Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation
JENIAM FOUNDATION

A Employer identification number
62-1516244

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

Room/suite

B Telephone number (see instructions)
(901) 454-7080

City or town, state, and ZIP code
MEMPHIS, TN 38111

C If exemption application is pending, check here . . . . ▶ ☐

D 1. Foreign organizations, check here . ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation . . . . ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here . ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 18,660,695.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions gifts, grants etc , received (attach schedule) .				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	261,836.	261,640.		ATCH 1
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	888,996.			
	b	Gross sales price for all assets on line 6a 1,165,321.				
	7	Capital gain net income (from Part IV, line 2) .		907,404.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold .				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH 2 . .	-3,850.	3,703.		
	12	**Total.** Add lines 1 through 11	1,146,982.	1,172,747.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc . .	109,008.			109,008.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	14,525.			14,525.
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 3	16,150.	13,750.		
	c	Other professional fees (attach schedule) . . .				
	17	Interest . ATCH 4	19,020.	19,020.		
	18	Taxes (attach schedule) (see instructions) ATCH 5	38,517.	16,178.		8,339.
	19	Depreciation (attach schedule) and depletion .	11.	11.		
	20	Occupancy				
	21	Travel, conferences, and meetings	5,724.			5,724.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6 .	141,302.	133,379.		5,827.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	344,257.	182,338.		143,423.
	25	Contributions, gifts, grants paid	754,689.			754,689.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,098,946.	182,338.	0	898,112.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements** . .	48,036.			
	b	**Net investment income** (if negative, enter -0-)		990,409.		
	c	**Adjusted net income** (if negative, enter -0-). .				

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JSA **For Paperwork Reduction Act Notice, see instructions.**
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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	292,266.	594,453.	594,453.
	2	Savings and temporary cash investments	43.	43.	43.
	3	Accounts receivable ▶ 370,000.			
		Less allowance for doubtful accounts ▶	303,601.	370,000.	370,000.
	4	Pledges receivable ▶			
		Less· allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		* 31,500.	ATCH 7
		Less allowance for doubtful accounts ▶	40,784.	31,500.	31,500.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	56,718.	37,812.	708,860.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	14,040,056.	13,747,696.	17,516,000.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	14,733,468.	14,781,504.	19,220,856.
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	14,733,468.	14,781,504.	
	30	**Total net assets or fund balances** (see instructions)	14,733,468.	14,781,504.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	14,733,468.	14,781,504.	

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	14,733,468.
2	Enter amount from Part I, line 27a	2	48,036.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,781,504.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,781,504.

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	907,404.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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	952,817.	18,798,925.	0.050685
2010	906,699.	17,934,701.	0.050556
2009	802,621.	15,894,689.	0.050496
2008	958,004.	18,194,870.	0.052652
2007	953,571.	20,131,622.	0.047367

2 **Total** of line 1, column (d)	2	0.251756
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	0.050351
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	18,608,058.
5 Multiply line 4 by line 3	5	936,934.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,904.
7 Add lines 5 and 6	7	946,838.
8 Enter qualifying distributions from Part XII, line 4	8	898,112.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . 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 . . .			1	19,808.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2 . . .			3	19,808.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	0
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0- . . .			5	19,808.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .	6a	16,933.		
b	Exempt foreign organizations - tax withheld at source . . .	6b			
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	10,000.		
d	Backup withholding erroneously withheld . . .	6d			
7	Total credits and payments Add lines 6a through 6d . . .			7	26,933.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached . . .			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . ▶			10	7,125.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 7,125. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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*			
c	Did the foundation file **Form 1120-POL** for this year? . . .	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* . . .	3		X
4 a	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	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN,			
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* . . .	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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CHARLOTTE KING Telephone no. ▶ 901-454-7080

Located at ▶ 270 BREMINGTON MEMPHIS, TN ZIP+4 ▶ 38111

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** | | X

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? ☒ 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? **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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		109,008.	14,525.	0

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

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

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

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

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

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

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	5,669,382.
b	Average of monthly cash balances	1b	671,775.
c	Fair market value of all other assets (see instructions)	1c	12,550,272.
d	**Total** (add lines 1a, b, and c)	1d	18,891,429.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	18,891,429.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	283,371.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,608,058.
6	**Minimum investment return.** Enter 5% of line 5	6	930,403.

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	930,403.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	19,808.		
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	19,808.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	910,595.
4	Recoveries of amounts treated as qualifying distributions			4	9,284.
5	Add lines 3 and 4			5	919,879.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	919,879.

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	898,112.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	898,112.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	898,112.

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					919,879.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only					
b Total for prior years 20 10 ,20 09 ,20 08					
3 Excess distributions carryover, if any, to 2012					
a From 2007					
b From 2008	4,010.				
c From 2009					
d From 2010					
e From 2011	21,137.				
f Total of lines 3a through e		25,147.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 898,112.					
a Applied to 2011, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2012 distributable amount					898,112.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*		21,767.			21,767.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,380.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		3,380.			
10 Analysis of line 9					
a Excess from 2008					
b Excess from 2009					
c Excess from 2010					
d Excess from 2011	3,380.				
e Excess from 2012					

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 **Information Regarding Foundation Managers:**

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

ATTACHMENT 11

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.

ATCH 12

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

ATCH 13

c Any submission deadlines

THERE ARE NO FORMAL SUBMISSION DEADLINES.

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

ATCH 14

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 15				
Total . . . . ▶ **3a**				754,689.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	261,640.	196.
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	900000	-7,553.	14	3,703.	
8 Gain or (loss) from sales of assets other than inventory	900000	-1,127.	18	890,123.	
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)		-8,680.		1,155,466.	196.

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 1,146,982.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
4	TAX EXEMPT INTEREST INCOME EXCLUDED BY IRC SEC 103.

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee — Date 11/15/13 — Title Executive Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Donna D. Wade, CPA	Donna D. Wade	11/13/13	X	P00115784

Firm's name ▶ DONNA D. WADE, CPA

Firm's EIN ▶

Firm's address ▶ 817 BRENTWOOD COVE
OXFORD, MS 38655

Phone no 662-236-3582

JENIAM FOUNDATION
FORM 990-PF – 2012

STATEMENT REQUIRED BY REG. SEC. 53.4945-5(d)

On 7/6/12, the Jeniam Foundation made a grant in the amounts of $10,000 to the Dorset Opera, a foreign charity, over which the Foundation must exercise expenditure responsibility as required by IRC Sec. 4945(d)(4)(B) in accordance with IRC Sec. 4945(h).

NAME/ADDRESS OF THE GRANTEE

Dorset Opera
Bryanston School, Blandford Forum
Stalbridge, Dorset DT11 OPX, UK

DATE/AMOUNT OF THE GRANT

7/6/12 - $10,000

PURPOSE OF THE GRANT

Payment of fees for guest artists/soloists of Dorset Opera.

AMOUNTS EXPENDED BY THE GRANTEE

$10,000

STATEMENT REGARDING DIVERSION OF FUNDS

The Jeniam Foundation has confirmed that the grantee used the funds for the purpose for which they were intended. The contribution was used to assist the entity in paying the fees of soloists for the Dorset Opera. The quality of the soloists is critical to the success of any opera and, in particular, to achieving earned revenue goals. As such, Jeniam Foundation encouraged Dorset Opera to attract the best available singers.

Founded in 1974, Dorset Opera is registered in England & Wales as a charity (No. 1105318). Their mission is to spread the benefits of opera to all – especially the young. They sponsor an intensive residential summer school bringing together experienced professionals to work with an amateur chorus and stage crew.

JENIAM FOUNDATION 62-1516244

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GT EMERGING MARKETS, LP - STCL PROPERTY TYPE: OTHER				P	VAR	VAR
		544.					-544.	
		GT EMERGING MARKETS, LP - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
63,632.							63,632.	
		GT EMERGING MARKETS, LP-SEC 1256 GAIN PROPERTY TYPE: OTHER				P	VAR	VAR
167.							167.	
		GTEM - ST & LT (GAIN) LOSS TO 990-T PROPERTY TYPE: OTHER				P	VAR	VAR
79.							79.	
		MIDLAND US FUND, LP - STCG PROPERTY TYPE: OTHER				P	VAR	VAR
27,614.							27,614.	
		MIDLAND US FUND, LP - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
47,275.							47,275.	
		MIDLAND US FUND, LP - SEC 1256 LOSS PROPERTY TYPE: OTHER				P	VAR	VAR
		994.					-994.	
		MIDLAND US FD LP-ST/LT (GAIN) LOSS-990-T PROPERTY TYPE: OTHER				P	VAR	VAR
		592.					-592.	
		MIDLAND INTL EQUITY FUND, LP - STCG PROPERTY TYPE: OTHER				P	VAR	VAR
7,351.							7,351.	
		MIDLAND INTL EQUITY FUND, LP - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
44,144.							44,144.	
		MIDLAND INTL EQUITY FD, LP-SEC 1256 GAIN PROPERTY TYPE: OTHER				P	VAR	VAR
441.							441.	
		MIDLND INTL EQTY-ST/LT (GAIN) LOSS-990-T PROPERTY TYPE: OTHER				P	VAR	VAR
		240.					-240.	

JENIAM FOUNDATION 62-1516244

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PALLADIAN PARTNERS IV, LLC - STCG PROPERTY TYPE: OTHER				P	VAR	VAR
1,429.							1,429.	
		PALLADIAN PARTNERS IV, LLC - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
13,939.							13,939.	
		PALLADIAN PRTNRS IV, LLC-SEC 1256 LOSS PROPERTY TYPE: OTHER				P	VAR	VAR
		28.					-28.	
		PALLADN PTNRS IV-ST/LT (GAIN) LOSS-990-T PROPERTY TYPE: OTHER				P	VAR	VAR
		62.					-62.	
		PALLADIAN PARTNERS IV, LLC-SEC 1231 GAIN PROPERTY TYPE: OTHER				P	VAR	VAR
1,893.							1,893.	
		PALLADIAN PARTNERS V-A, LLC - STCL PROPERTY TYPE: OTHER				P	VAR	VAR
		414.					-414.	
		PALLADIAN PARTNERS V-A, LLC - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
55,047.							55,047.	
		PALLADIAN PARTNERS V-A LLC-SEC 1231 GAIN PROPERTY TYPE: OTHER				P	VAR	VAR
12,837.							12,837.	
		PALLDN PTNRS V-A-ST/LT (GAIN) LOSS-990-T PROPERTY TYPE: OTHER				P	VAR	VAR
		4.					-4.	
		PALLADIAN PARTNERS VII-A, LP - STCL PROPERTY TYPE: OTHER				P	VAR	VAR
		11.					-11.	
		PALLADIAN PARTNERS VII-A, LP - LTCG PROPERTY TYPE: OTHER				P	VAR	VAR
214.							214.	
		PALLADIAN PTNRS VII-A, LP-SEC 1256 LOSS PROPERTY TYPE: OTHER				P	VAR	VAR
		300.					-300.	

JENIAM FOUNDATION 62-1516244

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PALDN PTNRS VIIA-ST/LT (GAIN) LOSS-990-T				P	VAR	VAR
		PROPERTY TYPE: OTHER						
10.							10.	
		GT REAL PROPTY HLDG II, LLC - STCL				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		751.					-751.	
		GT REAL PROPTY HLDG II, LLC - LTCL				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		1,978.					-1,978.	
		GT REAL PROPTY HLDG II LLC-SEC 1231 GAIN				P	VAR	VAR
		PROPERTY TYPE: OTHER						
566.							566.	
		GTRP HLDG II LLC-ST/LT (GAIN) LOSS-990-T				P	VAR	VAR
		PROPERTY TYPE: OTHER						
2,236.							2,236.	
		GT REAL PROPTY HLDG III, LLC - STCL				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		198.					-198.	
		GT REAL PROPTY HLDG III, LLC - LTCL				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		159.					-159.	
		GT REAL PROPTY HLDG III-SEC 1231 GAIN				P	VAR	VAR
		PROPERTY TYPE: OTHER						
9,981.							9,981.	
		GT REAL PROPTY HLDG III-SEC 1256 LOSS				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		600.					-600.	
		GTRP HLDG III LLC-ST/LT (GAIN) LOSS-990T				P	VAR	VAR
		PROPERTY TYPE: OTHER						
		168.					-168.	
		GT REAL PROPTY HLDG IV, LLC - STCG				P	VAR	VAR
		PROPERTY TYPE: OTHER						
1,886.							1,886.	
		GT REAL PROPTY HLDG IV, LLC - LTCG				P	VAR	VAR
		PROPERTY TYPE: OTHER						
3,479.							3,479.	

JENIAM FOUNDATION 62-1516244

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property / Description	P or D	Date acquired	Date sold	Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)
GT REAL PROPTY HLDG IV LLC-SEC 1256 LOSS PROPERTY TYPE: OTHER	P	VAR	VAR			352.				-352.
GT REAL PROPTY HLDG IV LLC-SEC 1231 GAIN PROPERTY TYPE: OTHER	P	VAR	VAR	1,864.						1,864.
GTRP HLDG IV LLC-ST/LT (GAIN) LOSS-990-T PROPERTY TYPE: OTHER	P	VAR	VAR			132.				-132.
GT OFFSHORE FUND, LTD - CLASS B PROPERTY TYPE: OTHER	P	VAR	01/01/2012	400,000.		222,257.				177,743.
GT OFFSHORE FUND, LTD - CLASS B PROPERTY TYPE: OTHER	P	VAR	05/01/2012	25,000.		13,537.				11,463.
GT OFFSHORE FUND, LTD - CLASS B PROPERTY TYPE: OTHER	P	VAR	08/01/2012	25,000.		12,971.				12,029.
CAPITAL GAIN DISTRIBUTION - SCHWAB #4186 PROPERTY TYPE: SECURITIES	P	VAR	VAR	807.						807.
CAPITAL GAIN DISTRIBUTION - SCHWAB #2060 PROPERTY TYPE: SECURITIES	P	VAR	VAR	33,913.						33,913.
1,000 AUTOZONE INC PROPERTY TYPE: SECURITIES	D	VAR	11/06/2012	384,517.		1,625.				382,892.
TOTAL GAIN(LOSS)										907,404.

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB - #4186	105,464.	105,464.
CHARLES SCHWAB - #2060	22,499.	22,499.
INTEREST & DIVIDENDS FROM K-1'S:		
MIDLAND US FUND, LP	23,048.	23,048.
GT EMERGING MARKETS, LP	29,461.	29,461.
MIDLAND INTERNATIONAL EQUITY FUND, LP	43,936.	43,936.
GT REAL PROPERTY HOLDINGS II, LLC	2,313.	2,313.
GT REAL PROPERTY HOLDINGS III, LLC	9,493.	9,493.
GT REAL PROPERTY HOLDIGNS IV, LLC	7,810.	7,810.
PALLADIAN PARTNERS IV, LLC	5,778.	5,778.
PALLADIAN PARTNERS V-A, LLC	9,796.	9,796.
PALLADIAN PARTNERS VII-A, LP	1,814.	1,814.
MERCED PARTNERS, LP	228.	228.
TAX EXEMPT INCOME PER K-1'S:		
MIDLAND US FUND, LP	2.	
MIDLAND INTERNATIONAL EQUITY FUND, LP	1.	
PALLADIAN PARTNERS IV, LLC	10.	
GT REAL PROPERTY HOLDINGS II, LLC	2.	
GT REAL PROPERTY HOLDINGS IV, LLC	181.	
TOTAL	261,836.	261,640.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME FROM K-1'S:		
GT EMERGING MARKETS-PORTFOLIO INCOME	1,752.	1,752.
GT EMERGING MARKETS LP - ORDINARY LOSS	-1,983.	-1,983.
LESS: GT EMERGING MRKTS-INCME TO 990-T		-1,987.
MIDLAND US FUND, LP - PORTFOLION INCME	796.	796.
MIDLAND US FUND, LP - ORDINARY LOSS	-4,532.	-4,532.
LESS: MIDLAND US FUND-INCOME TO 990-T		-49.
MIDLAND INTL EQUITY FND-PORTFOLIO LOSS	4,625.	4,625.
MIDLAND INTL EQUITY FUND-OTHER INCOME	12,507.	12,507.
LESS: MIDLAND INTL FD-INCOME TO 990-T		-21.
GT REAL PROP HLDNGS II LLC-ORD LOSS	-13,674.	-13,674.
LESS: GTRP HLDNGS II-ORD INC TO 990-T		11,683.
GT REAL PROP HLDNGS II-PORTFOLIO INC	477.	477.
GT REAL PROP HOLDINGS III-ORDINRY LOSS	-10,578.	-10,578.
LESS: GTRP III-ORDINARY LOSS TO 990-T		143.
GT REAL PROP HLDGS III-PORTFOLIO INC	787.	787.
GT REAL PROP HLDGS IV-ORDINARY INCOME	1,496.	1,496.
LESS: GTRP IV-ORDINARY INCOME TO 990-T		-3,100.
GTRP HLDGS IV-RYLTY & PORTFOLIO INCME	994.	994.
PALLADIAN PTNRS IV LLC-ORDINRY LOSS	-179.	-179.
LESS: PALLADN PTRS IV-ORD LOSS - 990-T		378.
PALLADIAN PTNRS IV-ROYALTY & PORTFOLIO	1,541.	1,541.
PALLDN PTRS V-A, LLC-ORDINARY INCOME	5,601.	5,601.
LESS: PALLDN PTRS V-A - LOSS TO 990-T		906.
PALLDN PTRS V-A, LLC-ROYALTY/PORTFOLIO	335.	335.
MERCED PARTNERS LP-ORDINARY INCOME	1,113.	1,113.
LESS: MERCED PTRS LP-ORD INC-TO 990-T		-1,113.
MERCED PARTNERS LP-NET RENTAL LOSS	-4,190.	-4,190.
MERCED PARTNERS LP-OTHER ORDINARY LOSS	-185.	-185.
PALLADIAN PARTNERS VII-A, LP-ORD LOSS	-553.	-553.
LESS: PALLADN PTR VII-A - LOSS 990-T		713.
TOTALS	-3,850.	3,703.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DONNA D. WADE, CPA-TAX FEES	16,150.	16,150.		
LESS: FEES ALLOC TO 990-T		-2,400.		
TOTALS	16,150.	13,750.		

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT INTEREST EXPENSE PER K-1'S:		
MIDLAND US FUND, LP	2,120.	2,120.
GT EMERGING MARKETS, LP	9,506.	9,506.
MIDLAND INTL EQUITY FUND, LP	841.	841.
GT REAL PROP HLDG II, LLC	151.	151.
GT REAL PROP HLDG III, LLC	5,274.	5,274.
GT REAL PROP HLDG IV, LLC	312.	312.
PALLADIAN PARTNERS IV, LLC	483.	483.
PALLADIAN PARTNERS V-A, LLC	199.	199.
PALLADIAN PARTNERS VII-A, LP	134.	134.
TOTALS	19,020.	19,020.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	8,339.		8,339.
990-PF TAX PAYMENTS, NET	13,000.		
TN STATE TAX	1,000.	1,000.	
LESS: TN STATE TAX TO 990-T		-1,000.	
OTHER STATE TAXES PER K-1'S:			
MERCED PARTNERS, LP	779.	779.	
GT EMERGING MARKETS, LP	14.	14.	
MIDLAND US FUND, LP	874.	874.	
MIDLAND INTRNATL EQTY FD, LP	927.	927.	
PALLADIAN PARTNERS IV, LLC	302.	302.	
PALLADIAN PARTNERS V-A, LLC	710.	710.	
GT REAL PROP HLDG II, LLC	1,278.	1,278.	
GT REAL PROP HLDG III, LLC	20.	20.	
GT REAL PROP HLDG IV, LLC	65.	65.	
FOREIGN TAXES FROM K-1'S:			
MIDLAND US FUND, LP	1,433.	1,433.	
MIDLAND INTL EQUITY FUND, LP	2,952.	2,952.	
GT EMERGING MARKETS, LP	2,262.	2,262.	
GT REAL PROP HLDG II, LLC	565.	565.	
GT REAL PROP HLDG III, LLC	1,199.	1,199.	
GT REAL PROP HLDG IV, LLC	26.	26.	
PALLADIAN PARTNERS IV, LLC	324.	324.	
PALLADIAN PARTNERS V-A, LLC	121.	121.	
FOREIGN TAXES-SCHWAB-#4186	2,327.	2,327.	
TOTALS	38,517.	16,178.	8,339.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES/EXPENSE	1,256.		1,256.
PROFESSIONAL DUES/PUBLICATIONS	2,267.		2,267.
TELEPHONE EXPENSE	1,581.		1,581.
INSURANCE EXPENSE	723.		723.
BANK CHARGES & WIRE FEES	1,645.	1,645.	
DEDUCTIONS RELATED TO			
PORTFOLIO INCOME PER K-1'S:			
MIDLAND US FUND, LP	17,948.	17,948.	
MIDLAND INTL EQUITY FUND, LP	22,620.	22,620.	
PALLADIAN PARTNERS IV, LLC	11,234.	11,234.	
PALLADIAN PARTNERS V-A, LLC	16,402.	16,402.	
PALLADIAN PARTNERS VII-A, LP	4,510.	4,510.	
GT REAL PROP HLDGS II, LLC	4,286.	4,286.	
GT REAL PROP HLDGS III, LLC	9,052.	9,052.	
GT REAL PROP HLDGS IV, LLC	7,319.	7,319.	
GT EMERGING MARKETS, LP	29,003.	29,003.	
OTHER DEDUCTIONS PER K-1'S:			
PALLADIAN PARTNERS IV, LLC	2,228.	2,228.	
PALLADIAN PARTNERS V-A, LLC	7,084.	7,084.	
PALLADIAN PARTNERS VII-A, LP	19.	19.	
GT EMERGING MARKETS, LP	23.	23.	
GT REAL PROP HLDG IV, LLC	6.	6.	
NONDEDUCTIBLE EXP PER K-1'S:			
GT EMERGING MARKETS, LP	1.		
GT REAL PROP HOLDINGS II LLC	1,254.		
GT REAL PROP HLDINGS III LLC	345.		
GT REAL PROP HOLDINGS IV LLC	101.		
PALLADIAN PARTNERS IV, LLC	78.		
PALLADIAN PARTNERS V-A, LLC	125.		
MIDLAND US FUND, LP	187.		
PALLADIAN PARTNERS VII-A, LP	4.		
MERCED PARTNERS, LP	1.		
TOTALS			

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
	141,302.	133,379.	5,827.

ATTACHMENT 7

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	THE WILD CENTER
ORIGINAL AMOUNT:	6,500.
DATE OF NOTE:	06/23/2011
BEGINNING BALANCE DUE	6,500.
ENDING BALANCE DUE	6,500.
ENDING FAIR MARKET VALUE	6,500.

BORROWER:	NORTHERN JAGUAR PROJECT
ORIGINAL AMOUNT:	15,000.
DATE OF NOTE:	01/21/2011
BEGINNING BALANCE DUE	15,000.
ENDING BALANCE DUE	15,000.
ENDING FAIR MARKET VALUE	15,000.

ATTACHMENT 7 (CONT'D)

BORROWER: AMERICAN BIRD CONSERVANCY 501(C)(3)
ORIGINAL AMOUNT: 20,000.
DATE OF NOTE: 05/03/2010

BEGINNING BALANCE DUE	16,284.
ENDING BALANCE DUE	10,000.
ENDING FAIR MARKET VALUE	10,000.

BORROWER: NEW CANAAN PUBLIC ACCESS 501(C)(3)
ORIGINAL AMOUNT: 3,000.
DATE OF NOTE: 03/23/2010

BEGINNING BALANCE DUE	3,000.
ENDING BALANCE DUE	
ENDING FAIR MARKET VALUE	

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	40,784.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	31,500.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	31,500.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AUTOZONE, INC. STOCK	37,812.	708,860.
TOTALS	37,812.	708,860.

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GT EMERGING MARKETS, LP	1,298,479.	1,623,424.
GT OFFSHORE FUND, LTD.-GTGH	1,295,454.	2,482,458.
TIFF ABSOLUTE RETURN POOL	1,000,115.	1,972,704.
MIDLAND INTNATL EQUITY FND, LP	1,515,983.	2,082,294.
MIDLAND US FUND, LP	1,250,850.	1,423,983.
GT REAL PROPERTY HLDGS II, LLC	211,334.	103,779.
PALLADIAN PARTNERS IV, LLC	327,615.	381,349.
MERCED PARTNERS, LP	289,577.	9,943.
PIMCO ALL ASSET FUND	1,083,468.	1,116,098.
FIRST EAGLE GLOBAL FUND	1,084,936.	1,282,931.
HARBOR INTERNATL FUND-INST	767,529.	985,139.
GT REAL PROPERTY HOLDINGS III	363,878.	304,143.
PALLADIAN PARTNERS V-A	504,194.	621,844.
GT REAL PROPERTY HOLDINGS IV	275,164.	302,941.
FAIRHOLME FUND	730,834.	790,342.
GT OFFSHORE FUND, LTD.-GTP	1,000,000.	1,259,417.
PIMCO UNCONSTRAINED FUND	678,630.	689,668.
PALLADIAN PARTNERS VII-A, LP	69,656.	83,543.
TOTALS	13,747,696.	17,516,000.

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ANDREW M. CLARKSON 270 BREMINGTON PLACE MEMPHIS, TN 38111	TRUSTEE 5.00	0	0	0
CAROLE G. CLARKSON 270 BREMINGTON PLACE MEMPHIS, TN 38111	TRUSTEE 1.00	0	0	0
JENNIFER CLARKSON KILLIN 270 BREMINGTON PLACE MEMPHIS, TN 38111	TRUSTEE 1.00	0	0	0
CHARLOTTE KING 270 BREMINGTON PLACE MEMPHIS, TN 38111	ASSISTANT EXECUTIVE DIRECTOR 20.00	34,008.	6,507.	0
WILLIAM CLARKSON 270 BREMINGTON PLACE MEMPHIS, TN 38111	TRUSTEE	0	0	0
HUGH KILLIN, III 270 BREMINGTON PLACE MEMPHIS, TN 38111	EXECUTIVE DIRECTOR 35.00	75,000.	8,018.	0
	GRAND TOTALS	109,008.	14,525.	0

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ANDREW M. & CAROLE G. CLARKSON
270 BREMINGTON PLACE
MEMPHIS, TN 38111

ANDREW AND CAROLE CLARKSON ARE BOTH TRUSTEES OF THE FOUNDATION.

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HUGH KILLIN, III
270 BREMINGTON PLACE
MEMPHIS, TN 38111
901-454-7080

ATTACHMENT 13

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THERE ARE NO FORMAL APPLICATION GUIDELINES; REQUESTS SHOULD INITIALLY BE IN WRITTEN SUMMARY FORMAT (1-2 PAGES) AND SHOULD INCLUDE BUDGET INFORMATION. THE FOUNDATION WILL REQUEST MORE SPECIFIC DETAILS LATER, AS APPROPRIATE.

ATTACHMENT 14

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

CONTRIBUTIONS WILL ONLY BE MADE TO EXEMPT ORGANIZATIONS AND NOT TO INDIVIDUALS. GRANTS AND/OR PROJECT LOANS WILL BE MADE TO: A) THE MEMPHIS, TN COMMUNITY, PRINCIPALLY IN THE PERFORMING ARTS, B) THE NEW CANAAN, CT COMMUNITY, PRINCIPALLY IN ELDER CARE AND EDUCATION RELATED PROJECTS, AND C) WILDLIFE CONSERVATION. THE FOUNDATION EMPHASIZES 'VENTURE CAPITAL PHILANTHROPY' INCLUDING FEASIBILITY STUDIES AND START-UPS, AS WELL AS FUNDING FOR CAPITAL PROJECTS, WHICH ARE HARD TO FINANCE THROUGH TRADITIONAL SOURCES OR OPERATING BUDGETS. IT FURTHER EMPHASIZES FUNDING "LEVERAGE" THROUGH CHALLENGE GRANTS, MATCHING FUNDS AND PARTICIPATIONS WITH OTHER FOUNDATIONS. WHERE REQUESTED, FOUNDATION TRUSTEES/MEMBERS WILL ADDITIONALLY LEND THEIR TIME/EXPERTISE TO A SELECTED PROJECT.

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

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN BIRD CONSERVANCY PO BOX 249, 4249 LOUDOUN AVENUE THE PLAINS, VA 20198	N/A PUBLIC	WELCOME CENTER, IBA, DOMINICAN REPUBLIC; IPADS, SCHOLARSHIPS FUNDS, RESERVE EXPANSION, MOSQUITO NETTING, DONOR RELATIONS SPECIALIST	79,500.
CONNECTICUT FUND FOR THE ENVIRONMENT 142 TEMPLE STREET, SUITE 305 NEW HAVEN, CT 06510	N/A PUBLIC	FEASIBILITY STUDY, PLUM ISLAND CONSERVATION	25,000.
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET, NW WASHINGTON, DC 20036	N/A PUBLIC	GENERAL OPERATING FUNDS	1,000.
AUDUBON CONNECTICUT 613 RIVERSVILLE ROAD GREENWICH, CT 06831	N/A PUBLIC	GENERAL OPERATING FUNDS; BIRD PROGRAM SUPPORT; COMPUTERS, REPAIRS	50,000.
BRITISH SCHOOLS & UNIVERSITIES FOUNDATION 575 MADISON AVENUE, SUITE 1006 NEW YORK, NY 10022	N/A PUBLIC	GLENALMOND COLLEGE; BOYS DORMITORY FURNISHINGS	2,000.
DORSET OPERA BRYANSTON SCHOOL, BLANDFORD FORUM DT 11 OPX STALBRIDGE DORSET UNITED KINGDOM	N/A FOREIGN CHARITY	GUEST ARTIST EXPENSES - EXPENDITURE RESPONSIBILITY - SEE SEPARATE STATEMENT	10,000.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EARTHPLACE PO BOX 165 WESTPORT, CT 06881	N/A PUBLIC	LAB EQUIPMENT; GENERAL OPERATING FUNDS	15,200.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	N/A PUBLIC	GENERAL OPERATING FUNDS	20,000.
GREENWICH CHORAL SOCIETY PO BOX 5 GREENWICH, CT 06836	N/A PUBLIC	GENERAL OPERATING SUPPORT	2,500.
HORIZONS NATIONAL STUDENT ENRICHMENT PROGRAM PO BOX 997 NEW CANAAN, CT 06840	N/A PUBLIC	RAZORS EDGE; QUICKBOOKS; GENERAL OPERATING SUPPORT	34,400.
NEW CONNECTICUT FOUNDATION 70 AUDUBON STREET NEW HAVEN, CT 06510	N/A PUBLIC	CT DATA COLLABORATIVE	14,000.
NEW CANAAN HISTORICAL SOCIETY 13 OENOKE RIDGE NEW CANAAN, CT 06840	N/A PUBLIC	PAINTING PROJECT; ARCHIVAL ANNEX	6,000.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW CANAAN PUBLIC ACCESS, INC. PO BOX 1711 NEW CANAAN, CT 06840	N/A PUBLIC	GENERAL OPERATING SUPPORT	13,000.
NEW CANAAN SOCIETY FOR THE ARTS PO BOX 1044 NEW CANAAN, CT 06840	N/A PUBLIC	CAPITAL & SECURITY IMPROVEMENTS; COMPUTERS	6,000.
NEW MEXICO WILDERNESS ALLIANCE, INC. PO BOX 25464 ALBUQUERQUE, NM 87125	N/A PUBLIC	GENERAL OPERATING FUNDS	30,000.
NTS FOUNDATION USA 45 SCHOOL STREET, 3RD FLOOR BOSTON, MA 02108	N/A PUBLIC	GENERAL OPERATING FUNDS; CULZEAN WALL REPAIR; DIGITAL INTERN PROGRAM	40,000.
NURSING & HOME CARE, INC. PO BOX 489 WILTON, CT 06897	N/A PUBLIC	TELEMEDICINE EQUIPMENT	15,000.
HOUSATONIC VALLEY ASSOCIATON PO BOX 28, 150 KENT ROAD CORNWALL BRIDGE, CT 06754	N/A PUBLIC	COMPUTER EQUIPMENT; PRINTER/PLOTTER; EXPANDED STAFF, DATABASE, SUBSCRIPTIONS	24,500.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE JONAH CENTER FOR EARTH & ART PO BOX 854 MIDDLETOWN, CT 06457	N/A PUBLIC	GENERAL OPERATING SUPPORT	500.
SILVERMINE GUILD ARTS CENTER 1037 SILVERMINE ROAD NEW CANAAN, CT 06840	N/A PUBLIC	REMODEL CLASSROOM; ONLINE REGISTRATION; COMPUTER EQUIPMENT	19,750.
STAMFORD SYMPHONY ORCHESTRA 263 TRESSER BLVD. STAMFORD, CT 06901	N/A PUBLIC	SCHOLARSHIP PROGRAM; SPONSORSHIP RECITALS; CALLALIS CONCERT	29,750.
STEPPING STONES MUSEUM FOR CHILDREN 303 WEST AVENUE, MATHEWS PARK NORWALK, CT 06850	N/A PUBLIC	GENERAL OPERATING SUPPORT	25,000.
SUMMER THEATRE OF NEW CANAAN 237 ELM STREET, 2ND FLOOR NEW CANAAN, CT 06840	N/A PUBLIC	ADMINISTRATIVE, DEVELOPMENT, AND ED SALARIES	40,000.
NORWALK PRESERVATION TRUST PO BOX 874 NORWALK, CT 06852	N/A PUBLIC	FUNDRAISING PROFESSIONAL FOR SILVERMINE TAVERN STUDIOS	10,000.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREEN VILLAGE INITIATIVE ONE MORNINGSIDE DRIVE NORTH, BLDG B WESTPORT, CT 06880	N/A PUBLIC	GENERAL OPERATING SUPPORT	1,500.
WAVENY CARE CENTER 3 FARM ROAD NEW CANAAN, CT 06840	N/A PUBLIC	WIRELESS ACCESS EQUIPMENT	12,000.
WILDLIFE CONSERVATION SOCIETY / BRONX ZOO 2300 SOUTHERN BOULEVARD BRONX, NY 10460	N/A PUBLIC	ESPERANZA, PATAGONIA, ANALYSIS ADVENTURE TOURISM KARUKINKA; LAND MANAGEMENT, CAMBODIA	51,000.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	N/A PUBLIC	ENVIRONMENTAL STUDY; INTERNSHIP	10,000.
PASS THRU GT REAL PROPERTY HOLDINGS IV, LLC ONE COMMERCE SQUARE, SUITE 1900 MEMPHIS, TN 38103	N/A PUBLIC	THIS CONTRIBUTION WAS PASSED THROUGH TO JENIAM FOUNDATION VIA K-1 FROM THE ENTITY LISTED.	1.
PASS THRU PALLADIAN PARTNERS V-A, LLC ONE COMMERCE SQUARE, SUITE 1900 MEMPHIS, TN 38103	N/A PUBLIC	THIS CONTRIBUTION WAS PASSED THROUGH TO JENIAM FOUNDATION VIA K-1 FROM THE ENTITY LISTED.	14.

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PASS THRU GT REAL PROPERTY HOLDINGS II, LLC ONE COMMERCE SQUARE, SUITE 1900 MEMPHIS, TN 38103	N/A PUBLIC	THIS CONTRIBUTION WAS PASSED THROUGH TO JENIAM FOUNDATION VIA K-1 FROM THE ENTITY LISTED.	1.
PASS THRU GT REAL PROPERTY HOLDINGS III, LLC ONE COMMERCE SQUARE, SUITE 1900 MEMPHIS, TN 38103	N/A PUBLIC	THIS CONTRIBUTION WAS PASSED THROUGH TO JENIAM FOUNDATION VIA K-1 FROM THE ENTITY LISTED.	11.
PASS THRU FROM PALLADIAN PARTNERS IV, LLC ONE COMMERCE SQUARE, SUITE 1900 MEMPHIS, TN 38103	N/A PUBLIC	THIS CONTRIBUTION WAS PASSED THROUGH TO JENIAM FOUNDATION VIA K-1 FROM THE ENTITY LISTED.	12.
RARE 1310 NORTH COURTHOUSE ROAD, SUITE 110 ARLINGTON, VA 22201	N/A PUBLIC	FUNDING INITIATIVE	15,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	N/A PUBLIC	GENERAL OPERATING FUNDS	15,000.
BARTLETT ARBORETUM & GARDENS 151 BROOKDALE ROAD STAMFORD, CT 06903	N/A PUBLIC	REFRIGERATORS, COMPUTER EQUIPMENT & SERVER; DEVELOPMENT & FUNDRAISING	19,200.

JENIAM FOUNDATION 62-1516244

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

ATTACHMENT 15 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTHERN JAGUAR PROJECT 2114 WEST GRANT ROAD, SUITE 121 TUSCON, AZ 85745	N/A PUBLIC	TRACTOR & OTHER EQUIPMENT	15,000.
AMERICANS FOR OXFORD 500 FIFTH AVENUE, 32ND FLOOR NEW YORK, NY 10110	N/A PUBLIC	ST EDMUND HALL, OXFORD, UNIVERSITY	23,500.
WOLF CONSERVATION CENTER PO BOX 421 SOUTH SALEM, NY 10590	N/A PUBLIC	GRANT WRITER FEE	4,000.
EVERWONDER CHILDREN'S MUSEUM PO BOX 566 BOTSFORD, CT 06404	N/A PUBLIC	FEASIBILITY STUDY	7,000.
OCEANITES PO BOX 15259 CHEVY CHASE, MD 20825	N/A PUBLIC	FILM TRAILER ON PENGUINS	10,000.
VOICES OF ASCENSION 12 WEST 11TH STREET NEW YORK, NY 10011	N/A PUBLIC	FUNDRAISING & TICKETING	15,000.

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CULTURAL ALLIANCE OF FAIRFIELD COUNTY 301 WEST AVENUE, GATE LODGE AT MATHEWS PARK NORWALK, CT 06850	N/A PUBLIC	INTERN PROGRAM	7,000.
KIDS EMPOWERED BY YOUR SUPPORT, INC. PO BOX 532 NEW CANAAN, CT 06840	N/A PUBLIC	EQUIPMENT; GENERAL OPERATING SUPPORT	15,000.
TOWN OF NEW CANAAN, CT, HEALTH & HUMAN SERVICES 77 MAIN STREET NEW CANAAN, CT 06840	N/A GOVERNMENT	TELEMEDICINE EQUIPMENT	15,000.
ASPETUCK LAND TRUST P. O. BOX 444 WESTPORT, CT 06881	N/A PUBLIC	INVASIVE SPECIES REMOVAL & SIGNAGE	6,350.
		TOTAL CONTRIBUTIONS PAID	754,689.

Form **8868**

(Rev January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- 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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions JENIAM FOUNDATION	Employer identification number (EIN) or 62-1516244
	Number, street, and room or suite no If a P O box, see instructions 270 BREMINGTON PLACE	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions MEMPHIS, TN 38111	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ CHARLOTTE KING

Telephone No ▶ 901-454-7080 FAX No ▶ 901-452-5085

- 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, 20 13, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ ☒ calendar year 20 12 or

▶ ☐ tax year beginning ____________, 20 ____, and ending ____________ 20 ____

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax less any nonrefundable credits See instructions	3a	$ 26,933
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	$ 16,933
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	$ 10,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2013)

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions: JENIAM FOUNDATION

Employer identification number (EIN) or: 62-1516244

Number, street, and room or suite no If a P O box, see instructions: 270 BREMINGTON PLACE

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions: MEMPHIS, TN 38111

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-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ CHARLOTTE KING
  Telephone No ▶ 901-454-7080 FAX No ▶ 901-452-5085
- 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

4 I request an additional 3-month extension of time until NOVEMBER 15 , 20 13

5 For calendar year 2012 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN HAS NOT YET BEEN RECEIVED FROM THIRD PARTIES.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 26,933
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 26,933
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete and that I am authorized to prepare this form

Signature ▶ Donna D. Wade Title ▶ CPA Date ▶ 08/10/13