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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation THE PEDIGREE FOUNDATION		A Employer identification number 26-1121498
Number and street (or P O box number if mail is not delivered to street address) 315 COOL SPRING BLVD		B Telephone number (see instructions) (615) 807-4458
City or town, state, and ZIP code FRANKLIN, TN 37067-1632		C If exemption application is pending, check here ☐
G Check all that apply.	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ 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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 984,314.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		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) (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) if the foundation is not required to attach Sch. B	1,033,634.			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	250.	250.		
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)				
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	1,033,884.	250.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	17,936.			17,936.
c	Other professional fees (attach schedule)	39,553.			39,553.
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	50,389.	250.		50,139.
24	Total operating and administrative expenses. Add lines 13 through 23	107,878.	250.		107,628.
25	Contributions, gifts, grants paid	342,805.			342,805.
26	Total expenses and disbursements. Add lines 24 and 25	450,683.	250.	0	450,433.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	583,201.			
b	Net investment income (if negative, enter -0-)		0		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		390,954.	878,967.	878,967.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use	5,040.	3,051.	3,051.	
	9	Prepaid expenses and deferred charges	3,776.	900.	900.	
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 4		101,396.	101,396.	
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
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)	399,770.	984,314.	984,314.	
17		Accounts payable and accrued expenses	10,671.	10,749.		
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	10,671.	10,749.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	389,099.	973,565.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here 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)	389,099.	973,565.		
	31	Total liabilities and net assets/fund balances (see instructions)	399,770.	984,314.		

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	389,099.
2	Enter amount from Part I, line 27a	2	583,201.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5	3	291,058.
4	Add lines 1, 2, and 3	4	1,263,358.
5	Decreases not included in line 2 (itemize) ▶ ATCH 6	5	289,793.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	973,565.

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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					
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			(i) 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) (see instructions) 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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,017,224.	349,190.	2.913096
2010	1,216,697.	362,386.	3.357461
2009	1,027,656.	417,272.	2.462796
2008	1,345,105.	264,286.	5.089581
2007			
2 Total of line 1, column (d)			2 13.822934
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 2.764587
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 141,414.
5 Multiply line 4 by line 3			5 390,951.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7 390,951.
8 Enter qualifying distributions from Part XII, line 4			8 450,433.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	0
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	0
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	0
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	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 ☐ 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 2013 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the 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 ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL,		
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 2012 or the taxable year beginning in 2012 (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

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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 WWW.PEDIGREEFOUNDATION.ORG				
14	The books are in care of SARAH SADLOWSKI Telephone no 615-628-5061			
Located at 315 COOL SPRING BLVD FRANKLIN, TN ZIP+4 37067-1632				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 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? 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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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)	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 _____		
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 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)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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? ☐ 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? ☐ Yes ☒ No

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? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0	0	0

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

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

Total number of other employees paid over \$50,000 ☐ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 INNOVATION GRANT PROGRAM-AWARDED A TOTAL OF \$192,805 TO 11 DIFFERENT SHELTERS ACROSS THE COUNTRY TO SUPPORT PROGRAMS TO INCREASE THE NUMBER OF DOGS ADOPTED FROM EACH SHELTER.	192,805.
2 OPERATION GRANT PROGRAM-THROUGH THE FOUNDATION'S GRANT PROGRAM, THE FOUNDATION AWARDED 150 SHELTERS AND BREED RESCUES INDIVIDUAL GRANTS TOTALING APPROXIMATELY \$150,000.	150,000.
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	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	278.
b	Average of monthly cash balances	1b	140,239.
c	Fair market value of all other assets (see instructions)	1c	3,051.
d	Total (add lines 1a, b, and c)	1d	143,568.
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	143,568.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,154.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	141,414.
6	Minimum investment return. Enter 5% of line 5	6	7,071.

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	7,071.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	
b	Income tax for 2012. (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	7,071.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,071.
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	7,071.

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	450,433.
b	Program-related investments - total from Part IX-B	1b	
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	450,433.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	450,433.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				7,071.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 1,331,891.				
c From 2009 1,006,792.				
d From 2010 1,198,578.				
e From 2011 994,195.				
f Total of lines 3a through e	4,531,456.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 450,433.				
a Applied to 2011, 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 2012 distributable amount				7,071.
e Remaining amount distributed out of corpus	443,362.			
5 Excess distributions carryover applied to 2012 . (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	4,974,818.			
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 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
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 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,974,818.			
10 Analysis of line 9				
a Excess from 2008 1,331,891.				
b Excess from 2009 1,006,792.				
c Excess from 2010 1,198,578.				
d Excess from 2011 994,195.				
e Excess from 2012 443,362.				

Form **990-PF** (2012)

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
2a 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))

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 8				
Total			3a	342,805.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	250.		
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate						
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				250.		
13 Total. Add line 12, columns (b), (d), and (e)					13	250.

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

[illegible]

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

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.

Signature of officer or trustee [Signature] Date 11/12/13 Title Treasurer

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name
LAURA PARELLO

Preparer's signature

Date	11/07/2013
------	------------

Check ☐ if self-employed	PTIN P01080295
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Firm's name	PRICEWATERHOUSECOOPERS LLP
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Firm's EIN ► 13-4008324

Firm's address ► 300 MADISON AVENUE
NEW YORK, NY

Phone no 646-471-3000

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

THE PEDIGREE FOUNDATION

Employer identification number

26-1121498

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

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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**

- ☒
- 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 filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

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PAGE 14

Name of organization THE PEDIGREE FOUNDATION

Employer identification number
26-1121498**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARS PETCARE 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	\$ 750,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	LINDA MARS 6885 ELM STREET MCLEAN, VA 22101	\$ 101,396.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
3	ANGELICI ESTATE 735 N. WATER ST., #930 MILWAUKEE, WI 53202	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	ATLAS BASS FUND 185 GREAT NECK ROAD GREAT NECK, NY 11021	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	OTHER CONTRIBUTIONS LESS THAN \$5,000 	\$ 157,238.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number	26-1121498
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[illegible]

Name of organization THE PEDIGREE FOUNDATION

Employer identification number

26-1121498

Part III 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 entryFor organizations completing Part III, enter the 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

(a) No. 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, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING AND ADMINISTRATION	17,936.			17,936.
TOTALS	<u>17,936.</u>			<u>17,936.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
COMMUNICATIONS	36,276.			36,276.
CONSULTING FEES	3,277.			3,277.
TOTALS	<u>39,553.</u>			<u>39,553.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BUSINESS REGISTRATION	23,932.			23,932.
CREDIT CARD PROCESSING	5,567.			5,567.
INSURANCE	1,600.			1,600.
MERCHANDISE	14,182.			14,182.
OTHER EXPENSES	5,108.	250.		4,858.
TOTALS	<u>50,389.</u>	<u>250.</u>		<u>50,139.</u>

ATTACHMENT 4FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALTRIA GROUP	3,143.	3,143.
APPLE INC	24,480.	24,480.
APPLIED MATERIALS INC	8,008.	8,008.
PFIZER INC	17,555.	17,555.
SCHLUMBERGER LTD	29,452.	29,452.
TIME WARNER CABLE INC	18,758.	18,758.
TOTALS	<u>101,396.</u>	<u>101,396.</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CONTRIBUTED SERVICES	289,793.
UNREALIZED GAIN FROM INVESTMENT	1,265.
TOTAL	<u>291,058.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CONTRIBUTED SERVICES	289,793.
TOTAL	<u>289,793.</u>

THE PEDIGREE FOUNDATION

26-1121498

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

DEBRA FAIR
C/O THE PEDIGREE FOUNDATION
315 COOL SPRING BLVD
FRANKLIN, TN 37067-1632

PRESIDENT/DIRECTOR

0

0

DENISE BATTAGLINI
C/O THE PEDIGREE FOUNDATION
315 COOL SPRINGS BLVD
FRANKLIN, TN 37067

TREASURER/DIRECTOR

0

0

0

BO SEGERS
C/O THE PEDIGREE FOUNDATION
315 COOL SPRINGS BLVD
FRANKLIN, TN 37067

SECRETARY/DIRECTOR

0

0

0

CHRIS HAMILTON
C/O THE PEDIGREE FOUNDATION
315 COOL SPRINGS BLVD
FRANKLIN, TN 37067

DIRECTOR

0

0

0

STEVE CAPITANI
C/O THE PEDIGREE FOUNDATION
315 COOL SPRINGS BLVD
FRANKLIN, TN 37067

DIRECTOR

0

0

0

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THE PEDIGREE FOUNDATION

26-1121498

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

LINDA MARS C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
ANGEL MAY C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0
CHRIS MONDZELEWSKI C/O THE PEDIGREE FOUNDATION 315 COOL SPRINGS BLVD FRANKLIN, TN 37067	DIRECTOR	0	0	0

GRAND TOTALS

FORM 990BE - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
4 PAWS SAKE, INC. P.O BOX 2377 WHITEHOUSE, OH 43571	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ADOPT A SPOT DALMATIAN RESCUE, INC P O BOX 9375 OR 3108 WOODBAUGH DR CHESAPEAKE, VA 23321	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
AIKEN COUNTY SPCA (4558) - AIKEN, SC 199 WILLOW RUN ROAD AIKEN, SC 29801	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	19,266.
ALMOST HOME ANIMAL RESCUE OF RUTHERFORD COUNTY P O BOX 10583 MURFREESBORO, TN 37129	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
AMERICAN BLACK & TAN COONHOUND RESCUE, CIN 2102 45TH STREET NE CANTON, OH 44705	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
AMERICAN BLACK & TAN COONHOUND RESCUE, CIN 2102 45TH STREET NE CANTON, OH 44705	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

THE PEDIGREE FOUNDATION

26-1121498

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ANATOLIAN SHEPHERD DOG RESCUE LEAGUE 2942 RAYMOND RD TWIN LAKE, MI 49457	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANDERSON COUNTY HUMANE SOCIETY P O BOX 63 PALESTINE, TX 75803	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
ANGEL'S HEART DOG RESCUE 17612 CAMINO MARTINEZ PERRIS, CA 92570	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL ADOPTION AND RESCUE FOUNDATION (AARF) 311 HARVEY STREET WINSTON-SALEM, NC 27103	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL COALITION OF DELAWARE COUNTY 3553 WEST CHESTER PIKE, #144 NEWTOWN SQUARE, PA 19073	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
ANIMAL CONTROL AND WELFARE PROJECT PO BOX 236 HINTON, WV 25951	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

26-1121498

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANIMAL RESCUE FUND 1209 W. RIGGIN ROAD MUNCIE, IN 47303	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
ANIMAL RESCUE FUND INC 85 LUCY RUN AMELIA, OH 45102	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESCUE, INC. 2 HERITAGE FARM DRIVE NEW FREEDOM, PA 17349	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL RESOURCE FOUNDATION, INC. P O BOX 396 ? 51 PINEY NARROWS ROAD CHESTER, MD 21619	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL SHELTER OF PELL CITY, INC 1071 AIRPORT ROAD PELL CITY, AL 35128	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ANIMAL WELFARE ASSOCIATION OF WARREN COUNTY P O. BOX 122 WARRENTON, MO 63383	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ANIMALS FOR LIFE 2 SERVICE ROAD MIDDLEBURY, CT 06762	NONE 501(C)(3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
ANOTHER CHANCE PET RESCUE 257 NICHOLS ST ROCHESTER, NY 14609	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
AUSTIN PETS ALIVE ¹ (5330) - AUSTIN, TX 1156 WEST CESAR CHAVEZ AUSTIN, TX 78703	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	25,000
BASSET RESCUE OF MONTANA 14600 SPRING HILL RD FRENCHTOWN, MT 59834	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
BELLOWOOD 2985 16 MILE RD NE CEDAR SPRINGS, MT 49319	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
BERKELEY COUNTY HUMANE SOCIETY 554 CHARLES TOWN ROAD MARTINSBURG, WV 25405	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BERKELEY-EAST BAY HUMANE SOCIETY 2700 NINTH STREET BERKELEY, CA 94710	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
BLESS THE BEASTS CANINE PLACEMENT PROGRAM BOX 323 NICKERSON, KS 67561	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
BRADFORD COUNTY HUMANE SOCIETY PO BOX 179 ULSTER, PA 18850	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
BRECK COUNTY ANIMAL FRIENDS P O BOX 301 HARNED, KY 40144	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
BROWNSVILLE SPCA, INC PO BOX 4975 BROWNSVILLE, TX 78523-4975	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
BUTTE HUMANE SOCIETY 2580 FAIR STREET CHICO, CA 95928	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
CALDWELL COUNTY ANIMAL RESCUE, INC P O BOX 877 PRINCETON, KY 42445	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
CAMELOT PUPPY SANCTUARY 27696 LOCUST GROVE RD MCARTHUR, OH 45651	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
CAPITAL AREA HUMANE SOCIETY 7095 W GRAND RIVER AVE LANSING, MI 48906	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
CAROLINA BASSET HOUND RESCUE PO BOX 80082 CHARLESTON, SC 29416	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
CAROLINA BORDER COLLIE RESCUE PO BOX 551269 GASTONIA, NC 28055	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
CASTAWAY CRITTERS, THE JAMES A HUEHOLT MEMORIAL P O BOX 1421 HARRISBURG, PA 17105-1421	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRAL ARIZONA ANIMAL RESCUE 30542 N ROMA COURT SAN TAN VALLEY, AZ 85142	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
CENTRAL VERMONT HUMANE SOCIETY PO BOX 687 MONTPELIER, VT 05601	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
CHARLOTTE COCKER RESCUE OF NC, INC. P O BOX 1050 KANAPOLIS, NC 28081	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
CHIHUAHUA & SMALL DOG RESCUE, INC. P O BOX 31653 COLORADO SPRINGS, CO 80931	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
CHOW CHOW RESCUE OF CENTRAL NEW YORK, INC 5913 BROWNSTONE PATH CICERO, NY 13039	NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
COINS 4 CRITTERS 901 HORN MUSKOGEE, OK 74403	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COULEE REGION HUMANE SOCIETY 911 CRITTER COURT ONALASKA, WI 54650	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
DALMATIAN RESCUE OF TAMPA BAY P O BOX 341951 TAMPA, FL 33694-1951	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
DECATUR COUNTY HUMANE ASSOCIATION P O BOX 514 PARSONS, TN 38363	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
DIRK'S FUND 11321 CRAGWOLD ROAD ST. LOUIS, MO 63122	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
DOBERMAN RESCUE OF NORTH CAROLINA, INC P O BOX 91421 RALEIGH, NC 27675	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
DOGSONLY, INC P O BOX 251412 LITTLE ROCK, AR 72225	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT R (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

DOUGLAS-COFFEE COUNTY HUMANE SOCIETY

620 IRON ROAD

DOUGLAS, GA 31533

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

DOWNTOWN DOG RESCUE

PO BOX 5280

NORTH HOLLYWOOD, CA 91616

NONE

501(C) (3) PUB CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

EAST TEXAS PAWS, INC

2881 FM 326

LUFKIN, TX 75901

NONE

501(C) (3) PUB CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

FIDO'S COMPANION RESCUE INC

PO BOX 518

AVON, OH 44011

NONE

501(C) (3) PUB CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

FOR OUR FRIENDS, INC

PO BOX 203

OAKLAND GARDENS, NY 11364

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000.

FOR THE LOVE OF DOGS

PO BOX 1597

SODDY DAISY, TN 37384

NONE

501(C) (3) PUB CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOUNDATION FOR ANIMALS IN RISK AKA FAIR 2627 W VIOLET AVE TUCSON, AZ 85705	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
FOUR PEAKS FOUNDATION DBA FOUR PEAKS ANIMAL RESCUE 26817 N 152ND ST SCOTTSDALE, AZ 85262	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRIENDS OF THE NORTH KINGSTOWN ANIMAL SHELTER 105 NARRAGANSETT ST NORTH KINGSTOWN, RI 02852	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
FRIENDS OF THE SHELTER (6818) - PONDERAY, ID 870 KOOTENAI CUTOFF RD PONDERAY, ID 83852	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	17,900.
FRONT RANGE GERMAN SHEPHERD RESCUE BOX 213 LARKSPUR, CO 80118	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
GEORGIA S P C A 1175 HWY 23 SUITE 109 SUWANEE, GA 30024	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

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FORM 990-BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT B (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

GREYHOUND RESCUE OF NE, INC

200 PROVIDENCE ROAD, P O. BOX 507

MENDON, MA 01756

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

HAPPY TAILS RESCUE ASSOCIATION

728 TURKEY RANCH RD

GOLDENDALE, WA 09862

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

HAPPY WHISKERS ANIMAL ASSISTANCE, INC.

993 ARCHER ROAD

KEARNEYSVILLE, WV 25430

NONE

501(C) (3) PUB CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

HAVANESE RESCUE, INC

16192 COASTAL HIGHWAY

LEWES, DE 19958

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000.

HELPING OUT PETS EVERYDAY

P O BOX 2005

UPLAND, CA 91785

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

HOMeward BOUND GREYHOUND ASSOCIATION

9003 EAST BEND RD

BURLINGTON, KY 41005

NONE

501(C) (3) PUB. CHARITY

ANIMAL RESCUE RELIEF PURPOSES

1,000

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOPE SAFEHOUSE INC 1911 TAYLOR AVE RACINE, WI 53403	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HOPEFUL HEARTS, INC 14187 TR 263 CONESVILLE, OH 43811	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HOT SPRINGS VILLAGE ANIMAL WELFARE LEAGUE P O BOX 8032 HOT SPRINGS VILLAGE, AR 71910	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HOUNDHAVEN, INC PO BOX 185 MINNEOLA, FL 34755	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE ANIMAL WELFARE SOCIETY OF WAUKESHA COUNTY 701 NORTHVIEW ROAD WAUKESHA, WI 53188	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	11,000
HUMANE SOCIETY OF CENTRAL ILLINOI 423 KAYS DRIVE NORMAL, IL 61761	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HUMANE SOCIETY OF CENTRAL TEXAS 2032 CIRCLE ROAD WACO, TX 76706	NONE	501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE SOCIETY OF TAMPA BAY 3607 N. ARMENIA AVE TAMPA, FL 33607	NONE	501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
HUMANE SOCIETY OF TUOLUMNE COUNTY PO BOX 830 JAMESTOWN, CA 95327	NONE	501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
INDY HOMES FOR HUSKIES, INC 8103 E US HWY 36 AVON, IN 46123	NONE	501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
JACKSON COUNTY HUMANE SOCIETY 23354 DARK HOLLOW RD PO BOX 1112 MAQUOKETA, IA 52060	NONE	501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
KIM ACRES ANIMAL SANCTUARY 5896 PRAIRIE RD #6 VON ORMY, TX 78073	NONE	501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

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FORM 990DPF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAURA'S HOPE RESCUE 3385 FOREST RD HOP BOTTOM, PA 18824	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
LEWIS AND CLARK FOUNDATION PO BOX 4455 HELENA, MT 59604	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
LOLI'S PLACE INC 1 PHEASANT RUN ROAD NEW HOPE, PA 18938	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
LOLLYFOP FARM, HUMANE SOCIETY OF GREATER ROCHESTER 99 VICTOR ROAD FAIRPORT, NY 14450	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
MADISON COUNTY PET SHELTER PO BOX 364 HUNTSVILLE, AR 72740	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
MARIN HUMANE SOCIETY 171 BEL MARIN KEYS BOULEVARD NOVATO, CA 94949	NONE 501(C) (3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MASSAS CREEK COMPANION ANIMALS 100 MASAS CREEK ROAD HERMANN, MO 65401	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
MAYOR'S ALLIANCE FOR NYC'S ANIMALS (2782) 244 FIFTH AVENUE, SUITE R290 NEW YORK, NY 10001	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	25,000.
MIDAMERICA BORDER COLLIE RESCUE 5187 SOUTH COUNTY ROAD 700 EAST WALTON, IN 46994	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
MONTVILLE PET PARENTS/MONTVILLE ANIMAL SHELTER PO BOX 231 PINE BROOK, NJ 07058	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
MUTTVILLE PO BOX 410207 SAN FRANCISCO, CA 94141	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
NEBRASKA HUMANE SOCIETY 8929 FORT STREET OMAHA, NE 68134	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEVADA HUMANE SOCIETY (4794) - RENO, NV 2825 LONGLEY LANE, SUITE B RENO, NV 89502-5942		NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	24,760.
NEW BEGINNINGS FOR ANIMALS P.O BOX 2444 MISSION VIEJO, CA 92690		NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
NORTH COAST GREYHOUND CONNECTION 116 CANTERBURY DRIVE FREMONT, OH 43420		NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
NORTHERN CALIFORNIA WEIMARANER RESCUE PO BOX 521 CORTE MADERA, CA 94976		NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
NW SHIBAS4LIFE RESCUE 16924 S BUCKNER CREEK RD BEAVERCREEK, OR 97004		NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
NWAL HERDING DOG RESCUE, INC HC 73 BOX 23 ALDERSON, WV 24910		NONE 501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990B-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OAK, INC. INDIAN SUMMERS BORDER COLLIE RESCUE 2550 FOX AVE S.E MINERVA, OH 44657	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
OAKTREE FOUNDATION, INC , DBA BARC PO BOX 735 BIG BEAR CITY, CA 92314	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
OHIO VALLEY SPCA, INC 77 BRIDGE ST PLAZA WHEELING, WV 26003	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
OKLAHOMA HUMANE SOCIETY 9300 N. MAY AVENUE, SUITE 400-281 OKLAHOMA CITY, OK 73120	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
OREGON GREYHOUND ADOPTION P O. BOX 1972 GRESHAM, OR 97030	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
OUR LIL' BIT OF HEAVEN ANIMAL RESCUE & SANCTUARY 4249 MANGUS ROAD POLAND, IN 47868	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
PAWS (PHILADELPHIA ANIMAL WELFARE SOCIETY 100 N 2ND STREET PHILADELPHIA, PA 19106	NONE 501(C) (3) PUB	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PAWS FOR LIFE RESCUE AND ADOPTION 318 JOHN R #244 TROY, MI 48083	NONE 501(C) (3) PUB.	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PAWS WITH PRIDE ANIMAL RESCUE 3963 APRIL DRIVE UNIONTOWN, OH 44685	NONE 501(C) (3) PUB.	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PET ADOPTION FOUNDATION 7515 DEERING AVENUE CANOGA PARK, CA 91313	NONE 501(C) (3) PUB	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PET PROJECT INC PO BOX 163 OTTAWA, IL 61350	NONE 501(C) (3) PUB	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PET RESCUE OF MERCER, INC P.O BOX 2574 HAMILTON, NJ 08690	NONE 501(C) (3) PUB.	CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PETS & PEOPLE HUMANE SOCIETY 701 INLA AVE YUKON, OK 73099	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
PETS ARE GODS CREATURES TOO P O BOX 1818 RUSSELLVILLE, AR 72801	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PETS ARE WORTH SAVING, INC. 2701 MALL ROAD FMB 277 FLORENCE, AL 35630	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
PETS ARE WORTH SAVING, INC. (PAWS) 139 E VIENNA ST ANNA, IL 62906	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
POCOHONTAS HUMANE SOCIETY 410 2ND AVENUE MARLINTON, WV 24910	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
PROVERBS 12 10 ANIMAL RESCUE PO BOX 279 BURNS, TN 37079	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
PUPS RESCUE 3869 SILVANA LANE STOCKTON, CA 95212	NONE	501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
QUINCY HUMANE SOCIETY PO BOX 3173 QUINCY, IL 62305	NONE	501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
RAINBOW ANIMAL RESCUE, INC 7701 HALPRIN DRIVE NORFOLK, VA 23518	NONE	501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
RAMAPO BERGEN ANIMAL REFUGE, INC 2 SHELTER LANE OAKLAND, NJ 07436	NONE	501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ROCK COUNTY HUMANE SOCIETY 222 S ARCH ST JANESVILLE, WI 53548	NONE	501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
ROCKIN P RESCUE, INC 885 ROY WEBB RD JACKSONVILLE, AL 36265	NONE	501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAVE A PET INC P O. BOX 933 FORSYTH, GA 31029	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
SAVE OHIO STRAYS PO BOX 16 WADSWORTH, OH 44282	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SAVING ANIMALS FOR EVERYONE RESCUE12 12525 NE 30TH COURT ANTHONY, FL 32617	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SAVING PETS ONE AT A TIME 530 BURLINGTON BLVD BURLINGTON, WA 98333	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
SCOTT COUNTY HUMANE SOCIETY, INC (6958) 751 SLOANE DR, SUITE 13 GEORGETOWN, KY 40324	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	12,397
SEBASTIAN COUNTY HUMANE SOCIETY 3800 KELLEY HIGHWAY FORT SMITH, AR 72904	NONE 501(C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SECOND CHANCE PET ADOPTIONS 6003 CHAPEL HILL ROAD, SUITE 133 RALEIGH, NC 27607	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SHAR-PEI RESCUE OF VIRGINIA, INC PO BOX 968 BARNEGAT LIGHT, NJ 08006	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SHAR-PEI RESCUE OF VIRGINIA, INC PO BOX 968 BARNEGAT LIGHT, NJ 08006	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SHELTER FROM THE STORM ANIMAL RESCUE INC. 1602 BLOSSOM LN MADISON, WI 53716	NONE 501(C)(3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SIERRA'S HAVEN FOR NEW AND USED PETS 80 EASTER DR PORTSMOUTH, OH 45662	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SOCIETY FOR THE TMT OF ABANDONED & FRACTURED FRDS P.O BOX 1324 LAURIE, MO 65038	NONE 501(C)(3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
SEAST VA GOLDEN RETRIEVER RESCUE, EDUC & TRAINING P.O BOX 8014 YORKTOWN, VA 23693	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
SOUTHERN CALIFORNIA BULLDOG RESCUE PO BOX 10313 SANTA ANA, CA 92711	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
SECA OF WAKE COUNTY 200 PETFINDER LANE RALEIGH, NC 27603	NONE 501(C)(3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
SPCA/ALBRECHT CENTER FOR ANIMAL WELFARE 199 WILLOW RUN ROAD AIKEN, SC 29801	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
STEPHANIE'S ANIMAL SHELTER AND RESCUE, INC 5370 LAMONT RD GAINESVILLE, NY 14066	NONE 501(C)(3) PUB CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
STOKES COUNTY HUMANE SOCIETY PO BOX 102 DANBURY, NC 27016	NONE 501(C)(3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990-EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT B (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
STRAY ANIMAL ADOPTION PROGRAM 326 W 9TH STREET NEWPORT, KY 41071	NONE	501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
STRAY HEARTS ANIMAL SHELTER PO BOX 622 TAOS, NM 87571	NONE	501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
SWEET UNION ANIMAL PROTECTION SOCIETY P O BOX 210 VIDALIA, GA 30474	NONE	501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
TAKE ME HOME (3196) - SANTA MONICA, CA 2633 LINCOLN BLVD #207 SANTA MONICA, CA 90405	NONE	501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	10,000
TENNESSEE HUMANE ANIMAL LEAGUE (6624) 5975 DAYTON BLVD CHATTANOOGA, TN 37415	NONE	501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	12,482.
THE PEPPER FOUNDATION 3940 LAUREL CANYON BLVD # 735 STUDIO CITY, CA 91602	NONE	501 (C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT A (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE SFCA FOR MONTEREY COUNTY PO BOX 3058 MONTEREY, CA 93942	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
THE SFCA SERVING ALLEGANY COUNTY P O BOX 381 WELLSVILLE, NY 14895	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
TOMBSTONE SMALL ANIMAL SHELTER P.O. BOX 1085 186 S. LANDIN PARK WAY TOMBSTONE, AZ 85638	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
TRAILS HOME LABRADOR RETRIEVER RESCUE OF WI PO BOX 44243 MADISON, WI 53744	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
TRI CITY ANIMAL SANCTUARY PO BOX 194 SOMERSET, TX 78069	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.
TRI-STATE BLOODHOUND RESCUE INC 7215 AIRPORT BLVD HOUSTON, TX 77061-3914	NONE 501 (C) (3) PUB. CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000.

FORM 990EE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
UPPER RIO GRANDE ANIMAL SOCIETY 2825 SHERMAN AVENUE MONTE VISTA, CO 81144	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
UTAH ANIMAL ADOPTION CENTER 1955 NORTH REDWOOD ROAD SALT LAKE CITY, UT 84116	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000.
VALLEY ANIMAL CENTER (6925) - FRESNO, CA 3934 NORTH HAYSTON FRESNO, CA 93726	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	25,000.
WEBARK ESTATES, INC. 1851 CAMPBELL HILL RD MOUNDSVILLE, WV 26041	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
WEST SUBURBAN HUMANE SOCIETY 1901 OGDEN AVENUE DOWNERS GROVE, IL 60515	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000
WESTERN MISSOURI BASSET RESCUE, INC. 7715 BOOTH AVE KANSAS CITY, MO 64138	NONE 501(C) (3) PUB. CHARITY		ANIMAL RESCUE RELIEF PURPOSES	1,000

THE PEDIGREE FOUNDATION

26-1121498

FORM 990PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WHARTON COUNTY STRAY PET OUTREACH TEAM P O BOX 584 WHARTON, TX 77488	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
WIRE FOX TERRIER RESCUE MIDWEST P O BOX 21 MOKENA, IL 60448	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
WISCONSIN HUMANE SOCIETY (3463) - MILWAUKEE, WI 4500 WEST WISCONSIN AVE MILWAUKEE, WI 53208	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	10,000
WOLFSPRIT'S TOY BREED PUPPYMILL RESCUE 2506 9TH ST SW CANTON, OH 44710	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
WYANDOT COUNTY HUMANE SOCIETY 9640 CH 330 UPPER SANDUSKY, OH 43351	NONE 501(C) (3) PUB CHARITY	ANIMAL RESCUE RELIEF PURPOSES	1,000
TOTAL CONTRIBUTIONS PAID			342,805

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 ☒ **X**
- 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 PEDIGREE FOUNDATION	26-1121498
Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
315 COOL SPRING BLVD	
City, town or post office, state, and ZIP code. For a foreign address, see instructions	
FRANKLIN, TN 37067-1632	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	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 ► DAVID HERRING

Telephone No ► 615 807-4463

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 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2012 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 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 \$	0
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 \$	0
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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- 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).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE PEDIGREE FOUNDATION	26-1121498
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	315 COOL SPRING BLVD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	FRANKLIN, TN 37067-1632	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 1 ☐ 2 ☐ 3 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	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 **DAVID HERRING**
Telephone No. **615 807-4463** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

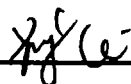
- I request an additional 3-month extension of time until **11/15, 2013**.
- For calendar year **2012**, or other tax year beginning _____, 20____, and ending _____, 20____.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

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 \$	0
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 \$	0
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 \$	0

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 ▶

CFO

Date ▶

07/23/13

Form 8868 (Rev. 1-2013)