follow SFAS 117, check here 🕒 🛚 🗓 27 through 31.			
ĒL	27		orincipal, or current funds			
S N C	28	• • • •	or land, building, and equipment fund .			
O E	29		ulated income, endowment, or other funds	527,560.	707,817.	
RS	30		und balances (see instructions) .	527,560.	707,817.	
	31	(see instructions)	net assets/fund balances	527,560.	707,817.	
Par	E III 	Analysis of Chan-	ges in Net Assets or Fund Balance		,	
	Tota	I net assets or fund ba	alances at beginning of year — Part II, colu		ree with	507 500
2		er amount from Part I,	, ,	• ••	2	527,560. 180.257
3		increases not included in lir			3	180,257.
4		lines 1, 2, and 3			4	707,817.
5		ases not included in line 2 (itemize) ►		5	101,011.
6		•	alances at end of year (line 4 minus line 5)	- Part II, column (b), lir		707,817.
						

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.

Enter qualifying distributions from Part XII, line 4

Forn	990-PF (2012) Henry O. Schaefer Family Foundation 03-050306	4	F	age 4
Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction	ns)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here			
	Date of ruling or determination letter (attach copy of letter if necessary — see instrs)			
t	Domestic foundations that meet the section 4940(e) requirements in Part V,	<u></u>	2	268.
	check here ► and enter 1% of Part I, line 27b.			'
•	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			-
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable			
_	foundations only Others enter -0-)			<u>0.</u>
3	Add lines 1 and 2			<u> 268.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			268.
•	Credits/Payments			i
	a 2012 estimated tax pmts and 2011 overpayment credited to 2012 b Exempt foreign organizations — tax withheld at source 6 a 6 b			
				ı
	Tax paid with application for extension of time to file (Form 8868) Backup withholding erroneously withheld 6c 268.			1
7	Total credits and payments Add lines 6a through 6d		,	260
8	Enter any penalty for underpayment of estimated tax. Check here			268.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			<u> </u>
11	Enter the amount of line 10 to be Credited to 2013 estimated tax			
	t VII-A Statements Regarding Activities			
Ц.	1		Yes	No
1 2	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?	1 a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes	-		
	(see the instructions for definition)?	1 b		Х
	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			
	Did the foundation file Form 1120-POL for this year?	1 c	-	X
C	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
_	(1) On the foundation	늬		
٠	foundation managers \blacktriangleright \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		- X
_	If 'Yes,' attach a detailed description of the activities	-		
_				li
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3		X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a		X
	If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If 'Yes,' attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			i
	By language in the governing instrument, or			1
	 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? 	6	Х	i
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	
	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	NY			'
t	of 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	8 b	х	1
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	9	-	X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses See Statement 5	10	Х	
BAA	, , , , , , , , , , , , , , , , , , ,	Form 99 0)-PF (2012)

الغرثا	of 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		х
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	Website address	13	Х	
14	The books are in care of ► Inge Schaefer Telephone no. ► (802)		-477	6
15	Located at \(\begin{align*} 101 Tanglewood Drive Colchester VT \\ Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here \\ \text{	N/A		-
	and enter the amount of tax-exempt interest received or accrued during the year		T.,	N/A
16	At any time during calendar year 2012, 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 ►		<u>'</u>	
Pa	RIVILIB 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
1 a	a During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		1	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . XYes No			1
	(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)?			
	(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.).			
ı	b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			
	Organizations relying on a current notice regarding disaster assistance (see instructions).	1 b		X
•	c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,			
2	that were not corrected before the first day of the tax year beginning in 2012?	1 c		X
	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)):			
4	a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?			
	If 'Yes,' list the years ▶ 20 _ , 20 _ , 20	;		:
ı	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.)	2 b	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.		IV	Α
	► 20 _ , 20 _ , 20			
3 a	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
ı	b If 'Yes,' did it have excess business holdings in 2012 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 2012.)	3 b	N.	/A
4 8	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.	4 a		Х
ŀ	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 2012?	4b		Х
DAA	and take your boginning in Edit.	rm 001		

Form 990-PF (2012) Henry O. Schaefer				03064 Page
Part VIES Statements Regarding Activit		1 4/20 May Be Req	uired (continued)	
 5 a During the year did the foundation pay or incurrence (1) Carry on propaganda, or otherwise attempt 	-	n (section 4945(e))?	. Yes X	No
(2) Influence the outcome of any specific pubon, directly or indirectly, any voter registration(3) Provide a grant to an individual for travel,	ation drive?		— ⊢	No No
(4) Provide a grant to an organization other t in section 509(a)(1), (2), or (3), or section	han a charitable, etc, oi	ganization described		No
(5) Provide for any purpose other than religion educational purposes, or for the prevention	us, charitable, scientific	; literary, or		No
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53.4945 or in (see instructions)?	•			5b N/A
Organizations relying on a current notice rega	irding disaster assistand	ce check here	▶ [
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure response of 'Yes,' attach the statement required by Reg	sibility for the grant? .		. N/A. Yes] No
6 a Did the foundation, during the year, receive a			ıs — —	
on a personal benefit contract? b Did the foundation, during the year, pay prem	•		∐Yes X	No 6b X
If 'Yes' to 6b, file Form 8870.	iamo, andony or manee	ay, on a personal bene	_	
7 a At any time during the tax year, was the foun- b if 'Yes,' did the foundation receive any proces				No 7b
Information About Officers, D and Contractors				•
1 List all officers, directors, trustees, foundation	on managers and their	compensation (see ins	tructions).	
(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
Henry R. Schaefer 5030 Crossbow Circle Roanoke, VA 24014	Director 1.00	5,000.	0.	0
Thomas Schaefer	Director	5,000.	0.	0
_48_Cabot_Court South Burlington, VT 05403	1.00			
Peter Schaefer	Director	5,000.	0.	0
<u>1138 N. 82nd Street</u> Seattle, WA 98103	1.00			
Inge Schaefer 101 Tanglewood Drive Colchester, VT 05446	Director 1.00	3,000.	0.	0
2 Compensation of five highest-paid employees (o	ther than those included	on line 1 – see instructio	ns). 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				
		<u> </u>		
Total number of other employees paid over \$50,000]]			0
ВАА	TEEA0306L 1	2/25/12	*	Form 990-PF (2012)

Form 990-PF (2012) Henry O. Schaefer Family Foundation Part VIII Information About Officers, Directors, Trustees, Foundations (continued)	03-05 oundation Managers, Highly Paid I	03064 Page 7 Employees,
3 Five highest-paid independent contractors for professional services (s	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		
		ļ
	· .	
		···
	 <u>-</u>	
Total number of others receiving over \$50,000 for professional services	· · · · · · · · · · · · · · · · · · ·	0
Pant X-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant sta organizations and other beneficiaries served, conferences convened, research papers produced, etc.	itistical information such as the number of	Expenses
1 N/A		
· 1/11	·	
	·	
2		
	·	
3		
~	· 	
	·	
4		
Part Man Summary of Program-Related Investments (see ins	structions)	
Describe the two largest program-related investments made by the foundation during	ig the tax year on lines 1 and 2	Amount
1		
<u>N/A</u>	·	
2		
<u> </u>		
All other program-related investments See instructions.		
3		
Total, Add lines 1 through 3		

Form **990-PF** (2012)

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Form 990-PF (2012) Henry O. Schaefer Family Foundation 03-0503064 Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations. see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes: 1 a 497,939. **b** Average of monthly cash balances 1 b 151.723 c Fair market value of all other assets (see instructions) 1 c 1 d e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 2 Subtract line 2 from line 1d 3 649,662 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 9,745. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4...... 5 639,917. Minimum investment return. Enter 5% of line 5 . . . 6 31,996. Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations 1 Minimum investment return from Part X, line 6 1 31,996. 2a Tax on investment income for 2012 from Part VI, line 5 2 a 268. **b** Income tax for 2012 (This does not include the tax from Part VI.) 2b c Add lines 2a and 2b 2 c 268. 3 Distributable amount before adjustments. Subtract line 2c from line 1. 3 31,728. Recoveries of amounts treated as qualifying distributions. . . 4 Add lines 3 and 4 5 31,728 Deduction from distributable amount (see instructions) 6 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. 7 31,728 Part XIII 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	21,750.
b Program-related investments — total from Part IX-B	1 b	
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)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	. 4	21,750.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	. 6	21,750.

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

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Form 990-PF (2012)

Part XIII Undistributed Income (see instructions)

•	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				21 720
2 Undistributed income, if any, as of the end of 2012:				31,728.
a Enter amount for 2011 only.		-	0.	
b Total for prior years: 20 , 20 , 20		0.	0.	
3 Excess distributions carryover, if any, to 2012:		<u> </u>		
a From 2007 129, 598.				
b From 2008 119, 235.				
c From 2009 140, 519.				
d From 2010 . 82,277.				
e From 2011	_			
f Total of lines 3a through e	471,629.			
4 Qualifying distributions for 2012 from Part				
XII, line 4: ► \$21,750.				
a Applied to 2011, 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.			01.750
d Applied to 2012 distributable amount e Remaining amount distributed out of corpus				21,750.
5 Excess distributions carryover applied to 2012 .	0. 9,978.			0.070
(If an amount appears in column (d), the	9,310.			9,978.
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 .	461,651.			
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 2011 Subtract line 4a from				
line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	119,620.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	342,031.			
10 Analysis of line 9:				
a Excess from 2008 . 119, 235.				
b Excess from 2009 140, 519.				
c Excess from 2010 82,277.				
d Excess from 2011				
e Excess from 2012.			1	

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective to 2012, either the date of the ruling. 5 Check box to indicate whether the foundation is a private operating foundation described in section. 6 April 2 Enter the lesser of the adjusted net investment return from Part X for each year listed. 7 Enter the lesser of the adjusted net investment return from Part X for each year listed. 8 BSRs of line 2a C Qualifying distributions from Part XII, line 4 for each year listed. 8 BSRs of line 2a C Qualifying distributions from Part XII, line 4 for each year listed. 8 Honosis solded is liet 2 for used directly for advice conduct of exempt scribly. 9 Complete 3a, b, or c for the alternative test rener: 10 Yolize of all assets 2 20 Yolize of all assets 2 20 Yolize of all assets (2) William of the part of the	Pent Lan	Private Operating Foundat	lions (see instr	uctions and Par	t VII-A, question	9)	N/A
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(0)(3) or 4942(0)(8) or 1 a Enter the lesser of the adjusted net investment return from Part X for each year instead 49 (2) 2012 (b) 2011 (c) 2010 (d) 2009 (e) Tote each year instead 49 (e) Tote each year instead 49 (e) Enter the case of the adjusted of the case of the ca	1 a If the	foundation has received a ruling or dete fective for 2012, enter the date of the	rmination letter that	it is a private operat	ting foundation, and th	ا ہ	
2 a Enter the lesser of the adjusted net income from Part I or the minimum reach year listed. 8 58% of line 2 a c Outsifying distributions from Part X for search year listed. 8 58% of line 2 a c december 1 and 1 an			•	erating foundation of	described in section		4942(i)(5)
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c Custifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2 and used directly for active conduct of exempt activities. c Qualifying distributions made directly for active conduct of exempt activities. Subfract line 2d from line 2c. Complete 3a, b, or of the alternative test relied upon: a 'Assets' alternative lest depon: a 'Assets' alternative lest - enter: (1) Value of assets qualifying under section 4942(0)(3(E)(0)) b 'Indownerd laternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support' alternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment return shown in Part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment from the group of the formation of part X, line 6 for early are listed C Support alternative test - enter 2'' 3 d minimum investment from a securities loans (section 512(a)(E)), or royalties) (3) Largest amount of support from an exempt organization of support from an exempt organization as provided in seton 482(X)(3(E)(X)) (3) Largest amount of support from an exempt organization and support from an exempt organization from the during the year - see instructions.) 1 Information Regarding foundation Minimum from the stock of a corporation (or an equally large portion of the ownership of a partnership or or ther entity) of which the foundation make spits, grants, et cleen entity or individuals or organizations under other conditions, on plate leine 2'' X, 0'', and d. a The rarms, address, and telephon	inves	stment return from Part X for	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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c Any submission deadlines:							
c Any submission deadlines:							
c Any submission deadlines:							
	b The t	form in which applications should be s	submitted and infor	mation and materia	als they should includ	de:	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	c Any	submission deadlines:					· · · · · · · · · · · · · · · · · · ·
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:							
	d Any	restrictions or limitations on awards, s	uch as by geograp	hical areas, charita	ble fields, kinds of in	nstitutions, or other f	actors:

Form 990-PF (2012) Henry O. Schaefer Family Foundation

03-0503064

Page **10**

Name and address (home or business) substantial contributor receiptions a Paid during the year	3 Grants and Contributions Paid During the Y	If recipient is an individual, show any relationship to any	Foundation status of	Purpose of grant or contribution	Amount
see Statement 6 Total Approved for future payment Total	Name and address (home or business)	substantial contributor	recipient	contribution	
Total b Approved for future payment 21,750.					
Total	See Statement 6				
Total			}		
Total					
b Approved for future payment	•				
b Approved for future payment					
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	Total			► 3b	

Part XXII-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelate	d business income	Excluded I	by section 512, 513, or 514	(e)
Program service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income (See instructions.)
a		 			
b			ļ l		· · · · · · · · · · · · · · · · · · ·
c					
d					
e					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	9,987.	
5 Net rental income or (loss) from real estate:		<u>-</u>			
a Debt-financed property.					
b Not debt-financed property				·	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					3,402.
9 Net income or (loss) from special events.					· · · · · · · · · · · · · · · · · · ·
10 Gross profit or (loss) from sales of inventory .					
11 Other revenue:		THE COMPANY OF THE PARTY OF THE			· · · · · · · · · · · · · · · · · · ·
a					
b					
С					
d		'		-	· · · · · · · · · · · · · · · · · · ·
e					
12 Subtotal. Add columns (b), (d), and (e)				9,987.	3,402.
13 Total. Add line 12, columns (b), (d), and (e)		•		13	13,389.
See worksheet in line 13 instructions to verify calculation	ons.)			•	

Part XVIB 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.)
N/A	

Form 990-PF (2012) Henry O. Schaefer Family Foundation 03-0503064 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

					·				1		
de	escribed	rganization directl 1 in section 501(c) 5 political organiza	of the Code (otl	ngage in any of the her than section!	ne following with 501(c)(3) organiz	any othezations)	er organization or in section 527	7,		Yes	No
a Tr	ansfers	from the reporting	g foundation to	a noncharitable e	exempt organizat	tion of					i
) Cash	•							1 a (1)	1	$\bar{\mathbf{X}}$
•	•	r assets							1 a (2)		X
b O	her tra	nsactions									
		of assets to a no	ncharitable exer	mpt organization					1 b (1)		X
•		nases of assets fro		. •	nization				1 b (2)		X
•	•	al of facilities, equ							1 b (3)		X
•		bursement arrang	•						1 b (4)		X
•		s or loan guarante							1 b (5)		X
•		ormance of service		ip or fundraising s	solicitations				1 b (6)		<u>X</u>
•		of facilities, equipr				es			1 c		$\frac{x}{X}$
• •		or recommend, equip.		,	o. paia op.oyo						
d If th ar	the ans e good: ov trans	swer to any of the s, other assets, or action or sharing	above is 'Yes,' o services given arrangement, sh	complete the follo by the reporting f now in column (d)	owing schedule foundation If the	Column e founda e goods,	(b) should alway tion received less other assets, or	ys show the fair ss than fair mar r services receiv	market value ket value in ved	e of	
(a) Line		(b) Amount involved		of noncharitable exem		 	Description of trans			gements	3
J/A	$\neg \dagger \neg$	· · ·	1	•	· -	<u> </u>			*		
.,											
				·							
						ļ					
					 	<u> </u>					
de	escribed	undation directly odd in section 501(c) complete the follow	of the Code (ot	ited with, or relati her than section!	ed to, one or mo 501(c)(3)) or in s	ore tax-e section 5	xempt organizat 27?	tions	Yes	X	No
	(a)	Name of organiza	ntion	(b) Type	of organization		(c)	Description of	relationship		
N/A											
					_						
	Under pe	nalties of perjury, I declar and complete Declarati	e that I have examined	this return, including at than taxpayer) is base	ccompanying schedules	s and staten	ments, and to the best	of my knowledge and ledge	belief, it is true,		
ign	56.156.,			_			,		May the	RS disc	uss
lere		han 2	- Look		1 5/17/1	13	$\bigcap_{a \in A}$	t an	this retur preparer	shown b	pelow
10.10	Signat	ure of officer or trustee	2 90 17		Date		tle		(see inst	ructions) Yes	No
	- ·g· ·ac	Print/Type preparer's	name U	Preparer's s			Date	Check X		105] 140
اداما		David C Gri		'	C Grippin,	, CPA	5/16/13	self-employed	" P00040	1840	
Paid	44	Firm's name		Donlan & Pi			Clivit		-0354347	,040	
repa		Firm's address	3 Baldwin		iiniidiii, Fiil			03	0004041		
Jse O	nıy		South Burl		05403			Phone no (8	02) 846-	2000	
AA		<u> </u>	South Bull	Tingcon, VI	00400			Thoreto (6	Form 99		
~~									1 01111 33	о-1 Г (.	-014)

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No. 1545-0047

2012

Name of the organization Employer identification number Henry O. Schaefer Family Foundation 03-0503064 Organization type (check one). Filers of: Section: Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule [X] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II) Special Rules For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it must answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filling requirements of Schedule B (Form 990, 990-EZ, or 990-PF). BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, Schedule B (Form 990, 990-EZ, or 990-PF) (2012) or 990-PF.

1 of **Part 1**

Не

Page 1 of Employer identification number 03064

enry	0.	Schaefer	Family	Foundation	03-05

(1 STUC	CONTRIBUTORS (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Henry O. Schaefer Char Lead Tr		Person X Payroll
	5030 Cross Bow Circle	\$21 <u>6,</u> 533.	· U
	Roanoke, VA 24014-5712		(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution.)
RΔΔ	TEE 0702 11/20/12	Schedule R (Form 99	0. 990-F7 or 990-PF) (2012)

Page

1 to

of Part II

Name of organization

Henry O. Schaefer Family Foundation

Employer identification number

03-0503064

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		ş	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		<u> </u>	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

1 to

of Part III

Name of organization

Henry O: Schaefer Family Foundation

Employer identification number 03-0503064

Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) Use duplicate copies of Part III if additional space is needed.

_____N/A

Į.	Use duplicate copies of Part III if additional				
(a) lo. from Part I	(b) (c) Purpose of gift Use of gift			(d) Description of how gift is held	
	N/A				
- - -	Transferee's name, addres	(e) Transfer of gift ss, and ZIP + 4	Rela	ationship of transferor to transferee	
(a) o. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held	
		(e) Transfer of gift	D.		
- - -	Transferee's name, addres	s, and ZIP + 4	Кета	ationship of transferor to transferee	
(a) o. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held	
-	Transferee's name, addres	Rela	ntionship of transferor to transferee		
(a) c. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held	
		(e) Transfer of gift			
	Transferee's name, addres	Rela	tionship of transferor to transferee		

2012	Fe	deral State	ments		Page '
Client HSFF0	Henry O.	Schaefer Famil	y Foundation		03-050306
Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees					
		(a) Expenses per Books	(b) Net Investment <u>Income</u>	(c) Adjusted <u>Net Income</u>	(d) Charitable <u>Purposes</u>
Grippin Donlan Pinkham	Total	\$ 1,925. \$ 1,925.	\$ 0.	<u>\$ 0.</u>	\$ 0.
Statement 2 Form 990-PF, Part I, Line 16c Other Professional Fees					
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted <u>Net Income</u>	(d) Charitable Purposes
Investment Advisory Fees and Investment Advisory Fees and Investment Fees rounding	‡213 4	\$ 3,923. 3,794. 12. \$ 7,729.		\$ 0.	\$ 0.
Statement 3 Form 990-PF, Part I, Line 18 Taxes					
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Tax Foreign Tax NY Registration Fee.		\$ 81. 80. 100. \$ 261.	\$ 0.	<u>\$</u> 0.	\$ 0.
Statement 4 Form 990-PF, Part IV, Line 1 Capital Gains and Losses for Ta	y on Invest	mont Income			
·	scription ution 1 1 2 2		(b) How Acquired Purchased Purchased Purchased Purchased Purchased	l Varion l Varion l Varion l Varion l Varion l Varion	Sold IS Variou IS Variou IS Variou IS Variou IS Variou IS Variou
(e) (f) Gross Deprec. Item Sales Allowed	(g) Cost <u>Basis</u>	(h) Gain (Loss)		(j) (k) . Bas. Exce /31/69 (i)-	ss Gain

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Federal Statements

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Client HSFF0

Henry O. Schaefer Family Foundation

03-0503064

Statement 4 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(1)
	Gross	Deprec.	Cost	Gain	FMV	Adj. Bas.	Excess	Gain
<u> Item</u>	<u>Sales</u>	Allowed	Basis	(Loss)	12/31/69	12/31/69	_(i)-(i)	(Loss)
2	12,997.		13,180.	-183.				\$ -183.
3	22,701.		20,935.	1,766.				1,766.
4	17,163.		17,706.	-543.				-543.
5	30,782.		28,585.	2,197.				2,197.
6	85.		0.	85.				85.
							Total	\$ 3,402.

Statement 5 Form 990-PF, Part VII-A, Line 10 Substantial Contributors During the Tax Year

Name of Substantial Contributor Address of Substantial Contributor

Schaefer Charitable Lead Trust

5030 Cross Bow Circle Roanoke, VA 24014-5712

Statement 6 Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	 Amount
South Burlington Boosters Dorest Street South Burlington, VT 05403	None	501c3	Unrestricted grant for donee's exempt purpose.	\$ 100.
Woodland Park Zoo 601N. 59th Street Seattle, WA 98103	None	501c3	Unrestricted grant for donee's exempt purpose.	2,000.
University of Oklahoma 633 Elm Street Norman, OK 73019	None	501c3	Unrestricted grant for donee's exempt purpose.	1,000.
Seattle Aquarium Society 1483 Alaskan Way, Pier 59 Seattle, WA 98119	None	501c3	Unrestricted grant for donee's exempt purpose.	1,000.

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Federal Statements

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Client HSFF0

Henry O. Schaefer Family Foundation

03-0503064

Statement 6 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of <u>Grant</u>	<u>Amount</u>
Lutheran World Relief 700 Light Street Baltimore, MD 21230	None	501c3	Unrestricted grant for donee's exempt purpose.	\$ 1,000
Women Helping Battered Women P.O. Box 1535 Burlington, VT 05402	None	501c3	Unrestricted grant for donee's exempt purpose.	500
The Grandin Theatre Found 1310 Grandin Road Roanoke, VA 24015	None	501c3	Unrestricted grant for donee's exempt purpose.	100
VT Veterans Military Museum Camp Johnson Colchester, VT 05446	None	501c3	Unrestricted grant for donee's exempt purpose.	100
Turning Point Center 191 Bank Street Burlington, VT 05401	None	501c3	Unrestricted grant for donee's exempt purpose.	340
Raleigh Crt Presbyterian Church 1837 Grandin Road Roanoke, VA 24015	None	501c3	Unrestricted grant for donee's exempt purpose.	3,000
Appalachian Trail Conservancy 799 W. Washington Street Harpers Ferry, WV 25425	None	501c3	Unrestricted grant for donee's exempt purpose.	500
UVM Theatre 411 Main Street Burlington, VT 05401	None	501c3	Unrestricted grant for donee's exempt purpose.	500
Mercy Connections 255 South Champlain, Suite 8 Burlington, VT 05401	None	501c3	Unrestricted grant for donee's exempt purpose.	500
Farmingdale State College 2350 Broad Hollow Rd Farmingdale, NY 11735	None	501c3	Unrestricted grant for donee's exempt purpose.	500

2012	Federal Sta	Page 4		
Client HSFF0	Henry O. Schaefer Fa	03-0503064		
5/15/13 Statement 6 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				12·09PM
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of <u>Grant</u>	 Amount
Taubman Museum of Art 110 Salem Ave SE Roanoke, VA 24011	None	501c3	Unrestricted grant for donee's exempt purpose.	\$ 110.
Johnson State College 337 College Hill Johnson, VT 05656	None	501c3	Unrestricted grant for donee's exempt purpose.	1,500.
Burlington Emergency Shelter P.O. Box 1481 Burlington, VT 05401	None	501c3	Unrestricted grant for donee's exempt purpose.	250.
Colchester Historical Society P.O. Box 414 Colchester, VT 05446	None	501c3	Unrestricted grant for donee's exempt purpose.	500.
Nordic Spirit Soccer Club PO Box 764 Essex Junction, VT 05453	None	501c3	Unrestricted grant for donee's exempt purpose.	2,000.
Essex Middle School Founders Road Essex Jct, VT 05452	None	501c3	Unrestricted grant for donee's exempt purpose.	500.
Seattle Youth Board 2880 Lee Road, Suite A Prosser, WA 99350	None	501c3	Unrestricted grant for donee's exempt purpose.	500.
Denver Children's Home 1501 Albion Street Denver, CO 80220	None	501 (c) (3)	Unrestricted grant for donee's exempt purpose.	1,000.
Blue Ridge Mountain Council - Boy Scouts P.O. Box 7606 Roanoke, VA 24109	. None	501 (c) (3)	Unrestricted grant for donee's exempt purpose.	250.

501(c)(3) Unrestricted grant for donee's exempt purpose.

500.

Big City Mountaineers 710 10th Street Golden , CO 80401

None

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Federal Statements

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Client HSFF0

Henry O. Schaefer Family Foundation

03-0503064

Statement 6 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year

Name and Address	Donee <u>Relationship</u>	Found- ation <u>Status</u>	Purpose of Grant	Amount
Lymphnoma Foundation 5 Computer Drive, West Suite 100 Albany, NY 12205	None	501 (c) (3)	Unrestricted grant for donee's exempt purpose.	\$ 500.
Colchester Blooms P.O. Box 55 Colchester, VT 05446	None	501 (c) (3)	Unrestricted grant for donee's exempt purpose.	200.
Lyric Theatre Company P.O. Box 1688 Williston, VT 05495	None		Unrestricted grant for donee's exempt purpose.	300.
All Breed Rescue 18 Lime Rock Road South Burlington, VT 05407	None	501(c)(3)	Unrestricted grant for donee's exempt purpose.	500.
The Stern Fund -New York University 70 Washington Square South New York, NY 10012	None	501(c)(3)	Unrestricted grant for donee's exempt purpose.	1,000.
Lake Champlain Access Television 354 Prim Road Suite 3 Colchester, VT 05446	None	501(c)(3)	Unrestricted grant for donee's exempt purpose.	1,000.
			Total	\$ 21,750.