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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

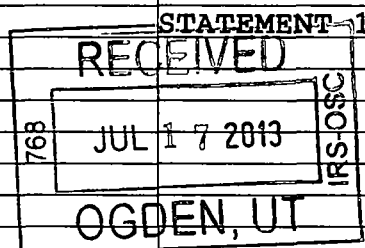
|   |  |  |
|---|--|--|
| Name of foundation<br><b>THE ELLIS FOUNDATION</b>   |  | A Employer identification number<br><b>26-3894940</b>  |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>7268 MADRONA DRIVE NE</b>   | Room/suite   | B Telephone number<br><b>(206) 842-0630</b>  |
| City or town, state, and ZIP code<br><b>BAINBRIDGE ISLAND, WA 98110</b>   |  | C If exemption application is pending, check here <input type="checkbox"/>   |
| G Check all that apply:<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation   |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16)<br><b>\$ 2,296,503.</b>  | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____ | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>   |

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

|  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received   | 0.                                 |                           | N/A                     |   |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |   |
| 3 Interest on savings and temporary cash investments   |                                    |                           |                         |   |
| 4 Dividends and interest from securities   | 106,092.                           | 106,092.                  |                         |   |
| 5a Gross rents   |                                    |                           |                         |   |
| b Net rental income or (loss)  |                                    |                           |                         |   |
| 6a Net gain or (loss) from sale of assets not on line 10                                       | 26,235.                            |                           |                         |   |
| b Gross sales price for all assets on line 6a  | 402,661.                           |                           |                         |   |
| 7 Capital gain net income (from Part IV, line 2)   |                                    | 26,235.                   |                         |   |
| 8 Net short-term capital gain  |                                    |                           |                         |   |
| 9 Income modifications   |                                    |                           |                         |   |
| 10a Gross sales less returns and allowances  |                                    |                           |                         |   |
| b Less Cost of goods sold  |                                    |                           |                         |   |
| c Gross profit or (loss)   |                                    |                           |                         |   |
| 11 Other income  | <4,152.>                           | <4,152.>                  |                         |   |
| 12 Total. Add lines 1 through 11   | 128,175.                           | 128,175.                  |                         |   |
| 13 Compensation of officers, directors, trustees, etc.   | 0.                                 | 0.                        |                         | 0.  |
| 14 Other employee salaries and wages   |                                    |                           |                         |   |
| 15 Pension plans, employee benefits  |                                    |                           |                         |   |
| 16a Legal fees   |                                    |                           |                         |   |
| b Accounting fees STMT 3   | 4,379.                             | 0.                        |                         | 0.  |
| c Other professional fees STMT 4   | 19,443.                            | 19,443.                   |                         | 0.  |
| 17 Interest  |                                    |                           |                         |   |
| 18 Taxes STMT 5  | 2,437.                             | 507.                      |                         | 0.  |
| 19 Depreciation and depletion  |                                    |                           |                         |   |
| 20 Occupancy   |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings   |                                    |                           |                         |   |
| 22 Printing and publications   |                                    |                           |                         |   |
| 23 Other expenses STMT 6   | 7,807.                             | 1,084.                    |                         | 0.  |
| 24 Total operating and administrative expenses. Add lines 13 through 23                        | 34,066.                            | 21,034.                   |                         | 0.  |
| 25 Contributions, gifts, grants paid   | 134,500.                           |                           |                         | 134,500.  |
| 26 Total expenses and disbursements. Add lines 24 and 25                                       | 168,566.                           | 21,034.                   |                         | 134,500.  |
| 27 Subtract line 26 from line 12:  |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements  | <40,391.>                          |                           |                         |   |
| b Net investment income (if negative, enter -0-)   |                                    | 107,141.                  |                         |   |
| c Adjusted net income (if negative, enter -0-)   |                                    |                           | N/A                     |   |

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**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only

|  |   | Beginning of year | End of year       |                       |
|--|---|-------------------|-------------------|-----------------------|
|  |   | (a) Book Value    | (b) Book Value    | (c) Fair Market Value |
| <b>Assets</b>  | 1 Cash - non-interest-bearing   | 50,426.           | 92,037.           | 92,037.               |
|  | 2 Savings and temporary cash investments  |                   |                   |                       |
|  | 3 Accounts receivable ▶   |                   |                   |                       |
|  | Less: allowance for doubtful accounts ▶   |                   |                   |                       |
|  | 4 Pledges receivable ▶  |                   |                   |                       |
|  | Less: allowance for doubtful accounts ▶   |                   |                   |                       |
|  | 5 Grants receivable   |                   |                   |                       |
|  | 6 Receivables due from officers, directors, trustees, and other disqualified persons      |                   |                   |                       |
|  | 7 Other notes and loans receivable ▶  |                   |                   |                       |
|  | Less: allowance for doubtful accounts ▶   |                   |                   |                       |
|  | 8 Inventories for sale or use   |                   |                   |                       |
|  | 9 Prepaid expenses and deferred charges   |                   |                   |                       |
|  | 10a Investments - U.S. and state government obligations STMT 7                            | 178,313.          | 178,292.          | 197,708.              |
|  | b Investments - corporate stock STMT 8  | 1,629,175.        | 1,585,769.        | 1,863,970.            |
|  | c Investments - corporate bonds STMT 9  | 149,533.          | 110,958.          | 137,655.              |
| 11 Investments - land, buildings, and equipment basis ▶  |   |                   |                   |                       |
| Less: accumulated depreciation ▶                         |   |                   |                   |                       |
| 12 Investments - mortgage loans                          |   |                   |                   |                       |
| 13 Investments - other STMT 10                           | 0.  | 0.                | 5,133.            |                       |
| 14 Land, buildings, and equipment: basis ▶               |   |                   |                   |                       |
| Less: accumulated depreciation ▶                         |   |                   |                   |                       |
| 15 Other assets (describe ▶)                             |   |                   |                   |                       |
| 16 <b>Total assets (to be completed by all filers)</b>   | <b>2,007,447.</b>   | <b>1,967,056.</b> | <b>2,296,503.</b> |                       |
| <b>Liabilities</b>                                       | 17 Accounts payable and accrued expenses  |                   |                   |                       |
|  | 18 Grants payable   |                   |                   |                       |
|  | 19 Deferred revenue   |                   |                   |                       |
|  | 20 Loans from officers, directors, trustees, and other disqualified persons               |                   |                   |                       |
|  | 21 Mortgages and other notes payable  |                   |                   |                       |
|  | 22 Other liabilities (describe ▶)   |                   |                   |                       |
| 23 <b>Total liabilities (add lines 17 through 22)</b>    | <b>0.</b>   | <b>0.</b>         |                   |                       |
| <b>Net Assets or Fund Balances</b>                       | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>                   |                   |                   |                       |
|  | 24 Unrestricted   |                   |                   |                       |
|  | 25 Temporarily restricted   |                   |                   |                       |
|  | 26 Permanently restricted   |                   |                   |                       |
|  | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> |                   |                   |                       |
|  | 27 Capital stock, trust principal, or current funds                                       | 0.                | 0.                |                       |
|  | 28 Paid-in or capital surplus, or land, bldg., and equipment fund                         | 0.                | 0.                |                       |
|  | 29 Retained earnings, accumulated income, endowment, or other funds                       | 2,007,447.        | 1,967,056.        |                       |
| 30 <b>Total net assets or fund balances</b>              | <b>2,007,447.</b>   | <b>1,967,056.</b> |                   |                       |
| 31 <b>Total liabilities and net assets/fund balances</b> | <b>2,007,447.</b>   | <b>1,967,056.</b> |                   |                       |

**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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 2,007,447. |
| 2 Enter amount from Part I, line 27a  | 2 | <40,391.>  |
| 3 Other increases not included in line 2 (itemize) ▶  | 3 | 0.         |
| 4 Add lines 1, 2, and 3   | 4 | 1,967,056. |
| 5 Decreases not included in line 2 (itemize) ▶  | 5 | 0.         |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30   | 6 | 1,967,056. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a ENERGY TRANSFER PARTNERS, L.P. SECTION 1231   | P  | VARIOUS                              | VARIOUS                          |
| b TEEKAY LNG PARTNERS, LP SECTION 1231   | P  | VARIOUS                              | VARIOUS                          |
| c MERRILL LYNCH #0-2005  | P  | VARIOUS                              | VARIOUS                          |
| d MERRILL LYNCH #0-2005  | P  | VARIOUS                              | VARIOUS                          |
| e MERRILL LYNCH #0-2005 - CASH IN LIEU   | P  | VARIOUS                              | VARIOUS                          |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a                     |  | 420.  | <420.>                                       |
| b                     |  | 6.  | <6.>   |
| c 61,618.             |  | 87,624.   | <26,006.>                                    |
| d 340,999.            |  | 288,376.  | 52,623.                                      |
| e 44.                 |  |   | 44.  |

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

| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|---|---|
| a                         |                                      |   | <420.>  |
| b                         |                                      |   | <6.>  |
| c                         |                                      |   | <26,006.>   |
| d                         |                                      |   | 52,623.   |
| e                         |                                      |   | 44.   |

|   |   |   |         |
|---|---|---|---------|
| 2 Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 | 2 | 26,235. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 |   | 3 | N/A     |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2011   | 126,720.                                 | 2,334,876.                                   | .054273   |
| 2010   | 132,599.                                 | 2,261,815.                                   | .058625   |
| 2009   | 86,071.                                  | 2,101,062.                                   | .040965   |
| 2008   | 0.                                       | 1,970,000.                                   | .000000   |
| 2007   |  |  |   |

|   |   |            |
|---|---|------------|
| 2 Total of line 1, column (d)   | 2 | .153863    |
| 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 | .038466    |
| 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5  | 4 | 2,274,573. |
| 5 Multiply line 4 by line 3   | 5 | 87,494.    |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)  | 6 | 1,071.     |
| 7 Add lines 5 and 6   | 7 | 88,565.    |
| 8 Enter qualifying distributions from Part XII, line 4<br>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.<br>See the Part VI instructions. | 8 | 134,500.   |

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax

807. Refunded

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

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?

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐

WA

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes No

1a X

1b X

1c X

2 X

3 X

4a X

4b

5 X

6 X

7 X

8b X

9 X

10 X

N/A

**Part VII-A Statements Regarding Activities** (continued)

|    |   |    |     |    |
|----|---|----|-----|----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)   | 11 |     | X  |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)  | 12 |     | X  |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ► <u>N/A</u>   | 13 | X   |    |
| 14 | The books are in care of ► <u>EDMUND ELLIS, III</u> Telephone no. ► <u>206-842-0630</u><br>Located at ► <u>7268 MADRONA DRIVE NE, BAINBRIDGE ISLAND, WA</u> ZIP+4 ► <u>98110</u>  |    |     |    |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here<br>and enter the amount of tax-exempt interest received or accrued during the year  | 15 | 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | 16 | Yes | No |
|    |   |    |     | X  |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

|   | Yes   | No |
|---|---|----|
| 1a During the year did the foundation (either directly or indirectly):  |   |    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here  | N/A   | 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 |
| 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 Gd and Ge, Part XIII) for tax year(s) beginning before 2012?<br>If "Yes," list the years ►   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)   | N/A   | 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.<br>►   |   |    |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |    |
| b If "Yes," did it have excess business holdings in 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.) | N/A   | 3b |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  |   | 4a |
| 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  |

Form 990-PF (2012)

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

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

N/A

7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 11     |   | 0.  | 0.  | 0.                                    |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |
|                      |   |   |   |                                       |

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

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

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

▶ 0





**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 | 2,209,176. |
| b   | Average of monthly cash balances  | 1b | 100,035.   |
| c   | Fair market value of all other assets   | 1c |            |
| d   | Total (add lines 1a, b, and c)  | 1d | 2,309,211. |
| e   | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0.         |
| 2   | Acquisition indebtedness applicable to line 1 assets  | 2  | 0.         |
| 3   | Subtract line 2 from line 1d  | 3  | 2,309,211. |
| 4   | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4  | 34,638.    |
| 5   | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4      | 5  | 2,274,573. |
| 6   | Minimum investment return. Enter 5% of line 5   | 6  | 113,729.   |

**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  | 113,729. |
| 2a | Tax on investment income for 2012 from Part VI, line 5   | 2a | 1,071.   |
| b  | Income tax for 2012. (This does not include the tax from Part VI.)                                 | 2b |          |
| c  | Add lines 2a and 2b  | 2c | 1,071.   |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 112,658. |
| 4  | Recoveries of amounts treated as qualifying distributions  | 4  | 0.       |
| 5  | Add lines 3 and 4  | 5  | 112,658. |
| 6  | Deduction from distributable amount (see instructions)   | 6  | 0.       |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 112,658. |

**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 | 134,500. |
| b  | Program-related investments - total from Part IX-B  | 1b | 0.       |
| 2  | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | 2  |          |
| 3  | Amounts set aside for specific charitable projects that satisfy the:  |    |          |
| a  | Suitability test (prior IRS approval required)  | 3a |          |
| b  | Cash distribution test (attach the required schedule)   | 3b |          |
| 4  | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                        | 4  | 134,500. |
| 5  | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5  | 1,071.   |
| 6  | Adjusted qualifying distributions. Subtract line 5 from line 4  | 6  | 133,429. |

**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)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7   |               |                            |             | 112,658.    |
| 2 Undistributed income, if any, as of the end of 2012  |               |                            |             |             |
| a Enter amount for 2011 only   |               |                            | 0.          |             |
| b Total for prior years:   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2012:   |               |                            |             |             |
| a From 2007  |               |                            |             |             |
| b From 2008  |               |                            |             |             |
| c From 2009  |               |                            |             |             |
| d From 2010  |               |                            |             |             |
| e From 2011  |               |                            |             | 12,834.     |
| f Total of lines 3a through e  | 12,834.       |                            |             |             |
| 4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$  |               |                            |             | 134,500.    |
| 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.            |                            |             |             |
| d Applied to 2012 distributable amount   |               |                            |             | 112,658.    |
| e Remaining amount distributed out of corpus   | 21,842.       |                            |             |             |
| 5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)  | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 34,676.       |                            |             |             |
| 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 instr.  |               |                            | 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)   | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7   | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a  | 34,676.       |                            |             |             |
| 10 Analysis of line 9:   |               |                            |             |             |
| a Excess from 2008   |               |                            |             |             |
| b Excess from 2009   |               |                            |             |             |
| c Excess from 2010   |               |                            |             |             |
| d Excess from 2011   |               |                            |             | 12,834.     |
| e Excess from 2012   |               |                            |             | 21,842.     |

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(a) 2012

(b) 2011

(c) 2010

(d) 2009

(e) Total

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

**SEE STATEMENT 12**

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

**NONE****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs**

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

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

**SEE STATEMENT 13**

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

c Any submission deadlines:

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

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

| Recipient<br>Name and address (home or business)           | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount   |
|--|--|--------------------------------------|-------------------------------------|----------|
| <b>a</b> Paid during the year                              |  |                                      |                                     |          |
| TOTAL GRANTS AND CONTRIBUTIONS - SEE<br>ATTACHED STATEMENT |  |                                      |                                     | 134,500. |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
| <b>Total</b>   |  |                                      | ▶ <b>3a</b>                         | 134,500. |
| <b>b</b> Approved for future payment                       |  |                                      |                                     |          |
| NONE   |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
|  |  |                                      |                                     |          |
| <b>Total</b>   |  |                                      | ▶ <b>3b</b>                         | 0.       |



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

|          |  | Yes | No |
|----------|--|-----|----|
| <b>1</b> | 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?  |     |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |     |    |
|          | (1) Cash   |     | X  |
|          | (2) Other assets   |     | X  |
| <b>b</b> | Other transactions:  |     |    |
|          | (1) Sales of assets to a noncharitable exempt organization   |     | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization   |     | X  |
|          | (3) Rental of facilities, equipment, or other assets   |     | X  |
|          | (4) Reimbursement arrangements   |     | X  |
|          | (5) Loans or loan guarantees   |     | X  |
|          | (6) Performance of services or membership or fundraising solicitations   |     | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |     | X  |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |     |    |

[illegible]

**2a** is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A                      |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

|                               |  |  |  |  |   |  |
|-------------------------------|--|--|--|--|---|--|
| <b>Sign Here</b>              | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. |  |  |  | May the IRS discuss this return with the preparer shown below (see instr.)?<br><input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No |  |
|                               | Signature of officer or trustee <i>James Ellis</i>   |  | Date <i>7.8.13</i>   |  | Title <i>Secretary</i>  |  |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name<br><b>JASON HANSON</b>  |  | Preparer's signature <i>[Signature]</i>                                |  | Date <i>2013-06-20</i>  |  |
|                               | Check <input type="checkbox"/> if self-employed  |  | PTIN <b>P00407684</b>  |  | Firm's name <b>▶ ROBERT A. UNDERHILL P.C.</b>   |  |
|                               | Firm's EIN <b>▶ 75-3053479</b>   |  | Firm's address <b>▶ 601 UNION STREET, SUITE 3300 SEATTLE, WA 98101</b> |  | Phone no. <b>(206) 357-3031</b>   |  |

Form **990-PF** (2012)

**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 ELLIS FOUNDATION**

Employer identification number

**26-3894940**

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 11, 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).

**LHA** 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)

Name of organization

Employer identification number

**THE ELLIS FOUNDATION****26-3894940****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4   | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|---|----------------------------|---|
| <u>1</u>   | <u>EDMUND G. AND JOANNE ELLIS</u><br><u>341 SHEPHARD WAY NW</u><br><u>BAINBRIDGE ISLAND, WA 98110</u> | \$ <u>0.</u>               | Person <input checked="checked" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |
|            |   | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)                   |



Name of organization

Employer identification number

THE ELLIS FOUNDATION

26-3894940

**Part II    Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

**THE ELLIS FOUNDATION****26-3894940**

**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 entry. For 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) ▶ \$

Use duplicate copies of Part III if additional space is needed

| (a) No.<br>from<br>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 |
|                           |   |                 |  |
|                           |   |                 |  |
|                           |   |                 |  |
|                           | (e) Transfer of gift                    |                 |  |
|                           | Transferee's name, address, and ZIP + 4 |                 | Relationship of transferor to transferee |
|                           |   |                 |  |
|                           |   |                 |  |
|                           |   |                 |  |

**THE ELLIS FOUNDATION**  
**ML 56S-02005**  
**FOR THE YEAR ENDED DECEMBER 31, 2012**

**EIN: 26-3894940**

| Security Description      | Quantity | Date<br>Acquired | Date<br>Liquidated | Sales Price | Cost Basis | Gain or<br>(Loss) |
|---------------------------|----------|------------------|--------------------|-------------|------------|-------------------|
| INERGY LP                 | 400      | 2/16/2011        | 1/18/2012          | 8,915 83    | 16,780 00  | -7,864.17         |
| INERGY LP                 | 100      | 3/29/2011        | 1/18/2012          | 2,228 96    | 3,990 00   | -1,761 04         |
| INERGY L P                | 150      | 3/29/2011        | 2/3/2012           | 2,660 94    | 5,985 00   | -3,324 06         |
| INERGY L P                | 150      | 3/30/2011        | 2/3/2012           | 2,660 94    | 6,018 00   | -3,357 06         |
| INERGY L P                | 350      | 3/30/2011        | 2/3/2012           | 6,208 89    | 14,042 00  | -7,833 11         |
| INERGY L P                | 250      | 4/7/2011         | 2/3/2012           | 4,434 92    | 9,995 00   | -5,560 08         |
| INERGY L P                | 100      | 5/23/2011        | 2/3/2012           | 1,773 97    | 3,654 00   | -1,880 03         |
| INERGY L P PTP Basis Adj  | 1500     |                  |                    |             | -4,508 00  | 4,508 00          |
| UTILITIES HLDERS DEP RCPT | 200      | 12/11/2012       | 5/30/2012          | 22,399 51   | 21,586 00  | 813 51            |
| F5 NETWORKS INC COM       | 100      | 6/13/2012        | 9/17/2012          | 10,334 77   | 10,082 22  | 252 55            |

**TOTAL REALIZED SHORT-TERM CAPITAL GAIN (LOSS)**

**61,619    87,624    (26,005)**

|                           |       |            |            |           |           |            |
|---------------------------|-------|------------|------------|-----------|-----------|------------|
| ALCOA INC                 | 51000 | 4/22/2009  | 1/17/2012  | 51,000 00 | 48,460 20 | 2,539 80   |
| TEEKAY CORP               | 100   | 10/13/2009 | 1/5/2012   | 2,535 95  | 2,455 00  | 80 95      |
| TEEKAY CORP               | 300   | 10/13/2009 | 1/5/2012   | 7,616 85  | 7,365 00  | 251 85     |
| TEEKAY CORP               | 100   | 10/13/2009 | 1/5/2012   | 2,539 95  | 2,455 00  | 84 95      |
| NOKIA CORP                | 1000  | 1/18/2011  | 1/30/2012  | 4,939 91  | 9,181 17  | -4,241 26  |
| ISHARES TRUST DOW JONES   | 500   | 5/9/2005   | 4/20/2012  | 27,995 47 | 18,020 00 | 9,975 47   |
| ISHARES TRUST DOW JONES   | 450   | 5/13/2009  | 4/20/2012  | 25,195 93 | 15,750 00 | 9,445 93   |
| FORD STEPS ISSUER SEK     | 5000  | 12/11/2004 | 4/27/2012  | 38,573 36 | 50,000 00 | -11,426 64 |
| UTILITIES HLDERS DEP RCPT | 200   | 3/11/2009  | 5/30/2012  | 22,359 49 | 14,995 84 | 7,363 65   |
| UTILITIES HLDERS DEP RCPT | 100   | 3/13/2009  | 5/30/2012  | 11,179 75 | 7,642 00  | 3,537 75   |
| UTILITIES HLDERS DEP RCPT | 100   | 3/13/2009  | 5/30/2012  | 11,179 75 | 7,640 48  | 3,539 27   |
| UTILITIES HLDERS DEP RCPT | 300   | 4/22/2009  | 5/30/2012  | 33,539 25 | 24,750 00 | 8,789 25   |
| UTILITIES HLDERS DEP RCPT | 99    | 6/10/2005  | 5/30/2012  | 11,067 96 | 8,436 78  | 2,631 18   |
| UTILITIES HLDERS DEP RCPT | 1     | 6/10/2005  | 5/30/2012  | 111 99    | 85 22     | 26 77      |
| AMERICAN CAP AGY CORP     | 500   | 3/30/2011  | 11/7/2012  | 15,245 86 | 14,414 20 | 831 66     |
| CONSOLIDATED EDISON INC   | 100   | 12/10/2001 | 11/5/2012  | 5,800 12  | 4,588 90  | 1,211 22   |
| CONSOLIDATED EDISON INC   | 425   | 12/10/2001 | 11/5/2012  | 24,650 51 | 19,503 25 | 5,147 26   |
| CONSOLIDATED EDISON INC   | 275   | 1/12/2010  | 11/5/2012  | 15,950 33 | 12,622 36 | 3,327 97   |
| KRAFT FOODS GROUP INC     | 99    | 9/16/2009  | 11/26/2012 | 4,387 63  | 2,738 78  | 1,648 85   |
| KRAFT FOODS GROUP INC     | 67    | 9/21/2009  | 11/26/2012 | 2,969 40  | 1,893 63  | 1,075 77   |
| KRAFT FOODS GROUP INC     | 167   | 12/9/2010  | 11/26/2012 | 7,401 36  | 4,616 63  | 2,784 73   |
| KRAFT FOODS GROUP INC     | 333   | 2/16/2011  | 11/26/2012 | 14,758 42 | 10,761 87 | 3,996 55   |

**TOTAL REALIZED LONG-TERM CAPITAL GAIN (LOSS)**

**340,999.24    288,376.31    52,622.93**

**GRAND TOTAL REALIZED CAPITAL GAIN (LOSS)**

**402,617.97    376,000.53    26,617.44**

| FORM 990-PF                                 | DIVIDENDS AND INTEREST FROM SECURITIES | STATEMENT                  | 1                    |
|---|--|----------------------------|----------------------|
| SOURCE                                      | GROSS AMOUNT                           | CAPITAL GAINS<br>DIVIDENDS | COLUMN (A)<br>AMOUNT |
| ENERGY TRANSFER PARTNERS, L.P.<br>DIVIDENDS | 350.                                   | 0.                         | 350.                 |
| ENERGY TRANSFER PARTNERS, L.P.<br>INTEREST  | 832.                                   | 0.                         | 832.                 |
| ENERGY, L.P. DIVIDENDS                      | 12.                                    | 0.                         | 12.                  |
| MERRILL LYNCH TAX-EXEMPT<br>INTEREST        | 11,727.                                | 0.                         | 11,727.              |
| MERRILL LYNCH TAXABLE DIVIDENDS             | 85,135.                                | 0.                         | 85,135.              |
| MERRILL LYNCH TAXABLE INTEREST              | 7,991.                                 | 0.                         | 7,991.               |
| SUBURBAN PROPANE, LP TAXABLE<br>INTEREST    | 1.                                     | 0.                         | 1.                   |
| TEEKAY LNG PARTNERS, LP<br>DIVIDENDS        | 7.                                     | 0.                         | 7.                   |
| TEEKAY LNG PARTNERS, LP TAXABLE<br>INTEREST | 37.                                    | 0.                         | 37.                  |
| TOTAL TO FM 990-PF, PART I, LN 4            | 106,092.                               | 0.                         | 106,092.             |

| FORM 990-PF                                       | OTHER INCOME                | STATEMENT                         | 2                             |
|---|-----------------------------|-----------------------------------|-------------------------------|
| DESCRIPTION                                       | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |
| ENERGY TRANSFER PARTNERS, L.P.<br>ORDINARY INCOME | <7,614.>                    | <7,614.>                          |                               |
| ENERGY, L.P. ORDINARY GAIN                        | 3,542.                      | 3,542.                            |                               |
| ENERGY, L.P. ORDINARY INCOME                      | <2,253.>                    | <2,253.>                          |                               |
| SUBURBAN PROPANE, LP ORDINARY<br>INCOME           | 27.                         | 27.                               |                               |
| TEEKAY LNG PARTNERS, LP ORDINARY<br>INCOME        | <304.>                      | <304.>                            |                               |
| TEEKAY LNG PARTNERS, LP PORTFOLIO<br>INCOME       | 34.                         | 34.                               |                               |
| MERRILL LYNCH #0-2005 OTHER INCOME                | 2,416.                      | 2,416.                            |                               |
| TOTAL TO FORM 990-PF, PART I, LINE 11             | <4,152.>                    | <4,152.>                          |                               |

| FORM 990-PF                  | ACCOUNTING FEES              |                                   |                               | STATEMENT                     | 3 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| RAUPC                        | 4,379.                       | 0.                                |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 16B | 4,379.                       | 0.                                |                               | 0.                            |   |

| FORM 990-PF                  | OTHER PROFESSIONAL FEES      |                                   |                               | STATEMENT                     | 4 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| MANAGEMENT FEES              | 19,443.                      | 19,443.                           |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 16C | 19,443.                      | 19,443.                           |                               | 0.                            |   |

| FORM 990-PF                 | TAXES                        |                                   |                               | STATEMENT                     | 5 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| FEDERAL TAXES               | 1,930.                       | 0.                                |                               | 0.                            |   |
| FOREIGN TAXES PAID          | 507.                         | 507.                              |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 18 | 2,437.                       | 507.                              |                               | 0.                            |   |

| FORM 990-PF                                | OTHER EXPENSES               |                                   |                               | STATEMENT                     | 6 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                                | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| WA STATE FEES                              | 25.                          | 0.                                |                               | 0.                            |   |
| BANK FEES                                  | 84.                          | 84.                               |                               | 0.                            |   |
| CHARITABLE EXPENSES                        | 7.                           | 7.                                |                               | 0.                            |   |
| INVESTMENT INTEREST EXPENSE                | 993.                         | 993.                              |                               | 0.                            |   |
| NONDEDUCTIBLE EXPENSES FROM<br>PASSTHROUGH | 22.                          | 0.                                |                               | 0.                            |   |

|                             |        |        |    |
|-----------------------------|--------|--------|----|
| BOOK TAX DIFFERENCE         | 6,676. | 0.     | 0. |
| TO FORM 990-PF, PG 1, LN 23 | 7,807. | 1,084. | 0. |

|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT | 7 |
|-------------|--|-----------|---|

| DESCRIPTION                                      | U.S.<br>GOV'T | OTHER<br>GOV'T | BOOK VALUE | FAIR MARKET<br>VALUE |
|--|---------------|----------------|------------|----------------------|
| MUNICIPAL BONDS                                  | X             |                | 178,292.   | 197,708.             |
| TOTAL U.S. GOVERNMENT OBLIGATIONS                |               |                | 178,292.   | 197,708.             |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS |               |                |            |                      |
| TOTAL TO FORM 990-PF, PART II, LINE 10A          |               |                | 178,292.   | 197,708.             |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 8 |
|-------------|-----------------|-----------|---|

| DESCRIPTION                             | BOOK VALUE | FAIR MARKET<br>VALUE |
|---|------------|----------------------|
| EQUITIES                                | 904,204.   | 1,046,861.           |
| ENERGY TRANSFER PARTNERS, L.P.          | 56,643.    | 107,946.             |
| INERGY, L.P.                            | 23,801.    | 18,190.              |
| SUBURBAN PROPANE, LP                    | 356.       | 4,197.               |
| TEEKAY LNG PARTNERS, LP                 | 37,381.    | 37,780.              |
| MUTUAL FUNDS                            | 563,384.   | 648,996.             |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 1,585,769. | 1,863,970.           |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE BONDS | STATEMENT | 9 |
|-------------|-----------------|-----------|---|

| DESCRIPTION                             | BOOK VALUE | FAIR MARKET<br>VALUE |
|---|------------|----------------------|
| CORPORATE BONDS                         | 110,958.   | 137,655.             |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 110,958.   | 137,655.             |

| FORM 990-PF                            | OTHER INVESTMENTS | STATEMENT 10 |
|--|-------------------|--------------|
| DESCRIPTION                            | VALUATION METHOD  | BOOK VALUE   |
| ACCRUED INTEREST                       | COST              | 0.           |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                   | 0.           |

FAIR MARKET  
VALUE

5,133.

5,133.

| FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS<br>TRUSTEES AND FOUNDATION MANAGERS | STATEMENT 11 |
|-------------|---|--------------|
|-------------|---|--------------|

| NAME AND ADDRESS  | TITLE AND<br>AVRG HRS/WK | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|---|--------------------------|-------------------|------------------------------|--------------------|
| EDMUND G. ELLIS III<br>341 SHEPHARD WAY NW<br>BAINBRIDGE ISLAND, WA 98110 | PRESIDENT<br>0.00        | 0.                | 0.                           | 0.                 |
| CHARLES ELLIS<br>341 SHEPHARD WAY NW<br>BAINBRIDGE ISLAND, WA 98110       | VICE PRESIDENT<br>0.00   | 0.                | 0.                           | 0.                 |
| JOANNE ELLIS<br>341 SHEPHARD WAY NW<br>BAINBRIDGE ISLAND, WA 98110        | SECRETARY<br>0.00        | 0.                | 0.                           | 0.                 |
| ROBYN ELLIS<br>341 SHEPHARD WAY NW<br>BAINBRIDGE ISLAND, WA 98110         | TREASURER<br>0.00        | 0.                | 0.                           | 0.                 |
| CHRISTINA ELLIS<br>341 SHEPHARD WAY NW<br>BAINBRIDGE ISLAND, WA 98110     | SERGEANT AT ARMS<br>0.00 | 0.                | 0.                           | 0.                 |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII                              |                          | 0.                | 0.                           | 0.                 |

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

EDMUND G. ELLIS III

JOANNE ELLIS



FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JOANNE ELLIS  
7868 MADRONA DRIVE NE  
BAINBRIDGE ISLAND, WA 98110

TELEPHONE NUMBER

206-842-0630

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS A GRANT APPLICATION FORM WHICH CAN BE OBTAINED BY  
CALLING THE FOUNDATION AND REQUESTING A GRANT APPLICATION FORM.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ELLIS FOUNDATION CONCENTRATES ITS GIVING IN THE AREAS OF THE  
ENVIRONMENT, EDUCATION AND HUMANITARIAN ENDEAVORS.

**THE ELLIS FOUNDATION  
EIN: 26-3894940**

**A STATEMENT ATTACHED TO AND MADE PART OF  
FORM 990-PF, RETURN OF PRIVATE FOUNDATION  
OR SECTION 4947(A)(1) NONEXEMPT CHARITABLE TRUST  
TREATED AS A PRIVATE FOUNDATION  
FOR THE YEAR ENDED DECEMBER 31, 2012**

**Part XV, Supplementary Information (continued),**

**3. Grants and Contributions Paid During the Year or Approved for Future Payment**

|          |  |
|----------|--|
| \$1,000  | Adrienne Shelly Foundation<br>16 West 22 <sup>nd</sup> Street 11 <sup>th</sup> Floor<br>New York, NY 10010<br>Purpose of Grant: General Purposes     |
| \$2,000  | Alleycat Acres<br>c/o Sustainable Seattle<br>1402 3 <sup>rd</sup> Avenue, Suite 430<br>Seattle, WA 98101<br>Purpose of Grant: General Purposes       |
| \$15,000 | Bainbridge Graduate Institute<br>284 Madrona Way NE, Suite 124<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes                  |
| \$1,500  | Bainbridge Island Arts and Humanities Council<br>221 Winslow Way West #201<br>Bainbridge Island, WA 98110-4916<br>Purpose of Grant: General Purposes |
| \$5,000  | Bainbridge Island Land Trust<br>P.O. Box 10144<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes                                  |
| \$5,000  | Bainbridge Performing Arts<br>200 Madison Avenue North<br>Bainbridge Island, WA 98110-1812<br>Purpose of Grant: General Purposes                     |
| \$500    | Bainbridge Schools Foundation<br>8489 Madison Avenue NE<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes                         |
| \$5,000  | Bard College<br>PO Box 5000<br>Annandale-on-Hudson, NY 12504-5000<br>Purpose of Grant: General Purposes  |

|         |   |
|---------|---|
| \$5,000 | Bike Works<br>3709 S. Ferdinand Street<br>Seattle, WA 98118<br>Purpose of Grant:    General Purposes                                    |
| \$2,500 | Bloedel Reserve<br>7571 NE Dolphin Drive<br>Bainbridge Island, WA 98110-1097<br>Purpose of Grant:    General Purposes                   |
| \$2,000 | Country Doctor Community Health Centers<br>500 19 <sup>th</sup> Avenue E.<br>Seattle, WA 98112<br>Purpose of Grant:    General Purposes |
| \$1,000 | Emergency Feeding Program<br>7100 42 <sup>nd</sup> Avenue South<br>Seattle, WA 98118<br>Purpose of Grant:    General Purposes           |
| \$1,000 | Food Roots<br>P.O. Box 1275<br>Tillamook, Oregon 97141<br>Purpose of Grant:    General Purposes   |
| \$5,000 | Helpline House<br>282 Knechtel Way NE<br>Bainbridge Island, WA 98110-2841<br>Purpose of Grant:    General Purposes                      |
| \$3,000 | Heifer International<br>1 World Avenue<br>Little Rock, AR 72202<br>Purpose of Grant:    General Purposes                                |
| \$1,500 | Hospice of Kitsap County<br>3100 NW Bucklin Hill Road<br>Silverdale, WA 98383-8362<br>Purpose of Grant:    General Purposes             |
| \$500   | Hyla Middle School<br>7861 Bucklin Hill Road<br>Bainbridge Island, WA 98110<br>Purpose of Grant:    General Purposes                    |
| \$5,000 | Islandwood<br>4450 Blakely Avenue NE<br>Bainbridge Island, WA 98110<br>Purpose of Grant:    General Purposes                            |

|          |   |
|----------|---|
| \$1,000  | KCTS (Channel 9 Seattle)<br>401 Mercer Street<br>Seattle, WA 98109<br>Purpose of Grant: General Purposes            |
| \$1,000  | KEXP (90.3 Seattle)<br>113 Dexter Avenue North<br>Seattle, WA 98109<br>Purpose of Grant: General Purposes           |
| \$1,000  | Kitsap Regional Library Foundation<br>1301 Sylvan Way<br>Bremerton, WA 98310<br>Purpose of Grant: General Purposes  |
| \$1,000  | KNHC-FM (89.5 Seattle)<br>10750 30th Avenue NE Suite 219<br>Seattle WA, 98125<br>Purpose of Grant: General Purposes |
| \$1,000  | KPLU (88.5 Seattle/Tacoma)<br>12180 Park Avenue South<br>Tacoma, WA 98447<br>Purpose of Grant: General Purposes     |
| \$1,000  | KUOW (94.9 Seattle)<br>4518 University Way NE, Suite 310<br>Seattle WA 98105<br>Purpose of Grant: General Purposes  |
| \$10,000 | Knox College<br>2 East South Street<br>Galesburg, Illinois 61401-4999<br>Purpose of Grant: General Purposes         |
| \$4,000  | Mercy Corps<br>45 SW Ankeny Street<br>Portland, OR 97204<br>Purpose of Grant: General Purposes                      |
| \$1,000  | Olympic College Foundation<br>1600 Chester Avenue<br>Bremerton, WA 98337-1699<br>Purpose of Grant: General Purposes |
| \$4,750  | One Call for All<br>PO Box 10487<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes               |

|          |  |
|----------|--|
| \$10,000 | Pacific Science Center<br>200 2nd Avenue North<br>Seattle, WA 98109-4816<br>Purpose of Grant: General Purposes                                 |
| \$5,000  | Planned Parenthood<br>434 West 33 <sup>rd</sup> Street<br>New York, NY 10001<br>Purpose of Grant: General Purposes                             |
| \$10,000 | Saint Barnabas Church<br>1187 Wyatt Way NW<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes                                |
| \$1,000  | Seattle Public Library<br>1000 4 <sup>th</sup> Avenue<br>Seattle, WA 98104<br>Purpose of Grant: General Purposes                               |
| \$1,000  | SIFF Film Center<br>305 Harrison Street<br>Seattle, WA 98109<br>Purpose of Grant: General Purposes   |
| \$5,000  | Solid Ground<br>1501 North 45th Street<br>Seattle, WA 98103-6708<br>Purpose of Grant: General Purposes   |
| \$7,500  | Tenants Union of Washington<br>5425 Rainer Avenue South<br>Seattle, WA 98118-2455<br>Purpose of Grant: General Purposes                        |
| \$1,000  | The Vera Project<br>305 Harrison Street<br>Seattle, WA 98109<br>Purpose of Grant: General Purposes   |
| \$1,000  | University of Oregon Foundation<br>1720 East 13 <sup>th</sup> Avenue, Suite 410<br>Eugene, OR 97403-1905<br>Purpose of Grant: General Purposes |
| \$1,000  | West Sound Wildlife Shelter<br>7501 NE Dolphin Drive<br>Bainbridge Island, WA 98110<br>Purpose of Grant: General Purposes                      |

\$4,750

Willamette University  
Office of Annual Giving  
900 State Street  
Salem, OR 97301  
Purpose of Grant: General Purposes

**\$134,500**

**Total Grants Made in 2012**

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

OMB No. 1545-1709

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

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

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

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://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.*

|  |  |  |
|--|--|--|
| <b>Type or print</b><br><br>File by the due date for filing your return. See instructions. | Name of exempt organization or other filer, see instructions.<br><br><b>THE ELLIS FOUNDATION</b>                               | Employer identification number (EIN) or<br><br><b>26-3894940</b> |
|  | Number, street, and room or suite no. If a P.O. box, see instructions.<br><b>7268 MADRONA DRIVE NE</b>                         | Social security number (SSN)                                     |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br><b>BAINBRIDGE ISLAND, WA 98110</b> |  |

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          |

**EDMUND ELLIS, III**

- The books are in the care of ► **7268 MADRONA DRIVE NE - BAINBRIDGE ISLAND, WA 98110**

Telephone No ► **206-842-0630**

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 **AUGUST 15, 2013**, 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 \_\_\_\_\_, and ending \_\_\_\_\_

- 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

|  |           |                  |
|--|-----------|------------------|
| <b>3a</b> 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.                                   | <b>3a</b> | \$ <b>1,081.</b> |
| <b>b</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. | <b>3b</b> | \$ <b>350.</b>   |
| <b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.             | <b>3c</b> | \$ <b>731.</b>   |

**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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

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