

**CHANGE OF ACCOUNTING PERIOD  
Return of Private Foundation**

OMB No. 1545-0052

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning **JUL 1, 2018**, and ending **DEC 31, 2018**

Name of foundation <b>BENTSON FOUNDATION</b>		<b>A Employer identification number</b> <b>41-6020204</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>315 LAKE STREET EAST</b>	Room/suite <b>302</b>	<b>B Telephone number</b> <b>952-923-1040</b>
City or town, state or province, country, and ZIP or foreign postal code <b>WAYZATA, MN 55391</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>108,870,715.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received	0.		N/A	
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments	217,842.	217,842.		<b>STATEMENT 1</b>
	<b>4</b> Dividends and interest from securities	1,350,319.	1,350,319.		<b>STATEMENT 2</b>
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a	2,528,275.			
	<b>7</b> Capital gain net income (from Part IV, line 2)		2,446,244.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income	-200,317.	52,036.		<b>STATEMENT 3</b>	
<b>12 Total.</b> Add lines 1 through 11	3,814,088.	4,066,441.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.	183,211.	0.		137,409.
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits	32,000.	0.		24,000.
	<b>16a</b> Legal fees				
	<b>b</b> Accounting fees	8,510.	0.		6,383.
	<b>c</b> Other professional fees	2,259.	0.		1,695.
	<b>17</b> Interest				
	<b>18</b> Taxes	133,826.	0.		1,983.
	<b>19</b> Depreciation and depletion	10,787.	0.		
	<b>20</b> Occupancy	47,198.	0.		35,399.
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses	264,155.	250,825.		20,549.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	681,946.	250,825.		227,418.
	<b>25</b> Contributions, gifts, grants paid	6,348,700.			6,348,700.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	7,030,646.	250,825.		6,576,118.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements	-3,216,558.				
<b>b Net investment income</b> (if negative, enter -0-)		3,815,616.			
<b>c Adjusted net income</b> (if negative, enter -0-)			N/A		

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing .....	37,622.	8,723.	8,723.
	2 Savings and temporary cash investments .....	3,191,512.	1,350,818.	1,350,818.
	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 .....			
	b Investments - corporate stock .....			
	c Investments - corporate bonds .....			
	11 Investments - land, buildings, and equipment: basis ▶ .....			
Less: accumulated depreciation ▶ .....				
12 Investments - mortgage loans .....				
13 Investments - other .....	STMT 8 105,776,798.	105,526,203.	107,468,073.	
14 Land, buildings, and equipment: basis ▶ .....	223,568.			
Less: accumulated depreciation ▶ .....	180,467.	53,888.	43,101.	
15 Other assets (describe ▶ .....				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) .....	109,059,820.	106,928,845.	108,870,715.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....			
	18 Grants payable .....			
	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, and other disqualified persons .....			
	21 Mortgages and other notes payable .....			
	22 Other liabilities (describe ▶ .....			
23 <b>Total liabilities</b> (add lines 17 through 22) .....	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26, and lines 30 and 31.</b>			
	24 Unrestricted .....			
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds .....	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund .....	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds ...	109,059,820.	106,928,845.	
30 <b>Total net assets or fund balances</b> .....	109,059,820.	106,928,845.		
31 <b>Total liabilities and net assets/fund balances</b> .....	109,059,820.	106,928,845.		

**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	109,059,820.
2 Enter amount from Part I, line 27a .....	2	-3,216,558.
3 Other increases not included in line 2 (itemize) ▶ <b>PRIOR PERIOD COST ADJUSTMENTS</b> .....	3	1,085,583.
4 Add lines 1, 2, and 3 .....	4	106,928,845.
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	106,928,845.

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e			
2,528,275.		82,031.	2,446,244.

(i) FMV 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			
			2,446,244.

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	2,446,244.
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 doesn't 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))
2017	3,110,794.	114,991,965.	.027052
2016	3,253,096.	101,366,469.	.032092
2015	3,830,400.	97,052,183.	.039467
2014	2,222,000.	93,333,445.	.023807
2013	4,146,748.	98,531,393.	.042086

2 Total of line 1, column (d) .....	2	.164504
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years .....	3	.032901
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 .....	4	115,892,359.
5 Multiply line 4 by line 3 .....	5	3,812,975.
6 Enter 1% of net investment income (1% of Part I, line 27b) .....	6	38,156.
7 Add lines 5 and 6 .....	7	3,851,131.
8 Enter qualifying distributions from Part XII, line 4 .....	8	6,576,118.

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments (6a-6d), total credits, penalty, tax due, overpayment, and amount credited to 2019 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL filing, tax on political expenditures, reimbursement, IRS reporting, changes in governing instruments, unrelated business income, liquidation, section 508(e) requirements, assets, reporting states, and private operating foundation status.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16. Row 11: At any time during the year, did the foundation, directly or indirectly, own a controlled entity... Row 12: Did the foundation make a distribution to a donor advised fund... Row 13: Did the foundation comply with the public inspection requirements... Row 14: The books are in care of JUDI DUTCHER... Row 15: Section 4947(a)(1) nonexempt charitable trusts... Row 16: At any time during calendar year 2018, 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?

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b. Row 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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Row 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. Row 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 2018? Row 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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? 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.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. Row 3a: Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Row b: If "Yes," did it have excess business holdings in 2018 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 2018.) Row 4a: Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Row 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 2018?

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

		Yes	No
<b>5a</b> 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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>N/A</b>	<b>5b</b>		
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
<b>c</b> 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? <b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>		<b>X</b>
If "Yes" to 6b, file Form 8870.			
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>N/A</b>	<b>7b</b>		
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

**1 List all officers, directors, trustees, and 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 9		183,211.	32,000.	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	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ..... 0.

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities .....	1a	116,016,755.
b	Average of monthly cash balances .....	1b	1,640,462.
c	Fair market value of all other assets .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	117,657,217.
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	117,657,217.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	1,764,858.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	115,892,359.
6	<b>Minimum investment return.</b> Enter 5% of line 5 <b>ADJUSTED FOR SHORT TAX PERIOD</b> .....	6	2,921,067.

**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	2,921,067.
2a	Tax on investment income for 2018 from Part VI, line 5 .....	2a	38,156.
b	Income tax for 2018. (This does not include the tax from Part VI.) .....	2b	42.
c	Add lines 2a and 2b .....	2c	38,198.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	2,882,869.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	2,882,869.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	2,882,869.

**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	6,576,118.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	6,576,118.
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	38,156.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	6,537,962.

**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 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				2,882,869.
<b>2</b> Undistributed income, if any, as of the end of 2018:				
<b>a</b> Enter amount for 2017 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2018:				
<b>a</b> From 2013				
<b>b</b> From 2014				
<b>c</b> From 2015				
<b>d</b> From 2016				
<b>e</b> From 2017				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 6,576,118.				
<b>a</b> Applied to 2017, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2018 distributable amount				2,882,869.
<b>e</b> Remaining amount distributed out of corpus	3,693,249.			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,693,249.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	3,693,249.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2014				
<b>b</b> Excess from 2015				
<b>c</b> Excess from 2016				
<b>d</b> Excess from 2017				
<b>e</b> Excess from 2018	3,693,249.			

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

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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).)  
**NONE**

**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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:  
**JUDI DUTCHER, 952-923-1040**  
**315 LAKE ST E, SUITE 302, WAYZATA, MN 55391**

**b** The form in which applications should be submitted and information and materials they should include:  
**IN WRITING, STATING PURPOSE OF ORGANIZATION AND INTENDED USE**

**c** Any submission deadlines:  
**NONE**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
**NONE**

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

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
AUGSBURG FOSTERING GRADUATE SCHOLARSHIPS 2211 RIVERSIDE AVE MINNEAPOLIS, MN 55454	NONE	PUBLIC CHARITY	GENERAL	60,000.
CATHOLIC CHARITIES 1308 E FRANKLIN AVE MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	5,000.
COLLEGE POSSIBLE TWIN CITIES 540 FAIRVIEW AVE N ST PAUL, MN 55104	NONE	PUBLIC CHARITY	GENERAL	256,500.
DIRECT RELIEF 6100 WALLACE BECKNELL ROAD SANTA BARBARA, CA 93117	NONE	PUBLIC CHARITY	GENERAL	30,000.
DOWN SYNDROME ASSOCIATION OF MN 656 TRANSFER RD ST PAUL, MN 55114	NONE	PUBLIC CHARITY	GENERAL	20,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>6,348,700.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include 1 Program service revenue, 2 Membership dues, 3 Interest on savings, 4 Dividends, 5 Net rental income, 6 Net rental income from personal property, 7 Other investment income, 8 Gain or (loss) from sales, 9 Net income from special events, 10 Gross profit from sales, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: Line No. and 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). Row 3 contains the text: THE FOUNDATION HOLDS INCOME PRODUCING ASSETS IN ORDER TO PRESERVE THE CORPUS OF THE FUND FOR FURTHER GRANTS.

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

<b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash .....	<b>1a(1)</b>		<b>X</b>
(2) Other assets .....	<b>1a(2)</b>		<b>X</b>
<b>b</b> Other transactions:			
(1) Sales of assets to a noncharitable exempt organization .....	<b>1b(1)</b>		<b>X</b>
(2) Purchases of assets from a noncharitable exempt organization .....	<b>1b(2)</b>		<b>X</b>
(3) Rental of facilities, equipment, or other assets .....	<b>1b(3)</b>		<b>X</b>
(4) Reimbursement arrangements .....	<b>1b(4)</b>		<b>X</b>
(5) Loans or loan guarantees .....	<b>1b(5)</b>		<b>X</b>
(6) Performance of services or membership or fundraising solicitations .....	<b>1b(6)</b>		<b>X</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees .....	<b>1c</b>		<b>X</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
<b>N/A</b>		

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

<b>Sign Here</b>	Signature of officer or trustee	Date	Title <p style="text-align:center"><b>EXECUTIVE DIRECTOR</b></p>	May the IRS discuss this return with the preparer shown below? See instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
------------------	---------------------------------	------	---	--

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>TIMOTHY P. STOEGER, CPA</b>	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN <b>P00285599</b>
	Firm's name ▶ <b>BOMBERG, HANSON &amp; ASSOCIATES, LLC</b>				Firm's EIN ▶ <b>20-3294646</b>
	Firm's address ▶ <b>9800 SHELARD PARKWAY, SUITE 208 MINNEAPOLIS, MN 55441</b>				Phone no. <b>763-277-0303</b>

BENTSON FOUNDATION

**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 GOLDMAN SACHS - ST DETAIL AVAILABLE	P		
b GOLDMAN SACHS - LT DETAIL AVAILABLE	P		
c WELLS FARGO - ST DETAIL AVAILABLE	P		
d WELLS FARGO - LT DETAIL AVAILABLE	P		
e GOLDMAN SACHS CAPITAL GAIN DISTRIBUTION	P		
f GOLDMAN SACHS CAPITAL GAIN DISTRIBUTION	P		
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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		6,838.	-6,838.
b	624,080.		624,080.
c		75,193.	-75,193.
d	1,657,354.		1,657,354.
e	216,437.		216,437.
f	30,404.		30,404.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			-6,838.
b			624,080.
c			-75,193.
d			1,657,354.
e			216,437.
f			30,404.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	2,446,244.
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 XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
FAIRVIEW FOUNDATION 606 24TH AVE S MINNEAPOLIS, MN 55454	NONE	PUBLIC CHARITY	GENERAL	5,000.
FRIENDS OF EDUCATION 200 EAST LAKE STREET MINNEAPOLIS, MN 55391	NONE	PUBLIC CHARITY	GENERAL	15,000.
HOPE ACADEMY 2300 CHICAGO AVE SOUTH MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	20,000.
ILLINOIS COLLEGE 1101 W COLLEGE AVE JACKSONVILLE, IL 62650	NONE	PUBLIC CHARITY	GENERAL	5,000.
INTERNATIONAL RESCUE COMMITTEE 615 1ST AVE NE #500 MINNEAPOLIS, MN 55414	NONE	PUBLIC CHARITY	GENERAL	10,000.
LEGACY REFUGE 2430 NICOLLET AVE. SOUTH MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	5,000.
LOBERO THEATRE 33 E CANON PERDIDO ST SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	GENERAL	50,000.
LOS ANGELES FIRE DEPARTMENT 200 NORTH MAIN STREET, 16TH FLOOR LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	GENERAL	30,000.
NAMI MINNESOTA 1919 UNIVERSITY AVE W #400 ST PAUL, MN 55104	NONE	PUBLIC CHARITY	GENERAL	25,000.
NEW ORLEANS JAZZ FESTIVAL 336 CAMP ST, SUITE 250 NEW ORLEANS, LA 70130	NONE	PUBLIC CHARITY	GENERAL	20,000.
<b>Total from continuation sheets</b>				<b>5,977,200.</b>

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
NEW YORK UNIVERSITY 70 WASHINGTON SQ S NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL	10,000.
NOCCA INSTITUTE 2800 CHARTRES ST NEW ORLEANS, LA 70117	NONE	PUBLIC CHARITY	GENERAL	10,000.
NORTH MEMORIAL HEALTH FOUNDATION 651 NICOLLET AVE STE 277 MINNEAPOLIS, MN 55402	NONE	PUBLIC CHARITY	GENERAL	25,000.
ONE MINNEAPOLIS FUND 800 IDS CENTER 80 S STREET MINNEAPOLIS, MN 55402	NONE	PUBLIC CHARITY	GENERAL	5,000.
PEOPLE SERVING PEOPLE 614 S 3RD ST MINNEAPOLIS, MN 55415	NONE	PUBLIC CHARITY	GENERAL	10,000.
PHILLIPS EYE INSTITUTE 2215 PARK AVENUE MINNEAPOLIS, MN 55404	NONE	PUBLIC CHARITY	GENERAL	200,000.
PINWOOD INC 1102 E. 4TH STREET DULUTH, MN 55805	NONE	PUBLIC CHARITY	GENERAL	10,000.
PLANNED PARENTHOOD 1200 LAGOON AVENUE MINNEAPOLIS, MN 55408	NONE	PUBLIC CHARITY	GENERAL	45,000.
PRESERVATION ALLIANCE OF NEW ORLEANS 923 TCHOUPITOULAS STREET NEW ORLEANS, LA 70130	NONE	PUBLIC CHARITY	GENERAL	15,000.
PRODEO ACADEMY 1555 40TH AVENUE NORTHEAST MINNEAPOLIS, MN 55421	NONE	PUBLIC CHARITY	GENERAL	135,000.
<b>Total from continuation sheets</b>				



**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
RECONCILE NEW ORLEANS 1631 ORETHA CASTLE HALEY BOULEVARD NEW ORLEANS, LA 70113	NONE	PUBLIC CHARITY	GENERAL	10,000.
REGIONS HOSPITAL FOUNDATION 640 JACKSON ST ST PAUL, MN 55101	NONE	PUBLIC CHARITY	GENERAL	500,000.
SANTA BARBARA BOWL FOUNDATION 631 GARDEN ST SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	GENERAL	25,000.
SANTA BARBARA FILM FESTIVAL 1528 CHAPALA ST #203 SANTA BARBARA, CA 93101	NONE	PUBLIC CHARITY	GENERAL	10,000.
SIERRA CLUB 2327 E FRANKLIN AVE STE 1 MINNEAPOLIS, MN 55406	NONE	PUBLIC CHARITY	GENERAL	10,000.
SOUTHERN POVERTY LAW 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	GENERAL	5,000.
ST FRANCIS HOUSE 39 BOYSTON STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	GENERAL	10,000.
THE GUILD 130 WABASHA ST S #90 ST PAUL, MN 55107	NONE	PUBLIC CHARITY	GENERAL	10,000.
UNITED HOSPITAL FOUNDATION 333 SMITH AVE N ST PAUL, MN 55102	NONE	PUBLIC CHARITY	GENERAL	500,000.
UNIVERSITY OF MINNESOTA - LAW SCHOOL 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55454	NONE	PUBLIC CHARITY	GENERAL	10,000.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNIVERSITY OF MINNESOTA - BENTSON SCHOLARSHIP FUND 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	2,000,000.
UNIVERSITY OF MINNESOTA - CEHD 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	97,200.
UNIVERSITY OF MINNESOTA - CIDRAP 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	300,000.
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	15,000.
UNIVERSITY OF MINNESOTA SCHOOL OF NURSING 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC CHARITY	GENERAL	1,000,000.
UNIVERSITY OF MN - COLLEGE OF PHARMACY 200 OAK STREET SE, SUITE 500 MINNEAPOLIS, MN 55454	NONE	PUBLIC CHARITY	GENERAL	10,000.
UNIVERSITY OF ST THOMAS 2115 SUMMIT AVE ST PAUL, MN 55105	NONE	PUBLIC CHARITY	GENERAL	10,000.
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 53726	NONE	PUBLIC CHARITY	GENERAL	225,000.
USCB UC SANTA BARBARA SANTA BARBARA, CA 93106	NONE	PUBLIC CHARITY	GENERAL	500,000.
WINONA STATE UNIVERSITY 175 WEST MARK STREET WINONA, MN 55987	NONE	PUBLIC CHARITY	GENERAL	40,000.
<b>Total from continuation sheets</b>				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WORLD CENTRAL KITCHEN 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL	25,000.
WORLD SAVVY 1304 UNIVERSITY AVENUE NORTHEAST #307 MINNEAPOLIS, MN 55413	NONE	PUBLIC CHARITY	GENERAL	10,000.
YOUTH FRONTIERS INC 5215 EDINA INDUSTRIAL BLVD MINNEAPOLIS, MN 55439	NONE	PUBLIC CHARITY	GENERAL	5,000.
<b>Total from continuation sheets .....</b>				

823631  
04-01-18

Name **BENTSON FOUNDATION** Employer identification number **41-6020204**

**Note:** Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

**Part I Required Annual Payment**

1	Total tax (see instructions)		1	38,156.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1			
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method			
2c	Credit for federal tax paid on fuels (see instructions)			
2d	<b>Total.</b> Add lines 2a through 2c		2d	
3	Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty		3	38,156.
4	Enter the tax shown on the corporation's 2017 income tax return. See instructions. <b>Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5</b> <b>PRORATED FOR 6 MONTH SHORT YEAR</b>		4	54,942.
5	<b>Required annual payment.</b> Enter the <b>smaller</b> of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	38,156.

**Part II Reasons for Filing** - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

- 6  The corporation is using the adjusted seasonal installment method.
- 7  The corporation is using the annualized income installment method.
- 8  The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

**Part III Figuring the Underpayment**

	(a)	(b)	(c)	(d)
9 <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	11/15/18	12/15/18	03/15/19
10 <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	12,719.	12,719.	12,718.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	55,000.		
<b>Complete lines 12 through 18 of one column before going to the next column.</b>				
12 Enter amount, if any, from line 18 of the preceding column	12		42,281.	29,562.
13 Add lines 11 and 12	13		42,281.	29,562.
14 Add amounts on lines 16 and 17 of the preceding column	14			
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	55,000.	42,281.	29,562.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.
17 <b>Underpayment.</b> If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17			
18 <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	42,281.	29,562.	16,844.

**Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.**

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <b>(C corporations with tax years ending June 30 and S corporations:</b> Use 3rd month instead of 4th month. <b>Form 990-PF and Form 990-T filers:</b> Use 5th month instead of 4th month.) See instructions ..... <b>19</b>				
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19 .....	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2018 and before 7/1/2018 .....	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 5\% (0.05)}{365}$ ...	<b>22</b> \$	\$	\$	\$
<b>23</b> Number of days on line 20 after 06/30/2018 and before 10/1/2018 .....	<b>23</b>			
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$ ...	<b>24</b> \$	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2018 and before 1/1/2019 .....	<b>25</b>			
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$ ...	<b>26</b> \$	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2018 and before 4/1/2019 .....	<b>27</b>			
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 6\% (0.06)}{365}$ ...	<b>28</b> \$	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2019 and before 7/1/2019 .....	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$ .....	<b>30</b> \$	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2019 and before 10/1/2019 .....	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$ .....	<b>32</b> \$	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2019 and before 1/1/2020 .....	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$ .....	<b>34</b> \$	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2019 and before 3/16/2020 .....	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$ .....	<b>36</b> \$	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36 .....	<b>37</b> \$	\$	\$	\$
<b>38 Penalty.</b> Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns .....	<b>38</b> \$			0.

\* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at [www.irs.gov](http://www.irs.gov). You can also call 1-800-829-4933 to get interest rate information.

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GOLDMAN SACHS	2,939.	2,939.	
WELLS FARGO	214,903.	214,903.	
TOTAL TO PART I, LINE 3	217,842.	217,842.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GOLDMAN SACHS	948,792.	0.	948,792.	948,792.	
WELLS FARGO	401,527.	0.	401,527.	401,527.	
TO PART I, LINE 4	1,350,319.	0.	1,350,319.	1,350,319.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP DISTRIBUTIONS FROM PARTNERSHIP - HEDGE FUND OPPORTUNITIES	-200,317.	0.	
FROM PARTNERSHIP - WEST STREET ENERGY PARTNERS	0.	9,438.	
FROM PARTNERSHIP - US REAL PROPERTY INCOME FUND	0.	26,200.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-200,317.	52,036.	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,510.	0.		6,383.
TO FORM 990-PF, PG 1, LN 16B	8,510.	0.		6,383.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RETIREMENT PLAN ADMINISTRATION FEES	2,259.	0.		1,695.
TO FORM 990-PF, PG 1, LN 16C	2,259.	0.		1,695.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	2,643.	0.		1,983.
FEDERAL INCOME TAX	131,183.	0.		0.
TO FORM 990-PF, PG 1, LN 18	133,826.	0.		1,983.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	25.	0.		19.
PAYROLL SERVICE FEES	623.	0.		468.
INSURANCE	18,336.	0.		13,752.
OFFICE SUPPLIES	3,763.	0.		2,823.
MEALS & ENTERTAINMENT	1,128.	0.		846.
PHONE	2,021.	0.		1,516.
GOLDMAN SACHS INVESTMENT FEES	90,548.	90,548.		0.
WF INVESTMENT FEES - CONSOLIDATED	92,861.	92,861.		0.
WF BANK FEES - CONSOLIDATED	40,247.	40,247.		0.
MAINTENANCE AGREEMENTS	264.	0.		198.
FOREIGN WITHHOLDING	13,104.	13,104.		0.
MEMBERSHIP DUES	750.	0.		563.
COMPUTER SERVICES	485.	0.		364.
FROM PARTNERSHIP - WEST STREET ENERGY PARTNERS	0.	5,900.		0.
FROM PARTNERSHIP - US REAL PROPERTY INCOME FUND	0.	8,165.		0.
TO FORM 990-PF, PG 1, LN 23	264,155.	250,825.		20,549.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS INVESTMENT ACCOUNT	COST	57,061,476.	60,343,344.
WELLS FARGO INVESTMENT ACCOUNT	COST	48,464,727.	47,124,729.
TOTAL TO FORM 990-PF, PART II, LINE 13		105,526,203.	107,468,073.



FORM 990-PF

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

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LAURIE BENTSON KAUTH 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	PRESIDENT 0.00	0.	0.	0.
MARK S. NIBLICK 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	TREASURER 0.00	0.	0.	0.
STEVE GROSSER 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	ASSISTANT TREASURER 0.00	0.	0.	0.
GEORGE REILLY 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	SECRETARY 0.00	0.	0.	0.
KIMBERLY BENTSON KAUTH 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	ASSISTANT SECRETARY 0.00	0.	0.	0.
LOWELL STORTZ 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	BOARD MEMBER 0.00	0.	0.	0.
JUDI DUTCHER 315 LAKE STREET EAST, SUITE 302 WAYZATA, MN 55391	CHIEF EXECUTIVE OFFICER 40.00	183,211.	32,000.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		183,211.	32,000.	0.

CHANGE OF ACCOUNTING PERIOD
Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

2018

For calendar year 2018 or other tax year beginning JUL 1, 2018, and ending DEC 31, 2018

Go to www.irs.gov/Form990T for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury
Internal Revenue Service

Open to Public Inspection for
501(c)(3) Organizations Only

Header section containing: A Check box if address changed; B Exempt under section 501(C)(3); C Book value of all assets at end of year 106,928,845; D Employer identification number 41-6020204; E Unrelated business activity code; F Group exemption number; G Check organization type 501(c) corporation; H Enter the number of the organization's unrelated trades or businesses; I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group?; J The books are in care of JUDI DUTCHER Telephone number 952-923-1040

Part I Unrelated Trade or Business Income table with columns (A) Income, (B) Expenses, (C) Net. Rows include Gross receipts or sales, Less returns and allowances, Cost of goods sold, Gross profit, Capital gain net income, Net gain (loss), Capital loss deduction for trusts, Income (loss) from a partnership or an S corporation, Rent income, Unrelated debt-financed income, Interest, annuities, royalties, and rents from a controlled organization, Investment income of a section 501(c)(7), (9), or (17) organization, Exploited exempt activity income, Advertising income, Other income, Total. Combine lines 3 through 12.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.) (Except for contributions, deductions must be directly connected with the unrelated business income.) Table with rows 14-32 including Compensation of officers, directors, and trustees; Salaries and wages; Repairs and maintenance; Bad debts; Interest; Taxes and licenses; Charitable contributions; Depreciation; Less depreciation claimed on Schedule A and elsewhere on return; Depletion; Contributions to deferred compensation plans; Employee benefit programs; Excess exempt expenses; Excess readership costs; Other deductions; Total deductions; Unrelated business taxable income before net operating loss deduction; Deduction for net operating loss arising in tax years beginning on or after January 1, 2018; Unrelated business taxable income.

**Part III Total Unrelated Business Taxable Income**

33	Total of unrelated business taxable income computed from all unrelated trades or businesses (see instructions)	33	
34	Amounts paid for disallowed fringes	34	1,200.
35	Deduction for net operating loss arising in tax years beginning before January 1, 2018 (see instructions)	35	
36	Total of unrelated business taxable income before specific deduction. Subtract line 35 from the sum of lines 33 and 34	36	1,200.
37	Specific deduction (Generally \$1,000, but see line 37 instructions for exceptions)	37	1,000.
38	<b>Unrelated business taxable income.</b> Subtract line 37 from line 36. If line 37 is greater than line 36, enter the smaller of zero or line 36	38	200.

**Part IV Tax Computation**

39	<b>Organizations Taxable as Corporations.</b> Multiply line 38 by 21% (0.21)	39	42.
40	<b>Trusts Taxable at Trust Rates.</b> See instructions for tax computation. Income tax on the amount on line 38 from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041)	40	
41	<b>Proxy tax.</b> See instructions	41	
42	Alternative minimum tax (trusts only)	42	
43	<b>Tax on Noncompliant Facility Income.</b> See instructions	43	
44	<b>Total.</b> Add lines 41, 42, and 43 to line 39 or 40, whichever applies	44	42.

**Part V Tax and Payments**

45a	Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	45a	
b	Other credits (see instructions)	45b	
c	General business credit. Attach Form 3800	45c	
d	Credit for prior year minimum tax (attach Form 8801 or 8827)	45d	
e	<b>Total credits.</b> Add lines 45a through 45d	45e	
46	Subtract line 45e from line 44	46	42.
47	Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach schedule)	47	
48	<b>Total tax.</b> Add lines 46 and 47 (see instructions)	48	42.
49	2018 net 965 tax liability paid from Form 965-A or Form 965-B, Part II, column (k), line 2	49	0.
50a	Payments: A 2017 overpayment credited to 2018	50a	
b	2018 estimated tax payments	50b	
c	Tax deposited with Form 8868	50c	
d	Foreign organizations: Tax paid or withheld at source (see instructions)	50d	
e	Backup withholding (see instructions)	50e	
f	Credit for small employer health insurance premiums (attach Form 8941)	50f	
g	Other credits, adjustments, and payments: <input type="checkbox"/> Form 2439 <input type="checkbox"/> Form 4136 <input type="checkbox"/> Other Total	50g	
51	<b>Total payments.</b> Add lines 50a through 50g	51	
52	Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	52	
53	<b>Tax due.</b> If line 51 is less than the total of lines 48, 49, and 52, enter amount owed	53	42.
54	<b>Overpayment.</b> If line 51 is larger than the total of lines 48, 49, and 52, enter amount overpaid	54	
55	Enter the amount of line 54 you want: <b>Credited to 2019 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	55	

**Part VI Statements Regarding Certain Activities and Other Information** (see instructions)

56	At any time during the 2018 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here	Yes	No
57	During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," see instructions for other forms the organization may have to file.		X
58	Enter the amount of tax-exempt interest received or accrued during the tax year \$		

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.

**Sign Here**  
 Signature of officer: \_\_\_\_\_ Date: \_\_\_\_\_ 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: **TIMOTHY P. STOEGER, CPA**  
 Preparer's signature: \_\_\_\_\_ Date: \_\_\_\_\_  
 Check  if self-employed PTIN: **P00285599**  
 Firm's name: **BOMBERG, HANSON & ASSOCIATES, LLC** Firm's EIN: **20-3294646**  
 9800 SHELARD PARKWAY, SUITE 208  
 Firm's address: **MINNEAPOLIS, MN 55441** Phone no. **763-277-0303**

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FORM 990-T      DESCRIPTION OF ORGANIZATION'S PRIMARY UNRELATED      STATEMENT 10  
   BUSINESS ACTIVITY

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THE ORGANIZATION DOES NOT HAVE ANY UNRELATED BUSINESS ACTIVITIES.  
FORM 990-T IS ONLY BEING FILED TO PAY THE TAX ON DISALLOWED FRINGE BENEFITS.

TO FORM 990-T, PAGE 1

# Application To Adopt, Change, or Retain a Tax Year

OMB No. 1545-0134

Attachment  
 Sequence No. **148**

▶ Information about Form 1128 and its separate instructions is available at [www.irs.gov/form1128](http://www.irs.gov/form1128).

## Part I General Information

**Important:** All filers must complete Part I and sign below. See instructions.

Type or Print	Name of filer (if a joint return is filed, also enter spouse's name) (see instructions) <b>BENTSON FOUNDATION</b>	Filer's identifying number <b>41-6020204</b>
	Number, street, and room or suite no. (if a P.O. box, see instructions) <b>315 LAKE STREET EAST, SUITE 302</b>	Service Center where income tax return will be filed <b>OGDEN, UT</b>
	City or town, state, and ZIP code <b>WAYZATA, MN 55391</b>	Filer's area code and telephone number/Fax number <b>( 952 ) 923-1040 / ( )</b>
	Name of applicant, if different than the filer (see instructions) <b>SAME</b>	<b>Applicant's identifying number</b> (see instructions) <b>SAME</b>
	Name of person to contact (if not the applicant or filer, attach a power of attorney) <b>JUDITH DUTCHER</b>	Contact person's area code and telephone number/Fax number <b>( 952 ) 923-1040 / ( )</b>

**1** Check the appropriate box(es) to indicate the type of applicant (see instructions).

<input type="checkbox"/> Individual	<input type="checkbox"/> Cooperative (sec. 1381(a))	<input type="checkbox"/> Passive foreign investment company (PFIC) (sec. 1297)
<input type="checkbox"/> Partnership	<input type="checkbox"/> Controlled foreign corporation (CFC) (sec. 957)	<input type="checkbox"/> Other foreign corporation
<input type="checkbox"/> Estate	<input type="checkbox"/> Foreign sales corporation (FSC) or Interest-charge domestic international sales corporation (IC-DISC)	<input checked="" type="checkbox"/> Tax-exempt organization
<input type="checkbox"/> Domestic corporation	<input type="checkbox"/> Specified foreign corporation (SFC) (sec. 898)	<input type="checkbox"/> Homeowners Association (sec. 528)
<input type="checkbox"/> S corporation	<input type="checkbox"/> 10/50 corporation (sec. 904(d)(2)(E))	<input type="checkbox"/> Other _____ (Specify entity and applicable Code section)
<input type="checkbox"/> Personal service corporation (PSC)	<input type="checkbox"/> Trust	

**2a** Approval is requested to (check one) (see instructions):

Adopt a tax year ending ▶ \_\_\_\_\_ (Partnerships and PSCs: Go to Part III after completing Part I.)

Change to a tax year ending ▶ DECEMBER 31

Retain a tax year ending ▶ \_\_\_\_\_

**b** If changing a tax year, indicate the date the present tax year ends (see instructions). ▶ JUNE 30

**c** If adopting or changing a tax year, the first return or short period return will be filed for the tax year beginning ▶ JULY 1, 20 18, and ending ▶ DECEMBER 31, 20 18

**3** Is the applicant's present tax year, as stated on line 2b above, also its current financial reporting year? ▶  **Yes**  **No**

If "No," attach an explanation.

**4** Indicate the applicant's present overall method of accounting.

Cash receipts and disbursements method  Accrual method

Other method (specify) ▶ \_\_\_\_\_

**5** State the nature of the applicant's business or principal source of income.  
**THE APPLICANT IS A TAX-EXEMPT PRIVATE FOUNDATION.**

NOTE THAT WE BELIEVE THAT WE MEET THE 10 YEAR EXCEPTION UNDER REV. PROC. 85-58 SINCE THE LAST TIME WE CHANGED OUR TAX YEAR WAS DURING 2008. BUT THE COUNTING OF THE 10 YEAR PERIOD IS NOT FULLY CLEAR, SO WE ARE FILING THIS FORM AS A PROTECTIVE FILING TO ENSURE THAT OUR FISCAL YEAR END IS PROPERLY CHANGED TO DECEMBER 31.

### Signature—All Filers (See Who Must Sign in the instructions.)

**Sign Here** ▶ Under penalties of perjury, I declare that I have examined this application, 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 filer) is based on all information of which preparer has any knowledge.

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>TIMOTHY P. STOEGER, CPA</b>	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN <b>P00285599</b>
	Firm's name ▶ <b>BOMBERG, HANSON &amp; ASSOCIATES, LLC</b>	Firm's EIN ▶ <b>20-3294646</b>			
	Firm's address ▶ <b>9800 SHELARD PKWY, SUITE 208, MINNEAPOLIS, MN 55441</b>	Phone no. <b>763-277-0303</b>			
	Signature of filer		Date		Type or print name and title <b>JUDITH DUTCHER, CHIEF EXECUTIVE OFFICER</b>

**Part II Automatic Approval Request** (see instructions)

- Identify the revenue procedure under which this automatic approval request is filed ► **REV. PROC. 85-58**

**Section A—Corporations (Other Than S Corporations or Personal Service Corporations) (Rev. Proc. 2006-45, or its successor)**

	Yes	No
1 Is the applicant a corporation (including a homeowners association (section 528)) that is requesting a change in tax year <b>and</b> is allowed to use the automatic approval rules under section 4 of Rev. Proc. 2006-45 (or its successor)? (see instructions) . . . . . ►		
2 Does the corporation intend to elect to be an S corporation for the tax year immediately following the short period? If "Yes" and the corporation is electing to change to a permitted tax year, file Form 1128 as an attachment to Form 2553.		
3 Is the applicant a corporation requesting a concurrent change for a CFC, FSC or IC-DISC? (see instructions) . . . . . ►		

**Section B—Partnerships, S Corporations, Personal Service Corporations (PSCs), and Trusts (Rev. Proc. 2006-46, or its successor)**

4 Is the applicant a partnership, S corporation, PSC, or trust that is requesting a tax year <b>and</b> is allowed to use the automatic approval rules under section 4 of Rev. Proc. 2006-46 (or its successor)? (see instructions) . . . . . ►		
5 Is the partnership, S corporation, PSC, or trust requesting to change to its required tax year or a partnership, S corporation, or PSC that wants to change to a 52-53 week tax year ending with reference to such tax year? . . . . . ►		
6 Is the partnership, S corporation, or PSC (other than a member of a tiered structure) requesting a tax year that coincides with its natural business year described in section 4.01(2) of Rev. Proc. 2006-46 (or its successor)? Attach a statement showing gross receipts for the most recent 47 months. (See instructions for information required to be submitted) . . . . . ►		
7 Is the S corporation requesting an ownership tax year? (see instructions) . . . . . ►		
8 Is the applicant a partnership requesting a concurrent change pursuant to section 6.09 of Rev. Proc. 2006-45 (or its successor) or section 5.04(8) of Rev. Proc. 2002-39 (or its successor)? (see instructions) . . . . . ►		

**Section C—Individuals (Rev. Proc. 2003-62, or its successor)** (see instructions)

9 Is the applicant an individual requesting a change from a fiscal year to a calendar year? . . . . . ►		
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**Section D—Tax-Exempt Organizations (Rev. Proc. 76-10 or 85-58)** (see instructions)

10 Is the applicant a tax-exempt organization requesting a change? . . . . . ►	✓	
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**Part III Ruling Request** (All applicants requesting a ruling must complete Section A and any other section that applies to the entity. See instructions.) **(Rev. Proc. 2002-39, or its successor)**

**Section A—General Information**

	Yes	No
1 Is the applicant a partnership, S corporation, personal service corporation, or trust that is under examination by the IRS, before an appeals office, or a Federal court? . . . . . ► If "Yes," see the instructions for information that must be included on an attached explanation.		
2 Has the applicant changed its annual accounting period at any time within the most recent 48-month period ending with the last month of the requested tax year? . . . . . ► If "Yes" and a letter ruling was issued granting approval to make the change, attach a copy of the letter ruling, or if not available, an explanation including the date approval was granted. If a letter ruling was not issued, indicate when and explain how the change was implemented.		
3 Within the most recent 48-month period, has any accounting period application been withdrawn, not perfected, denied, or not implemented? . . . . . ► If "Yes," attach an explanation.		
4a Is the applicant requesting to establish a business purpose under section 5.02(1) of Rev. Proc. 2002-39 (or its successor)? . . . . . ► If "Yes," attach an explanation of the legal basis supporting the requested tax year (see instructions).		
b If your business purpose is based on one of the natural business year tests under section 5.03, check the applicable box. <input type="checkbox"/> Annual business cycle test <input type="checkbox"/> Seasonal business test <input type="checkbox"/> 25-percent gross receipts test Attach a statement showing gross receipts from sales and services (and inventory cost if applicable) for the test period. (see instructions)		
5 Enter the taxable income or (loss) for the 3 tax years immediately preceding the year of change and for the short period. If necessary, estimate the amount for the short period. Short period                    \$ _____ First preceding year                    \$ _____ Second preceding year       \$ _____ Third preceding year                    \$ _____ <b>Note:</b> <i>Individuals, enter adjusted gross income. Partnerships and S corporations, enter ordinary income. Section 501(c) organizations, enter unrelated business taxable income. Estates, enter adjusted total income. All other applicants, enter taxable income before net operating loss deduction and special deductions.</i>		

		Generated	Expiring	Yes	No
<b>6</b>	Corporations only, enter the losses or credits, if any, that were generated or that expired in the short period:				
	Net operating loss . . . . .	\$ _____	\$ _____		
	Capital loss . . . . .	\$ _____	\$ _____		
	Unused credits . . . . .	\$ _____	\$ _____		
<b>7</b>	Enter the amount of deferral, if any, resulting from the change (see section 5.05(1), (2), (3) and 6.01(7) of Rev. Proc. 2002-39, or its successor) . . . . .				
					\$ _____
<b>8a</b>	Is the applicant a U.S. shareholder in a CFC? . . . . .				
	If "Yes," attach a statement for each CFC providing the name, address, identifying number, tax year, the percentage of total combined voting power of the applicant, and the amount of income included in the gross income of the applicant under section 951 for the 3 tax years immediately before the short period and for the short period.				
<b>b</b>	Will each CFC concurrently change its tax year? . . . . .				
	If "Yes" to line 8b, go to Part II, line 3.				
	If "No," attach a statement explaining why the CFC will not be conforming to the tax year requested by the U.S. shareholder.				
<b>9a</b>	Is the applicant a U.S. shareholder in a PFIC as defined in section 1297? . . . . .				
	If "Yes," attach a statement providing the name, address, identifying number, and tax year of the PFIC, the percentage of interest owned by the applicant, and the amount of distributions or ordinary earnings and net capital gain from the PFIC included in the income of the applicant.				
<b>b</b>	Did the applicant elect under section 1295 to treat the PFIC as a qualified electing fund? . . . . .				
<b>10a</b>	Is the applicant a member of a partnership, a beneficiary of a trust or estate, a shareholder of an S corporation, a shareholder of an IC-DISC, or a shareholder of an FSC? . . . . .				
	If "Yes," attach a statement providing the name, address, identifying number, type of entity (partnership, trust, estate, S corporation, IC-DISC, or FSC), tax year, percentage of interest in capital and profits, or percentage of interest of each IC-DISC or FSC and the amount of income received from each entity for the first preceding year and for the short period. Indicate the percentage of gross income of the applicant represented by each amount.				
<b>b</b>	Will any partnership concurrently change its tax year to conform with the tax year requested? . . . . .				
<b>c</b>	If "Yes" to line 10b, has any Form 1128 been filed for such partnership? . . . . .				
<b>11</b>	Does the applicant or any related entity currently have any accounting method, tax year, ruling, or technical advice request pending with the IRS National Office? . . . . .				
	If "Yes," attach a statement explaining the type of request (method, tax year, etc.) and the specific issues involved in each request.				
<b>12</b>	Is <b>Form 2848</b> , Power of Attorney and Declaration of Representative, attached to this application? . . . . .				
<b>13</b>	Does the applicant request a conference of right (in person or by telephone) with the IRS National Office, if the IRS proposes to disapprove the application? . . . . .				
<b>14</b>	Enter amount of <b>user fee</b> attached to this application (see instructions) . . . . .				\$ _____

**Section B—Corporations (other than S corporations and controlled foreign corporations)** (see instructions)

<b>15</b>	Enter the date of incorporation. ▶				
<b>16a</b>	Does the corporation intend to elect to be an S corporation for the tax year immediately following the short period? . . . . .				
<b>b</b>	If "Yes," will the corporation be going to a permitted S corporation tax year? . . . . .				
	If "No" to line 16b, attach an explanation.				
<b>17</b>	Is the corporation a member of an affiliated group filing a consolidated return? . . . . .				
	If "Yes," attach a statement providing <b>(a)</b> the name, address, identifying number used on the consolidated return, tax year, and Service Center where the applicant files the return; <b>(b)</b> the name, address, and identifying number of each member of the affiliated group; <b>(c)</b> the taxable income (loss) of each member for the 3 years immediately before the short period and for the short period; and <b>(d)</b> the name of the parent corporation.				
<b>18a</b>	Personal service corporations (PSCs): Attach a statement providing each shareholder's name, type of entity (individual, partnership, corporation, etc.), address, identifying number, tax year, percentage of ownership, and amount of income received from the PSC for the first preceding year and the short period.				
<b>b</b>	If the PSC is using a tax year other than the required tax year, indicate how it obtained its tax year.				
	<input type="checkbox"/> Grandfathered (attach copy of letter ruling) <input type="checkbox"/> Section 444 election (date of election _____)				
	<input type="checkbox"/> Letter ruling (date of letter ruling _____)      (attach copy))				

**Section C—S Corporations** (see instructions)

	Yes	No
<b>19</b> Enter the date of the S corporation election. ▶		
<b>20</b> Is any shareholder applying for a corresponding change in tax year? . . . . . ▶ If "Yes," each shareholder requesting a corresponding change in tax year must file a separate Form 1128 to get advance approval to change its tax year.		
<b>21</b> If the corporation is using a tax year other than the required tax year, indicate how it obtained its tax year. <input type="checkbox"/> Grandfathered (attach copy of letter ruling) <input type="checkbox"/> Section 444 election (date of election _____) <input type="checkbox"/> Letter ruling (date of letter ruling _____ (attach copy))		
<b>22</b> Attach a statement providing each shareholder's name, type of shareholder (individual, estate, qualified subchapter S Trust, electing small business trust, other trust, or exempt organization), address, identifying number, tax year, percentage of ownership, and the amount of income each shareholder received from the S corporation for the first preceding year and for the short period.		

**Section D—Partnerships** (see instructions)

	Yes	No
<b>23</b> Enter the date the partnership's business began. ▶		
<b>24</b> Is any partner applying for a corresponding change in tax year? . . . . . ▶		
<b>25</b> Attach a statement providing each partner's name, type of partner (individual, partnership, estate, trust, corporation, S corporation, IC-DISC, etc.), address, identifying number, tax year, and the percentage of interest in capital and profits.		
<b>26</b> Is any partner a shareholder of a PSC as defined in Regulations section 1.441-3(c)? . . . . . ▶ If "Yes," attach a statement providing the name, address, identifying number, tax year, percentage of interest in capital and profits, and the amount of income received from each PSC for the first preceding year and for the short period.		
<b>27</b> If the partnership is using a tax year other than the required tax year, indicate how it obtained its tax year. <input type="checkbox"/> Grandfathered (attach copy of letter ruling) <input type="checkbox"/> Section 444 election (date of election _____) <input type="checkbox"/> Letter ruling (date of letter ruling _____ (attach copy))		

**Section E—Controlled Foreign Corporations (CFC)**

<b>28</b> Attach a statement for each U.S. shareholder (as defined in section 951(b)) providing the name, address, identifying number, tax year, percentage of total value and percentage of total voting power, and the amount of income included in gross income under section 951 for the 3 tax years immediately before the short period and for the short period.		
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**Section F—Tax-Exempt Organizations**

	Yes	No
<b>29</b> Type of organization: <input type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Other (specify) ▶		
<b>30</b> Date of organization. ▶		
<b>31</b> Code section under which the organization is exempt. ▶		
<b>32</b> Is the organization required to file an annual return on Form 990, 1120-C, 990-PF, 990-T, 1120-H, or 1120-POL? ▶		
<b>33</b> Enter the date the tax exemption was granted. ▶ _____ Attach a copy of the letter ruling granting exemption. If a copy of the letter ruling is not available, attach an explanation.		
<b>34</b> If the organization is a private foundation, is the foundation terminating its status under section 507? . . . ▶		

**Section G—Estates**

<b>35</b> Enter the date the estate was created. ▶		
<b>36 a</b> Attach a statement providing the name, identifying number, address, and tax year of each beneficiary and each person who is an interested party of any portion of the estate.  <b>b</b> Based on the adjusted total income of the estate entered in Part III, Section A, line 5, attach a statement showing the distribution deduction and the taxable amounts distributed to each beneficiary for the 2 tax years immediately before the short period and for the short period.		

**Section H—Passive Foreign Investment Companies**

<b>37</b> If the applicant is a passive foreign investment company, attach a statement providing each U.S. shareholder's name, address, identifying number, and percentage of interest owned.		
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