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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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

THE ELLIS FOUNDATION

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

7268 MADRONA DRIVE NE

A Employer identification number

26-3894940

City or town, state, and ZIP code

BAINBRIDGE ISLAND, WA 98110

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual

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

(Other (specify))

► \$ 2,296,503. (Part I, column (d) must be on cash basis.)

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.		STATEMENT-1
5a Gross rents					RECEIVED
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					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<4,152. >	<4,152. >		STATEMENT 2
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:		<40,391. >			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		107,141.			
c Adjusted net income (if negative, enter -0-)				N/A	

918-20 12

Assets	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
			50,426.	92,037.	92,037.
1	Cash - non-interest-bearing				
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	Total assets (to be completed by all filers)		2,007,447.	1,967,056.	2,296,503.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	24	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.				
	25	Unrestricted			
	26	Temporarily restricted			
	27	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	28	Capital stock, trust principal, or current funds	0.	0.	
	29	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	30	Retained earnings, accumulated income, endowment, or other funds	2,007,447.	1,967,056.	
	31	Total net assets or fund balances	2,007,447.	1,967,056.	
	31	Total liabilities and net assets/fund balances	2,007,447.	1,967,056.	

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	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 P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (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 (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (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) 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				<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 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): If gain, also enter in Part I, line 8, column (c). 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) 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	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

8 134,500.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► 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

6a 733.

6b

6c 1,150.

6d

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 ►

7 1,883.

8 5.

9

10 807.

11 0.

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?

Yes No

1a X

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

1b X

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.

1c X

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?

2 X

*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*

3 X

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

4a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6 X

• 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?

7 X

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) ►

WAb 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*

8b 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*

9 X

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

10 X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	EDMUND ELLIS, III	Telephone no. ► 206-842-0630
Located at ► 7268 MADRONA DRIVE NE, BAINBRIDGE ISLAND, WA ZIP+4 ► 98110		
15	15	► N/A
16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly):	Yes No
(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)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►
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 Gd and Ge, Part XIII) for tax year(s) beginning before 2012? 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. ►	
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 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

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

5b

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

6b

X

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

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

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

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

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

►

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	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3

►

0.

Form 990-PF (2012)

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) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				112,658.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
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.			0.	
a Applied to 2011, but not more than line 2a				
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:	34,676.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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 XV Supplementary Information (continued)

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

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

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
	(a) Business code	(b) 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				
4 Dividends and interest from securities			14	106,092.
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			14	<4,152.>
8 Gain or (loss) from sales of assets other than inventory			18	26,235.
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)		0.		128,175.
13 Total. Add line 12, columns (b), (d), and (e)			13	128,175.
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

Yes No

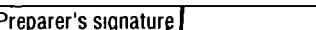
b If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	JASON HANSON		2013-06-20	PTIN
	Firm's name ► ROBERT A. UNDERHILL P.C.			Firm's EIN ► 75-3053479
	Firm's address ► 601 UNION STREET, SUITE 3300 SEATTLE, WA 98101			Phone no. (206) 357-3033

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 foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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).

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 FOUNDATION26-3894940**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	<u>EDMUND G. AND JOANNE ELLIS</u> <u>341 SHEPHARD WAY NW</u> <u>BAINBRIDGE ISLAND, WA 98110</u>	\$ 0.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

THE ELLIS FOUNDATION

Employer identification number

26-3894940

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE ELLIS FOUNDATION

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.

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				
			<p style="text-align: center;">(e) Transfer of gift</p> <table border="1"> <tr> <td data-bbox="353 591 681 616">Transferee's name, address, and ZIP + 4</td> <td data-bbox="681 591 1424 616">Relationship of transferor to transferee</td> </tr> <tr> <td data-bbox="353 616 681 721"></td> <td data-bbox="681 616 1424 721"></td> </tr> </table>	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee		
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee						
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
			<p style="text-align: center;">(e) Transfer of gift</p> <table border="1"> <tr> <td data-bbox="353 1002 681 1025">Transferee's name, address, and ZIP + 4</td> <td data-bbox="681 1002 1424 1025">Relationship of transferor to transferee</td> </tr> <tr> <td data-bbox="353 1025 681 1133"></td> <td data-bbox="681 1025 1424 1133"></td> </tr> </table>	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee		
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee						
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
			<p style="text-align: center;">(e) Transfer of gift</p> <table border="1"> <tr> <td data-bbox="353 1380 681 1403">Transferee's name, address, and ZIP + 4</td> <td data-bbox="681 1380 1424 1403">Relationship of transferor to transferee</td> </tr> <tr> <td data-bbox="353 1403 681 1511"></td> <td data-bbox="681 1403 1424 1511"></td> </tr> </table>	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee		
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee						
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
			<p style="text-align: center;">(e) Transfer of gift</p> <table border="1"> <tr> <td data-bbox="353 1758 681 1781">Transferee's name, address, and ZIP + 4</td> <td data-bbox="681 1758 1424 1781">Relationship of transferor to transferee</td> </tr> <tr> <td data-bbox="353 1781 681 1889"></td> <td data-bbox="681 1781 1424 1889"></td> </tr> </table>	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee		
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 Acquired	Date Liquidated	Sales Price	Cost Basis	Gain or (Loss)
ENERGY LP	400	2/16/2011	1/18/2012	8,915.83	16,780.00	-7,864.17
ENERGY LP	100	3/29/2011	1/18/2012	2,228.96	3,990.00	-1,761.04
ENERGY L P	150	3/29/2011	2/3/2012	2,660.94	5,985.00	-3,324.06
ENERGY L P	150	3/30/2011	2/3/2012	2,660.94	6,018.00	-3,357.06
ENERGY L P	350	3/30/2011	2/3/2012	6,208.89	14,042.00	-7,833.11
ENERGY L P	250	4/7/2011	2/3/2012	4,434.92	9,995.00	-5,560.08
ENERGY L P	100	5/23/2011	2/3/2012	1,773.97	3,654.00	-1,880.03
ENERGY L P PTP Basis Adj	1500					-4,508.00
UTILITIES HLDRS 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 HLDRS DEP RCPT	200	3/11/2009	5/30/2012	22,359.49	14,995.84	7,363.65
UTILITIES HLDRS DEP RCPT	100	3/13/2009	5/30/2012	11,179.75	7,642.00	3,537.75
UTILITIES HLDRS DEP RCPT	100	3/13/2009	5/30/2012	11,179.75	7,640.48	3,539.27
UTILITIES HLDRS DEP RCPT	300	4/22/2009	5/30/2012	33,539.25	24,750.00	8,789.25
UTILITIES HLDRS DEP RCPT	99	6/10/2005	5/30/2012	11,067.96	8,436.78	2,631.18
UTILITIES HLDRS 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
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GRAND TOTAL REALIZED CAPITAL GAIN (LOSS)	402,617.97	376,000.53	26,617.44
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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ENERGY TRANSFER PARTNERS, L.P. DIVIDENDS	350.	0.	350.
ENERGY TRANSFER PARTNERS, L.P. INTEREST	832.	0.	832.
ENERGY, L.P. DIVIDENDS	12.	0.	12.
MERRILL LYNCH TAX-EXEMPT 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 INTEREST	1.	0.	1.
TEEKAY LNG PARTNERS, LP DIVIDENDS	7.	0.	7.
TEEKAY LNG PARTNERS, LP TAXABLE 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
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ENERGY TRANSFER PARTNERS, L.P. 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 INCOME	27.	27.	
TEEKAY LNG PARTNERS, LP ORDINARY INCOME	<304.>	<304.>	
TEEKAY LNG PARTNERS, LP PORTFOLIO 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) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE 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) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE 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) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE 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) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE 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 PASSTHROUGH	22.	0.		0.

THE ELLIS FOUNDATION

26-3894940

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. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET 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 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 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	FAIR MARKET VALUE
ACCRUED INTEREST	COST	0.	5,133.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	5,133.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
EDMUND G. ELLIS III 341 SHEPHARD WAY NW BAINBRIDGE ISLAND, WA 98110	PRESIDENT 0.00	0.	0.
CHARLES ELLIS 341 SHEPHARD WAY NW BAINBRIDGE ISLAND, WA 98110	VICE PRESIDENT 0.00	0.	0.
JOANNE ELLIS 341 SHEPHARD WAY NW BAINBRIDGE ISLAND, WA 98110	SECRETARY 0.00	0.	0.
ROBYN ELLIS 341 SHEPHARD WAY NW BAINBRIDGE ISLAND, WA 98110	TREASURER 0.00	0.	0.
CHRISTINA ELLIS 341 SHEPHARD WAY NW BAINBRIDGE ISLAND, WA 98110	SERGEANT AT ARMS 0.00	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		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 16 West 22 nd Street 11 th Floor New York, NY 10010 Purpose of Grant: General Purposes
\$2,000	Alleycat Acres c/o Sustainable Seattle 1402 3 rd Avenue, Suite 430 Seattle, WA 98101 Purpose of Grant: General Purposes
\$15,000	Bainbridge Graduate Institute 284 Madrona Way NE, Suite 124 Bainbridge Island, WA 98110 Purpose of Grant: General Purposes
\$1,500	Bainbridge Island Arts and Humanities Council 221 Winslow Way West #201 Bainbridge Island, WA 98110-4916 Purpose of Grant: General Purposes
\$5,000	Bainbridge Island Land Trust P.O. Box 10144 Bainbridge Island, WA 98110 Purpose of Grant: General Purposes
\$5,000	Bainbridge Performing Arts 200 Madison Avenue North Bainbridge Island, WA 98110-1812 Purpose of Grant: General Purposes
\$500	Bainbridge Schools Foundation 8489 Madison Avenue NE Bainbridge Island, WA 98110 Purpose of Grant: General Purposes
\$5,000	Bard College PO Box 5000 Annandale-on-Hudson, NY 12504-5000 Purpose of Grant: General Purposes

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

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

\$10,000 Pacific Science Center
200 2nd Avenue North
Seattle, WA 98109-4816
Purpose of Grant: General Purposes

\$5,000 Planned Parenthood
434 West 33rd Street
New York, NY 10001
Purpose of Grant: General Purposes

\$10,000 Saint Barnabas Church
1187 Wyatt Way NW
Bainbridge Island, WA 98110
Purpose of Grant: General Purposes

\$1,000 Seattle Public Library
1000 4th Avenue
Seattle, WA 98104
Purpose of Grant: General Purposes

\$1,000 SIFF Film Center
305 Harrison Street
Seattle, WA 98109
Purpose of Grant: General Purposes

\$5,000 Solid Ground
1501 North 45th Street
Seattle, WA 98103-6708
Purpose of Grant: General Purposes

\$7,500 Tenants Union of Washington
5425 Rainier Avenue South
Seattle, WA 98118-2455
Purpose of Grant: General Purposes

\$1,000 The Vera Project
305 Harrison Street
Seattle, WA 98109
Purpose of Grant: General Purposes

\$1,000 University of Oregon Foundation
1720 East 13th Avenue, Suite 410
Eugene, OR 97403-1905
Purpose of Grant: General Purposes

\$1,000 West Sound Wildlife Shelter
7501 NE Dolphin Drive
Bainbridge Island, WA 98110
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

► File a separate application for each return.

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

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

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

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	\$	1,081.
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	\$	350.
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	\$	731.

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)