

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

**2011**

For calendar year 2011, or tax year beginning 12-01-2011 , and ending 11-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☒ Address change

☐ Name change

Name of foundation  
PRIDMORE FAMILY FOUNDATION INC

**A Employer identification number**  
59-3491775

Number and street (or P O box number if mail is not delivered to street address)  
139A CHARLES STREET NO 295

Room/suite

**B Telephone number** (see page 10 of the instructions)  
(617) 945-9035

City or town, state, and ZIP code  
BOSTON, MA 02114

**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 ☐

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

**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 ☐

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ 2,118,336

**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 page 11 of the 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 <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	22	22		
	4 Dividends and interest from securities. . . . .	35,480	35,480		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	176,622			
	b Gross sales price for all assets on line 6a 2,420,032				
	7 Capital gain net income (from Part IV, line 2) . . . .		176,622		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	212,124	212,124		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule). . . . .				
	b Accounting fees (attach schedule). . . . .				
	c Other professional fees (attach schedule) . . . . .	23,047	23,047		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	723	723		0
	19 Depreciation (attach schedule) and depletion . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . .	1,908	1,244		664
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	25,678	25,014		664
	25 Contributions, gifts, grants paid. . . . .	168,300			168,300
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	193,978	25,014		168,964
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	18,146			
	b <b>Net investment income</b> (if negative, enter -0-)		187,110		
c <b>Adjusted net income</b> (if negative, enter -0-)					

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

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 . . . . .	13,351		
	2	Savings and temporary cash investments . . . . .	88,473	70,412	70,412
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .			
	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) . . . . .	1,964,682	2,007,740	2,047,924
	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)	2,066,506	2,078,152	2,118,336	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	2,066,506	2,066,506	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	11,646	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	2,066,506	2,078,152	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	2,066,506	2,078,152		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	2,066,506
2	Enter amount from Part I, line 27a . . . . .	2	18,146
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	2,084,652
5	Decreases not included in line 2 (itemize) ▶ _____	5	6,500
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	2,078,152

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	176,622
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of 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))
2010	59,575	2,196,082	0 027128
2009	88,737	1,979,519	0 044828
2008	102,598	1,867,471	0 054940
2007	263,534	2,500,082	0 105410
2006	5,000	2,937,137	0 001702

2	Total of line 1, column (d). . . . .	2	0 234008
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 046802
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	2,172,620
5	Multiply line 4 by line 3. . . . .	5	101,683
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,871
7	Add lines 5 and 6. . . . .	7	103,554
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	168,964

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	1,871
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	0
3		Add lines 1 and 2. . . . .		3	1,871
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	1,871
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	723	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments. Add lines 6a through 6d. . . . .		7	723
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	22
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	1,170
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> FL			
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	Yes	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of JAN PRIDMORE Telephone no (617) 945-9035 Located at 139A CHARLES STREET 295 BOSTON MA ZIP+4 02114			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, 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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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? (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 ).			
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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20 , 20 , 20 , 20			
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 page 20 of the 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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2011 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 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2011?	4b		No

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))?	<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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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	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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	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	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b	No
7a	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	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 page 22 of the 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
JAN PRIDMORE 139A CHARLES STREET 295 BOSTON, MA 02114	PRESIDENT/SECRETARY/TREASURER 5 00	0	0	0
DALE A DETTMER 304 S HARBOR CITY BLVD SUITE 201 MELBOURNE FL 32901 MELBOURNE, FL 32901	DIRECTOR 0 00	0	0	0
STEPHEN A CRANE 2802 W TERRACE DR TAMPA, FL 33609	DIRECTOR 2 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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 page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,060,935
b	Average of monthly cash balances. . . . .	1b	144,771
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,205,706
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	2,205,706
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	33,086
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,172,620
6	Minimum investment return. Enter 5% of line 5. . . . .	6	108,631

Part XI

Distributable Amount (see page 25 of the 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	108,631
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	1,871
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,871
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	106,760
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	106,760
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	106,760

Part XII

Qualifying Distributions (see page 25 of the 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	168,964
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	168,964
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 page 26 of the instructions). . . . .	5	1,871
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	167,093
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				106,760
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006. . . . .				
b From 2007. . . . .				
c From 2008. . . . . 4,247				
d From 2009. . . . .				
e From 2010. . . . .				
f Total of lines 3a through e. . . . .	4,247			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 168,964				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount. . . . .				106,760
e Remaining amount distributed out of corpus	62,204			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	66,451			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . .			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . .	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . .	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	66,451			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . . 4,247				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . . 62,204				

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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) )

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	168,300
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments			14	22	
<b>4</b> Dividends and interest from securities. . . . .			14	35,480	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	176,622	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . . . .		0		212,124	0
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		212,124

[illegible]

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

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

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

*****	2013-04-02	*****
Signature of officer or trustee	Date	Title

**Paid  
Preparer's  
Use Only**

Firm's address ► WINCHESTER, MA 01890

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
DODGE & COX INCOME FD COM	P	2010-10-07	2012-02-13
DODGE & COX INCOME FD COM	P	2011-08-12	2012-02-13
HARBOR CAPITAL APPRECIATION	P	2010-03-18	2012-02-13
ISHARES S&P 500	P	2010-03-18	2012-02-15
JP MORGAN MID CAP VALUE	P	2010-03-18	2012-02-13
KEELEY SMALL CAP VAL FD	P	2010-03-18	2012-02-13
MAINSTAY EP US EQUITY	P	2010-03-18	2012-02-13
PIMCO TOTAL RET FD	P	2011-08-12	2012-02-13
PIMCO TOTAL RET FD	P	2009-10-08	2012-02-13
TCW SMALL CAP GROWTH FUND	P	2010-07-22	2012-02-13
VANGUARD MSCI EMERGING MARKETS	P	2010-03-18	2012-02-15
VANGUARD REIT VIPER	P	2010-03-18	2012-02-15
GOLDMAN SACHS GRWTH OPP FD	P	2011-08-12	2012-04-11
GOLDMAN SACHS GRWTH OPP FD	P	2010-03-18	2012-04-11
ISHARES S&P 500	P	2010-03-18	2012-05-11
JP MORGAN MID CAP VALUE	P	2010-03-18	2012-05-09
MAINSTAY EP US EQUITY	P	2010-03-18	2012-05-09
T ROWE PRICE	P	2012-02-14	2012-05-09
VANGUARD REIT VIPER	P	2010-03-18	2012-05-11
ARTISAN INTERNATIONAL FUND	P	2010-03-18	2012-08-09
CREDIT SUISSE COMM RT	P	2011-08-12	2012-08-09
DODGE & COX INCOME FD COM	P	2012-05-10	2012-08-09
DODGE & COX INCOME FD COM	P	2011-02-04	2012-08-09
DODGE & COX INCOME FD COM	P	2010-08-18	2012-08-09
HUSSMAN STRATEGIC GROWTH FUND	P	2010-03-18	2012-08-09
JP MORGAN MID CAP VALUE	P	2010-03-18	2012-08-09
KEELEY SMALL CAP VAL FD	P	2012-05-10	2012-08-09
MAINSTAY EP US EQUITY	P	2010-03-18	2012-08-09
MFS VALUE FUND	P	2011-02-04	2012-08-09
OPPENHEIMER DEVELOPING MKT	P	2012-05-10	2012-08-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
OPPENHEIMER DEVELOPING MKT	P	2011-02-04	2012-08-09
PIMCO TOTAL RET FD	P	2012-05-10	2012-08-09
PIMCO TOTAL RET FD	P	2012-05-10	2012-08-28
PIMCO TOTAL RET FD	P	2009-10-08	2012-08-28
SPDR DJ WILSHIRE INT'L	P	2011-04-27	2012-08-13
T ROWE PRICE SHORT TERM BD FUND	P	2012-02-14	2012-08-09
TCW SMALL CAP GROWTH FUND	P	2012-05-10	2012-08-28
TCW SMALL CAP GROWTH FUND	P	2010-07-22	2012-08-28
VANGUARD MSCI EMERGING MARKETS	P	2010-03-18	2012-08-13
VANGUARD REIT VIPER	P	2010-03-18	2012-08-13
ARTISAN MID CAP FD	P	2011-12-01	2012-11-07
CREDIT SUISSE COMM RT	P	2011-12-01	2012-11-07
DIAMOND HILL LONG SHORT FUND CL	P	2012-08-10	2012-11-07
DODGE & COX INCOME FD COM	P	2012-09-25	2012-11-07
DODGE & COX INTL STOCK FUND	P	2011-12-01	2012-11-07
DREYFUS EMRG MKTS DEBT LOCAL	P	2011-12-01	2012-11-07
GATEWAY FUND CL	P	2012-08-10	2012-11-07
HARBOR CAP APPRECIATION FUND	P	2012-08-10	2012-11-07
HUSSMAN STRATEGIC GROWTH FUND	P	2012-02-14	2012-11-07
ISHARES CORE S&P ETF	P	2012-08-08	2012-11-07
KEELEY SMALL CAP VAL FD	P	2012-05-10	2012-11-07
MERGER FUND	P	2012-08-10	2012-11-07
MFS VALUE FUND	P	2011-12-01	2012-11-07
OPPENHEIMER DEVELOPING MKT	P	2012-05-10	2012-11-07
RIDGEWORTH SEIX HIGH YIELD	P	2011-12-01	2012-11-07
T ROWE PRICE SHORT TERM BD FUND	P	2011-12-01	2012-11-07
ARTISAN INTERNATIONAL FUND	P	2010-03-18	2012-11-07
CREDIT SUISSE COMM RT	P	2010-03-18	2012-11-07
DIAMOND HILL LONG SHORT FUND CL	P	2010-07-22	2012-11-07
DODGE & COX INCOME FD COM	P	2010-03-18	2012-11-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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 )
DODGE & COX INTL STOCK FUND	P	2010-03-18	2012-11-07
DREYFUS EMRG MKTS DEBT LOCAL	P	2010-03-18	2012-11-07
HARBOR CAP APPRECIATION FUND	P	2010-03-18	2012-11-07
HUSSMAN STRATEGIC GROWTH FUND	P	2010-03-18	2012-11-07
ISHARES CORE S&P ETF	P	2010-03-18	2012-11-07
JP MORGAN MID CAP VALUE	P	2010-03-18	2012-11-07
KEELEY SMALL CAP VAL FD	P	2010-03-18	2012-11-07
MERGER FUND	P	2010-03-18	2012-11-07
MFS VALUE FUND	P	2011-02-04	2012-11-07
OPPENHEIMER DEVELOPING MKT	P	2010-03-18	2012-11-07
RIDGEWORTH SEIX HIGH YIELD	P	2010-03-18	2012-11-07
SPDR DJ WILSHIRE INT'L	P	2010-03-18	2012-11-07
VANGUARD MSCI EMERGING MARKETS	P	2010-03-18	2012-11-07
CAPITAL GAINS DIVIDENDS	P		



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,346		9,229	117
8,306		8,202	104
2,996		2,468	528
3,498		3,052	446
3,203		2,645	558
5,412		4,494	918
40,713		41,401	-688
704		688	16
14,294		14,654	-360
3,739		2,973	766
4,963		4,899	64
8,683		6,979	1,704
8,453		7,398	1,055
72,844		63,752	9,092
39,996		34,514	5,482
8,476		6,728	1,748
3,803		3,853	-50
13,197		13,170	27
3,265		2,493	772
18,923		16,636	2,287
5,835		6,432	-597
1,235		1,195	40
23,073		22,319	754
15,515		16,446	-931
27,892		32,152	-4,260
3,054		2,354	700
1,292		1,263	29
39,711		39,296	415
3,253		3,188	65
722		705	17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,014		2,092	-78
3,246		3,195	51
1,151		1,100	51
37,630		35,965	1,665
6,745		7,124	-379
13,095		13,068	27
274		243	31
81,558		72,392	9,166
1,884		1,922	-38
3,095		2,299	796
87,170		89,372	-2,202
16,912		17,942	-1,030
19,580		17,159	2,421
151		150	1
15,460		15,402	58
21,642		21,347	295
53,356		53,867	-511
1,677		1,381	296
11,286		12,607	-1,321
33,225		33,187	38
2,136		1,698	438
1,746		1,740	6
42,959		40,905	2,054
6,438		5,662	776
22,445		21,460	985
6,499		6,472	27
151,183		130,450	20,733
110,957		117,712	-6,755
90,075		78,940	11,135
17,400		16,194	1,206

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
138,989		138,471	518
86,061		84,888	1,173
170,966		140,818	30,148
42,489		47,465	-4,976
69,265		57,739	11,526
74,595		56,074	18,521
82,467		65,568	16,899
41,043		40,912	131
91,945		87,465	4,480
137,195		120,658	16,537
48,420		46,231	2,189
90,144		82,031	8,113
76,439		76,465	-26
10,629			10,629

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			117
			104
			528
			446
			558
			918
			-688
			16
			-360
			766
			64
			1,704
			1,055
			9,092
			5,482
			1,748
			-50
			27
			772
			2,287
			-597
			40
			754
			-931
			-4,260
			700
			29
			415
			65
			17


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-78
			51
			51
			1,665
			-379
			27
			31
			9,166
			-38
			796
			-2,202
			-1,030
			2,421
			1
			58
			295
			-511
			296
			-1,321
			38
			438
			6
			2,054
			776
			985
			27
			20,733
			-6,755
			11,135
			1,206

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			518
			1,173
			30,148
			-4,976
			11,526
			18,521
			16,899
			131
			4,480
			16,537
			2,189
			8,113
			-26
			10,629

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INDIAN RIVER COMMUNITY FOUNDATIONPO BOX 643968 VERO BEACH,FL 32964		PUBLIC CHARITY	CONTRIBUTION	13,300
SALVATION ARMYPO BOX 398 MELBOURNE,FL 32902		PUBLIC CHARITY	FOR THE SUE M PRIDMORE SHELTER FOR THE HOMELESS IN MELBOURNE FLORIDA	5,000
FLORIDA INSTITUTE OF TECHNOLOGY150 WEST UNIVERSITY BOULEVARD MELBOURNE,FL 32901		UNIVERSITY	FOR THE THOMAS C PRIDMORE SCHOLARSHIP IN ENGINEERING	100,000
AMERICAN RED CROSS2025 E STREET WASHINGTON,DC 20006		PUBLIC CHARITY	FOR HURRICANE SANDY	5,000
UNITARIAN UNIVERSALIST FELLOWSHIP OF VERO BEACH1590 27TH AVENUE VERO BEACH,FL 32960		PUBLIC CHARITY	CONTRIBUTION	10,000
BOSTON PUBLIC LIBRARY700 BOYLSTON STREET BOSTON,MA 02116		PUBLIC LIBRARY	CONTRIBUTION	10,000
NATIONAL SOCIETY OF THE COLONIAL DAMES OF AMERICA 417-421 EAST 61ST STREET NEW YORK,NY 10065		HISTORICAL SOCIETY	FOR THE FATIO HOUSE RENOVATION IN ST AUGUSTINE	25,000
<b>Total . . . . .</b>  <b>3a</b>				168,300

**TY 2011 Investments - Other Schedule****Name:** PRIDMORE FAMILY FOUNDATION INC**EIN:** 59-3491775

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD MSCI EMERGING	AT COST	61,384	62,644
VANGUARD REIT VIPER	AT COST	166,393	185,182
ISHARES ETF	AT COST	41,241	41,226
ISHARES FTSE EPRA	AT COST	124,536	126,221
ISHARES GOLD TRUST	AT COST	82,974	82,633
ISHARES MSCI GRMNY IDX	AT COST	62,150	64,680
ISHARES MSCI HK IDX FD	AT COST	62,178	63,159
ISHARES TR BARCLAYS BOND	AT COST	62,062	62,342
ISHARES TR BARCLAYS TIPS	AT COST	103,521	103,736
ISHARES TR RUSSELL 2000	AT COST	62,019	63,366
POWERSHARES S&P ETF	AT COST	82,960	84,136
POWERSHS DB COMMDTY INDX	AT COST	82,493	84,693
POWERSHS EXCH TRAD FD TR	AT COST	62,072	62,337
POWERSHS QQQ TRUST SER I	AT COST	185,933	190,294
SPDR BARCLAYS ETF	AT COST	103,325	103,242
SPDR GOLD TRUST	AT COST	62,193	61,937
VANGUARD BOND INDEX FUND	AT COST	268,866	269,005
VANGUARD DIV APPRCIATION	AT COST	145,050	147,537
VANGUARD MSCI EAFE ETF	AT COST	62,192	64,198
VANGUARD TOTAL STOCK MKT	AT COST	62,199	63,041
WISDOMTREE ASIA ETF	AT COST	61,999	62,315



**TY 2011 Other Decreases Schedule****Name:** PRIDMORE FAMILY FOUNDATION INC**EIN:** 59-3491775

Description	Amount
CONTRIBUTIONS CHECKS ISSUED IN PRIOR YEAR AND CLEARED IN CURRENT YEAR	6,500

**TY 2011 Other Expenses Schedule****Name:** PRIDMORE FAMILY FOUNDATION INC**EIN:** 59-3491775

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	36	0		36
CHECK ORDER FEE	33	0		33
FOUNDATION DUES	595	0		595
RETURN OF CAPITAL	1,244	1,244		0

**TY 2011 Other Professional Fees Schedule**

**Name:** PRIDMORE FAMILY FOUNDATION INC

**EIN:** 59-3491775

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELLS FARGO BANK NA FEES	23,047	23,047		0

TY 2011 Taxes Schedule

**Name:** PRIDMORE FAMILY FOUNDATION INC

**EIN:** 59-3491775

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PAID	723	723		0