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

OMB No 1545-0052

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 7/01, 2010, and ending 6/30, 2011

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeHARPER FAMILY CHARITABLE FOUNDATION INC
6917 SOUTH ROUND LAKE ROAD
MOUNT DORA, FL 32757

A Employer identification number

02-0685568

B Telephone number (see the instructions)

407-886-4613

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

\$ 8,221,379.

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 the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc. received (att sch)

7,970.

2 Check ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

5,592.

5,592.

5,592.

4 Dividends and interest from securities

348,454.

348,454.

348,454.

5a Gross rents
b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

112,502.

b Gross sales price for all assets on line 6a 933,642.

7 Capital gain net income (from Part IV, line 2)

112,502.

8 Net short-term capital gain

10,174.

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

474,518.

466,548.

364,220.

13 Compensation of officers, directors, trustees, etc

54,000.

28,800.

6,300.

18,900.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

3,750.

3,750.

c Other prof fees (attach sch) SEE ST 2

45,894.

28,827.

12,910.

4,157.

17 Interest

18 Taxes (attach schedule)(see instr)

19 Depreciation (attach sch) and depletion

20 Occupancy

2,799.

2,799.

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

7,881.

4,943.

2,938.

24 Total operating and administrative expenses. Add lines 13 through 23

114,324.

57,627.

30,702.

25,995.

25 Contributions, gifts, grants paid PART XV

401,000.

401,000.

26 Total expenses and disbursements. Add lines 24 and 25

515,324.

57,627.

30,702.

426,995.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-40,806.

b Net investment income (if negative, enter 0)

408,921.

c Adjusted net income (if negative, enter 0)

333,518.

2

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			
	2	Savings and temporary cash investments	176,066.	129,101.	
	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 the instructions)			
	7	Other notes and loans receivable (attach sch)			
		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) STATEMENT 4	103,332.	73,371.	73,371.
	b	Investments — corporate stock (attach schedule) STATEMENT 5	229,583.	271,093.	271,093.
	c	Investments — corporate bonds (attach schedule) STATEMENT 6	971,820.	858,048.	858,048.
	11	Investments — land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments — mortgage loans	2,938,226.	2,924,745.	2,924,745.	
13	Investments — other (attach schedule) STATEMENT 7	3,246,023.	4,094,122.	4,094,122.	
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 instructions. Also, see page 1, item I)	7,665,050.	8,350,480.	8,221,379.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,665,050.	8,350,480.	
	30	Total net assets or fund balances (see the instructions)	7,665,050.	8,350,480.	
	31	Total liabilities and net assets/fund balances (see the instructions)	7,665,050.	8,350,480.	

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	7,665,050.
2	Enter amount from Part I, line 27a	2	-40,806.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	730,236.
4	Add lines 1, 2, and 3	4	8,354,480.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	4,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	8,350,480.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SCHEDULE ATTACHED		P	VARIOUS	VARIOUS
b SCHEDULE ATTACHED		P	VARIOUS	VARIOUS
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 72,559.		62,385.	10,174.
b 861,083.		758,755.	102,328.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			10,174.
b			102,328.
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	112,502.
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 the instructions) If (loss), enter -0- in Part I, line 8		3	10,174.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	406,904.	7,709,375.	0.052780
2008	402,309.	7,812,659.	0.051495
2007	507,810.	8,960,737.	0.056671
2006	521,737.	8,932,110.	0.058411
2005	320,442.	7,650,795.	0.041883

2 Total of line 1, column (d)	2	0.261240
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	0.052248
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,041,624.
5 Multiply line 4 by line 3	5	420,159.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,089.
7 Add lines 5 and 6	7	424,248.
8 Enter qualifying distributions from Part XII, line 4	8	426,995.

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,089.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,089.
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	4,089.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	3,467.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,467.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,378.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ 4,378. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROBERT W. HARPER</u> Telephone no <u>407-886-4613</u> Located at <u>6917 SOUTH ROUND LAKE ROAD, MT DORA, FL</u> ZIP + 4 <u>32757</u>			
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 <u>N/A</u>	15		N/A
16	At any time during calendar year 2010, 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 <u></u>			X

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2010 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 2010)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FREIDA H. MARTIN 31833 BAY STREET TAVARES, FL 32778	PRES/DIR 12	18,000.	0.	0.
ROBERT W. HARPER 6917 SOUTH ROUND LAKE ROAD MOUNT DORA, FL 32757	TREAS/DIR 12	18,000.	0.	0.
PATRICK J DOUGHERTY 2781 WEST STATE ROAD 434 LONGWOOD, FL 32779	SEC/VP/DIR 10	18,000.	0.	0.

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

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

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

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 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 N/A	
2	
3	
4	

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

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

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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	8,036,520.
b Average of monthly cash balances	1b	127,565.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	8,164,085.
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	8,164,085.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	122,461.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,041,624.
6 Minimum investment return. Enter 5% of line 5	6	402,081.

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	402,081.
2a Tax on investment income for 2010 from Part VI, line 5	2a	4,089.
b Income tax for 2010 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	4,089.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	397,992.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	397,992.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	397,992.

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	426,995.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	426,995.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	4,089.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	422,906.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				397,992.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	26,333.			
f Total of lines 3a through e	26,333.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 426,995.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				397,992.
e Remaining amount distributed out of corpus	29,003.			
5 Excess distributions carryover applied to 2010 (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	55,336.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2010 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 instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	55,336.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	26,333.			
e Excess from 2010	29,003.			

BAA

Form 990-PF (2010)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				
Total			3 a	401,000.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	5,592.	
4	Dividends and interest from securities			14	348,454.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					112,502.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				354,046.	112,502.
13	Total. Add line 12, columns (b), (d), and (e)				13	466,548.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	\$ 3,750.		\$ 3,750.	
TOTAL	\$ 3,750.	\$ 0.	\$ 3,750.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 28,827.	\$ 28,827.		
MILEAGE REIMBURSEMENT	2,557.		\$ 1,610.	\$ 947.
PROFESSIONAL SERVICES	14,510.		11,300.	3,210.
TOTAL	\$ 45,894.	\$ 28,827.	\$ 12,910.	\$ 4,157.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES & EXPENSE	\$ 4,153.		\$ 4,153.	
PLAQUES & MARKERS	2,938.			\$ 2,938.
TELEPHONE	790.		790.	
TOTAL	\$ 7,881.	\$ 0.	\$ 4,943.	\$ 2,938.

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

STATE/MUNICIPAL OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED BOND -SEE SCHEDULE	MKT VAL	\$ 73,371.	\$ 73,371.
		\$ 73,371.	\$ 73,371.
TOTAL		\$ 73,371.	\$ 73,371.

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PUBLICLY TRADED STOCKS-SEE SCHEDULE	MKT VAL	\$ 271,093.	\$ 271,093.
	TOTAL	<u>\$ 271,093.</u>	<u>\$ 271,093.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PUBLICLY TRADED BONDS-SEE SCHEDULE	MKT VAL	\$ 858,048.	\$ 858,048.
	TOTAL	<u>\$ 858,048.</u>	<u>\$ 858,048.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER SECURITIES</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PUBLICLY TRADED MUTUAL FUND-SEE SCHEDULE	MKT VAL	\$ 4,094,122.	\$ 4,094,122.
	TOTAL	<u>\$ 4,094,122.</u>	<u>\$ 4,094,122.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAIN ON INVESTMENTS		\$ 730,236.
	TOTAL	<u>\$ 730,236.</u>

STATEMENT 9
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

U.S. EXCISE TAX PAID		\$ 4,000.
	TOTAL	<u>\$ 4,000.</u>

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: HARPER FAMILY CHARITABLE FOUNDATION
 CARE OF: ROBERT W. HARPER
 STREET ADDRESS: 6917 SOUTH ROUND LAKE ROAD
 CITY, STATE, ZIP CODE: MOUNT DORA, FL 32757
 TELEPHONE: 407-886-4613
 FORM AND CONTENT: LETTER WITH A COPY OF THE ORGANIZATION'S IRS SECTION 501(C)3 DETERMINATION LETTER
 SUBMISSION DEADLINES:
 RESTRICTIONS ON AWARDS: SECTION 501(C)3 ORGANIZATIONS ONLY

STATEMENT 11
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FRIENDS OF CASA FELIZ, INC 656 PARK AVENUE WINTER PARK, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	\$ 1,000.
HOSPICE OF LAKE & SUMTER CTY 12300 LANE PARK ROAD TAVARES, FL 32778	NONE	PUBLIC	GENERAL SUPPORT	30,000.
LIFESTREAM BEHAVIORAL CENTER P.O. BOX 49100 SANFORD, FL 34749	NONE	PUBLIC	GENERAL SUPPORT	20,000.
MEALS ON WHEELS 2801 S. FINANCIAL COURT SANFORD, FL 32773	NONE	PUBLIC	GENERAL SUPPORT	13,000.
ORDER OF EASTERN STAR-MIZPAH#1 5180 MILLENIA BLVD # 207 ORLANDO, FL 32839	NONE	PUBLIC	GENERAL SUPPORT	1,000.
ROLLINS COLLEGE 1000 HOLT AVENUE #2756 WINTER PARK, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	1,000.
SHRINERS HOSPITAL FOR CHILDREN 12502 PINE DRIVE TAMPA, FL 33612	NONE	PUBLIC	GENERAL SUPPORT	15,000.

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
SUNRISE ARC OF LAKE COUNTY 35201 RADIO ROAD LEESBURG, FL 34788	NONE	PUBLIC	GENERAL SUPPORT	\$ 3,000.
THE BOGGY CREEK GANG CAMP 30500 BRANTLEY BRANCH ROAD EUSTIS, FL 32736	NONE	PUBLIC	GENERAL SUPPORT	13,000.
ST MARY OF THE LAKES CATHOLIC CHURCH 218 OCKLAWAHA AVENUE EUSTIS, FL 32726	NONE	PUBLIC	GENERAL SUPPORT	7,500.
HOSPICE OF THE COMFORTER 480 W. CENTRAL PARKWAY ALTAMONTE SPRINGS, FL 32714	NONE	PUBLIC	GENERAL SUPPORT	5,000.
CENTRAL FLORIDA YMCA 433 NORTH MILLS AVENUE ORLANDO, FL 32803	NONE	PUBLIC	GENERAL SUPPORT	7,000.
BUILDING BLOCKS 1678 RIDGEMOOR DRIVE MASCOTTE, FL 34753	NONE	PUBLIC	GENERAL SUPPORT	15,500.
CENTRAL FLORIDA BOY SCOUTS 41940 BOY SCOUT ROAD PAISLEY, FL	NONE	PUBLIC	GENERAL SUPPORT	20,000.
CHRISTIAN HELP FOUNDATION 450 SEMONOLA BLVD CASSELBERRY, FL 32707	NONE	PUBLIC	GENERAL SUPPORT	4,500.
CHILDRENS LAND FUND & MISSIONARY SOCIETY 401 EAST STATE ROAD 434 CASSELBERRY, FL 32707	NONE	PUBLIC	GENERAL SUPPORT	15,000.
GIRL SCOUTS OF CITRUS COUNCIL 341 NORTH MILLS AVE ORLANDO, FL 32803	NONE	PUBLIC	GENERAL SUPPORT	15,000.
ACHIEVEMENT ACADEMY 716 EAST BELLA VISTA STREET LAKELAND, FL 33805	NONE	PUBLIC	GENERAL SUPPORT	5,000.
CANINE COMPANIONS FOR INDEPENDENCE P.O. BOX 680388 ORLANDO, FL 32868	NONE	PUBLIC	GENERAL SUPPORT	10,000.

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
MUSCULAR DYSTROPHY ASSOCIATION 3452 LAKE LYNDA DRIVE ORLANDO, FL 32817	NONE	PUBLIC	GENERAL SUPPORT	\$ 4,000.
NEW BEGINNINGS OF LAKE COUNTY P.O. BOX 121129 CLERMONT, FL 34712	NONE	PUBLIC	GENERAL SUPPORT	31,000.
NEW VISION FOR INDEPENDENCE 9501 US HWY 441 LEESBURG, FL 34788	NONE	PUBLIC	GENERAL SUPPORT	10,000.
STEP IT UP RECOVERY, INC 508 CENTRAL PARKWAY SANFORD, FL 32773	NONE	PUBLIC	GENERAL SUPPORT	8,000.
THE ARC NATURE COAST 5283 NEFF LAKE ROAD BROOKSVILLE, FL 34601	NONE	PUBLIC	GENERAL SUPPORT	25,000.
UNITED CEREBRAL PALSY OF CENTRAL FLORIDA 3305 SOUTH ORANGE AVE ORLANDO, FL 32806	NONE	PUBLIC	GENERAL SUPPORT	10,000.
BEACON COLLEGE 105 EAST MAIN STREET LEESBURG, FL 34748	NONE	PUBLIC	GENERAL SUPPORT	10,000.
COVENANT HOUSE 5931 EAST COLONIAL DRIVE ORLANDO, FL 32807	NONE	PUBLIC	GENERAL SUPPORT	1,000.
FAMILY NETWORK ON DISABILITIES 2196 MAIN STREET, SUITE K DUNEDIN, FL 34698	NONE	PUBLIC	GENERAL SUPPORT	2,000.
LAKE CARES FOOD PANTRY 2001 WEST OLD HWY 441, SUITE #1 MT DORA, FL 32757	NONE	PUBLIC	GENERAL SUPPORT	10,000.
NEMOURS CHILDREN'S HOSPITAL 1083 MCKEAN CIRCLE WINTER PARK, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	13,000.
POLK EDUCATIONAL FOUNDATION 1530 SHUMATE DRIVE BARTOW, FL 33830	NONE	PUBLIC	GENERAL SUPPORT	2,000.

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
ST MARGARET MARY CATHOLIC CHURCH 526 NORTH PARK AVENUE WINTER PARK, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	\$ 7,500.
TRIPLE DIAMOND RANCH THERAPEUTIC RIDING 32100 ROOT ROAD EUSTIS, FL 32736	NONE	PUBLIC	GENERAL SUPPORT	1,500.
ALLIANCE HEALTHCARE FOUNDATION 1501 N. US HWY 441, B# 1800 S#1802 THE VILLAGES, FL 32159	NONE	PUBLIC	GENERAL SUPPORT	1,000.
AMERICAN RED CROSS P.O. BOX 37243 WASHINGTON, DC 20013	NONE	PUBLIC	GENERAL SUPPORT	6,000.
BLOSSOM MONTESSORI SCHOOL FOR THE DEAF 14088 ICOT BLVD CLEARWATER, FL 33760	NONE	PUBLIC	GENERAL SUPPORT	5,000.
CASA DE MEXICO 400 S. ORANGE AVE, 9TH FLOOR ORLANDO, FL 32801	NONE	PUBLIC	GENERAL SUPPORT	1,000.
CATHOLIC CHARITIES OF CENTRAL FLORIDA 1819 NORTH SEMORAN BLVD ORLANDO, FL 32807	NONE	PUBLIC	GENERAL SUPPORT	10,000.
CENTER FOR INDEPENDENT LIVING 720 NORTH DENNING DRIVE WINTER PARK, FL 32789	NONE	PUBLIC	GENERAL SUPPORT	4,000.
FL LIONS CONKLIN CENTER FOR THE BLIND 405 WHITE STREET DAYTONA BEACH, FL 32114	NONE	PUBLIC	GENERAL SUPPORT	5,000.
HARBOR HOUSE P.O. BOX 680748 ORLANDO, FL 32868	NONE	PUBLIC	GENERAL SUPPORT	11,500.
HOPE 149 E. BROADWAY ST OVIEDO, FL 32765	NONE	PUBLIC	GENERAL SUPPORT	5,000.

HARPER FAMILY CHARITABLE FOUNDATION INC

02-0685568

STATEMENT 11 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
LIFT DISABILITY NETWORK 4700 MILLENIA BLVD SUITE 175 ORLANDO, FL 32839	NONE	PUBLIC	GENERAL SUPPORT	\$ 1,000.
MIAMI LIGHTHOUSE FOR THE BLIND 601 S.W. 8TH AVENUE MIAMI, FL 33130	NONE	PUBLIC	GENERAL SUPPORT	1,000.
NEW HORIZONS SERVICE DOGS, INC 1590 LAUREL PARK COURT ORANGE CITY, FL 32763	NONE	PUBLIC	GENERAL SUPPORT	2,000.
SEMINOLE COUNTY LEGAL AID SOCIETY 101 WEST PALMETTO AVE LONGWOOD, FL 32750	NONE	PUBLIC	GENERAL SUPPORT	5,000.
SERTOMA CLUB OF THE VILLAGES P.O. BOX 2077 LADY LAKE, FL 32158	NONE	PUBLIC	GENERAL SUPPORT	1,500.
ST JUDES CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC	GENERAL SUPPORT	500.
POLK EDUC. F.--TAKE STOCK IN CHILDREN 1530 SHUMATE DRIVE BARTOW, FL 33830	NONE	PUBLIC	GENERAL SUPPORT	2,000.
UNITED NEGRO COLLEGE FUND 1080 WOODCOCK ROAD, SUITE 280 ORLANDO, FL 32803	NONE	PUBLIC	GENERAL SUPPORT	1,000.
Y NOT MINISTRIES P.O. BOX 530486 ST PETERSBURG, FL 33747	NONE	PUBLIC	GENERAL SUPPORT	1,000.
JUVENILE DIABETES RESEARCH FUND 370 CENTER POINTE CIRCLE ALTAMONTE SPRINGS, FL 32701	NONE	PUBLIC	GENERAL SUPPORT	1,000.
TOTAL				\$ 401,000.

Harper Family Charitable Foundation
Form 990PF-6/30/11 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
Line 10a		
4,333	Eaton Vance Insured Municipal Bond Fund	53,295.90
20,000	Miami-Dade Cnty FI 5.25% 10-1-2011	20,075.40
	Total	73,371.30
Line 10b		
2,385	AT&T Inc	74,912.85
500	Bank of Amerca Corp	5,480.00
1,500	Nextera Energy Inc	86,190.00
865	Progress Energy Inc	41,528.65
5,300	Putnam Premier Income Tr SBI	34,715.00
700	Southern Company	28,266.00
	Total	271,092.50
Line 10c		
2000	BAC Capital 6.25% 3-29-55	47,320.00
1,552	Cash Balance	1,552.72
800	CORTS Trust 6.000% 2-15-34	18,760.00
274	FPC Capital I 7.1% 5-15-39	7,019.88
1000	GE Capital Notes 5.85% 12-18-33	25,150.00
50,000	GMAC 7% 10-15-2011	50,563.00
0	Cash	0.01
10,272	Bond Fund of America	126,548.41
31,389	T. Rowe Price Short Term BD Fund	152,550.06
2,757	Fidelity GNMA Fund	32,170.96
13,074	FIMM Money Market Port Inst	13,073.77
29	Fidelity Cash Reserves	28.64
6,849	Fidelity Short Term Bond Fund	58,289.07
7,888	Fidelity Total Bond Fund	85,816.44
8,315	Vanguard Inter-Term Inv. Grade Fund	82,571.92
2,931	Vanguard Short-Term Inv. Grade Fund	31,506.69
11,705	Vanguard Total Bond Market Index Fund Adm Shs	125,126.32
	Total	858,047.89
Line 10c		
	Mortgage Note Receivable-Darlin	\$112,212.07
	Mortgage Note Receivable-Henns	708,951.85
	Mortgage Note Receivable-Veigle	1,793,581.00
	Mortgage Note Receivable-Quinn	100,000.00
	Mortgage Note Receivable-Sunrise	210,000.00
	Total	2,924,744.92

Harper Family Charitable Foundation
Form 990PF-6/30/11 EIN # 02-0685568
Supporting Schedule-Part II-Balance Sheet

Quantity	Description	Value
<u>Line 13</u>		
467	Cohen & Steers Total Return Reality Fund Inc	6,472.62
2,216	Eaton Vance Prime Rt Res Shares of Beneficl Interest	24,238.40
9,689	EV Classic SR Fltg Rt Fund SHS of Benefical Interest	105,803.22
17,589	Sentinel Small Company Fund	155,658.62
21,813	Goldman Sachs Finl SQ	21,812.61
7,033	Janus Perkins Mid Cap Value	166,760.87
5,692	Managers Funds Bond Fund	149,539.61
1,544	Cohen & Syeers Realty Income Fund	99,232.21
3,272	Euro Pac Growth Fund	140,711.47
3,815	Pioneer Fund Inc SHS	163,157.32
3,805	T. Rowe Price Blue Chip Growth Fund	154,521.49
9,620	Aim Invesco Van Kampen Comstock Fund	158,922.64
1,633	Fidelity Capital & Income	15,686.32
465	Fidelity Select Gold	21,744.72
3,456	Merger Fund	56,123.50
3,173	Strategic Advisers Emerging Market Fund	33,538.34
5,103	Strategic Advisers US Oppty Fund	53,176.59
23,550	Strategic Advisers International Fund	220,895.67
4,583	Strategic Advisers Small Mid-Cap Fund	54,765.83
7,724	Strategic Advisers Income Opportunities Fund	76,780.93
25,872	Strategic Advisers Core Income Fund	272,170.79
1,989	Pimco Commodity Real Ret Strat Admin Fund	17,182.16
4,747	Pimco Short Term Adminstrative Shs	46,995.99
6,857	Pimco Total Return Admin. Shs	75,358.95
13,225	Strategic Advisers Core Fund	156,710.57
9,943	Strategic Advisers Growth Fund	124,183.17
9,645	Strategic Advisers Value Fund	137,928.02
2,202	Templeton Global Bond Class A	30,617.12
980	Vanguard Explorer Fund	72,946.66
3,652	Vanguard Strategic Equity Fund	74,765.26
14,645	Vanguard Total International Stock Index Fund	400,403.10
14,214	Vanguard Total Stock Market Index Fund	473,193.58
3,285	Vanguard U.S. Growth Fund	166,265.64
3,441	Vanguard Windsor II Fund	165,857.79
Total		<u>4,094,121.78</u>

Harper Family Charitable Foundation
Form 990PF-6/30/11 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
422	Fidelity Dividend Growth Fund	P	Various	10/5/2010	10,554.94	10,012.24	542.70
398	Fidelity Investment Grade Bond Fund	P	3/2/2011	3/2/2011	2,210.63	2,160.77	49.86
51	Goldman Sachs Large Cap Value Instl	P	12/9/2009	11/12/2010	578.29	713.35	-135.06
346	Lazard Emerging Market Open Class	P	Various	10/13/2010	7,669.59	5,732.41	1,937.18
2	Marsico Focus Fund	P	12/18/2009	10/5/2010	29.73	33.63	-3.90
6	Master's Select International Inv	P	12/30/2009	10/13/2010	86.32	69.58	16.74
6817	MFS International Value Fund	P	12/17/2009	10/13/2010	163.88	141.76	22.12
18	MFS Research International Fund	P	12/10/2009	10/13/2010	266.71	223.63	43.08
582	Morgan Stanley Mid Cap Growth Portfolio	P	Various	12/14/2010	28,180.52	21,559.27	6,621.25
2	Perkins Mid Cap Value Fund	P	12/18/2009	12/14/2010	39.00	33.93	5.07
60	Pimco Commodity Real Return Admin. Shs	P	9/16/2010	4/6/2011	577.00	589.40	-12.40
7	Selected American Shares CL S	P	12/1/2009	10/5/2010	253.14	189.70	63.44
380	Strategic Advisors Core Fund	P	1/20/2010	11/12/2010	4,100.00	3,807.41	292.59
377	Strategic Advisors Emerging Markets	P	10/13/2010	11/12/2010	3,900.00	3,900.00	0.00
100	Strategic Advisors Emerging Markets	P	10/13/2010	4/6/2011	1,088.00	1,037.24	50.76
831	Strategic Advisors Value Fund	P	1/20/2010	12/14/2010	11,100.00	10,480.85	619.15
252	T. Rowe Price High Yield Advisor	P	4/29/2011	5/11/2011	1,761.08	1,699.17	61.91
					72,558.83	62,384.34	10,174.49

Harper Family Charitable Foundation
Form 990PF-6/30/11 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
23	Equity Fund Instl CL	P	12/31/2008	2/18/2011	428.23	276.25	151.98
1,689	Equity Fund Instl CL	P	1/26/2009	2/18/2011	31,551.36	19,153.76	12,397.60
1869	Fidelity Capital & Income Fund	P	12/8/2006	10/13/2010	17,500.00	15,724.11	1,775.89
909	Fidelity Capital & Income Fund	P	5/31/2007	3/2/2011	8,900.00	7,681.82	1,218.18
76	Fidelity Capital & Income Fund	P	8/31/2007	4/6/2011	750.00	643.51	106.49
808	Fidelity Capital & Income Fund	P	10/31/2007	5/11/2011	8,000.00	6,836.37	1,163.63
86	Fidelity GNMA Fund	P	3/2/2011	4/6/2011	985.00	987.84	-2.84
7682	Fidelity Investment Grade Bond Fund	P	Various	10/5/2010	57,500.00	55,619.09	1,880.91
3863	Fidelity Investment Grade Bond Fund	P	7/31/2007	3/2/2011	28,624.17	27,978.69	645.48
19	Fidelity Select Gold Fund	P	3/4/2009	10/5/2010	1,000.00	652.49	347.51
14	Fidelity Select Gold Fund	P	3/4/2009	4/6/2011	761.00	511.76	249.24
519	Fidelity Short Term Bond Fund	P	9/12/2006	3/2/2011	4,400.00	4,469.03	-69.03
216	Fidelity Short Term Bond Fund	P	2/28/2011	4/6/2011	1,822.00	1,855.03	-33.03
27	Fidelity Total Bond Fund	P	Various	10/5/2010	300.00	276.51	23.49
247	Fidelity Total Bond Fund	P	6/30/2006	4/6/2011	2,653.00	2,544.21	108.79
7108	Forward Funds Small Cap	P	11/3/2008	2/18/2011	132,795.29	97,179.43	35,615.86
1959	Goldman Sachs Large Cap Value Instl	P	Various	10/5/2010	21,574.48	27,357.11	-5,782.63
722	Hartford Capital Appreciation Fund	P	Various	10/5/2010	23,104.30	26,207.20	-3,102.90
964	Hotchkis & Wiley Large Cap Value	P	Various	10/13/2010	14,629.71	21,050.67	-6,420.96
804	Lazard Emerging Market Open Class	P	Various	10/13/2010	17,798.36	13,329.65	4,468.71
195	Legg Mason CBA Large Cap Growth Fund	P	Various	8/3/2010	4,100.00	4,402.90	-302.90
276	Legg Mason CBA Large Cap Growth Fund	P	Various	10/5/2010	6,164.97	6,209.38	-44.41
2913	Mainstay Large Cap Growth Fund	P	Various	10/5/2010	18,200.00	12,450.75	5,749.25
2896	Mainstay Large Cap Growth Fund	P	Various	12/8/2010	19,712.43	12,384.05	7,328.38
653	Marsico Focus Fund	P	Various	10/5/2010	10,297.52	11,870.66	-1,573.14
1333	Master's Select International Inv	P	Various	10/13/2010	19,275.56	15,707.47	3,568.09
93	Merger Fund	P	12/8/2006	4/6/2011	1,499.00	1,426.78	72.22
751	MFS International Value Fund	P	Various	10/13/2010	17,870.69	15,612.52	2,258.17
1257	MFS Research International Fund	P	Various	10/13/2010	18,396.76	15,625.28	2,771.48
705	Perkins Mid Cap Value Fund	P	Various	10/5/2010	15,268.75	13,716.08	1,552.67
133	Pimco Commodity Real Return Admin. Shs	P	Various	10/5/2010	1,100.00	1,334.64	-234.64
1294	Pimco Short Term Admin. Shs	P	7/31/2009	3/2/2011	12,800.00	12,761.18	38.82
150	Pimco Short Term Admin. Shs	P	5/31/2007	4/6/2011	1,481.00	1,475.02	5.98
2314	Pimco Total Return Admin. Shs	P	Various	11/12/2010	26,800.00	24,346.80	2,453.20
227	Pimco Total Term Admin. Shs	P	12/8/2006	4/6/2011	2,472.00	2,394.82	77.18
371	Pimco Total Term Admin. Shs	P	12/13/2006	5/11/2011	4,100.00	3,918.03	181.97
1580	Royce Pennsylvania Fund	P	3/4/2009	12/14/2010	17,330.04	8,466.11	8,863.93
800	Saturn Goldman Sachs 5.625% 2/15/33	P	8/31/2005	11/4/2010	20,000.00	19,172.62	827.38
375	Selected American Shares CL S	P	Various	10/5/2010	14,169.53	10,822.20	3,347.33

Harper Family Charitable Foundation
Form 990PF-6/30/11 EIN # 02-0685568
Supporting Schedule-Part IV Capital Gains and Losses

Quantity	Description	How Acquired	Date Acquired	Date Sold	Sales Price	Basis	Gain or Loss
776	Strategic Advisers Core Income Fund	P	10/24/2007	4/6/2011	8,145.99	8,037.38	108.61
258	Strategic Advisers Income Oppty Fund	P	10/24/2007	10/5/2010	2,500.00	2,360.53	139.47
197	Strategic Advisers Income Oppty Fund	P	10/24/2007	4/6/2011	1,987.00	1,823.87	163.13
802	Strategic Advisers Small-Mid Cap Fund	P	11/13/2008	3/2/2011	9,500.00	7,229.31	2,270.69
142	Strategic Advisers Small-Mid Cap Fund	P	11/13/2008	4/6/2011	1,761.00	1,281.64	479.36
55	Strategic Advisers US Oppty Fund	P	3/17/2008	10/5/2010	500.00	460.49	39.51
170	Strategic Advisers US Oppty Fund	P	3/17/2008	4/6/2011	1,811.00	1,431.08	379.92
350	Strategic Advisers US Oppty Fund	P	3/17/2008	5/11/2011	3,700.00	2,944.61	755.39
566	Strategic Advisers Core Fund	P	1/20/2010	3/2/2011	6,700.00	5,777.61	922.39
416	Strategic Advisers Core Fund	P	1/20/2010	4/6/2011	5,021.00	4,250.78	770.22
314	Strategic Advisers Growth Fund	P	6/24/2010	4/6/2011	3,926.00	3,331.91	594.09
621	Strategic Advisers International Fund	P	3/4/2009	3/2/2011	5,800.00	5,135.55	664.45
736	Strategic Advisers International Fund	P	1/31/2008	4/6/2011	6,923.00	6,090.76	832.24
475	Strategic Advisers Value Fund	P	1/20/2010	3/2/2011	6,700.00	5,992.49	707.51
303	Strategic Advisers Value Fund	P	1/20/2010	4/6/2011	4,395.00	3,822.53	572.47
252	T. Rowe Price High Yield Advisor	P	Various	10/5/2010	1,700.00	1,700.00	0.00
1126	T. Rowe Price High Yield Advisor	P	12/29/2006	3/2/2011	7,800.00	7,586.15	213.85
72	T. Rowe Price High Yield Advisor	P	5/31/2007	4/6/2011	496.00	482.40	13.60
2030	T. Rowe Price High Yield Advisor	P	5/31/2007	5/11/2011	14,191.57	13,692.68	498.89
15	Templeton Global Bond Class A	P	6/2/2009	10/5/2010	200.00	173.84	26.16
68	Templeton Global Bond Class A	P	6/2/2009	4/6/2011	953.00	822.24	130.76
397	Vanguard Explorer Fund	P	Various	1/13/2011	27,705.00	24,725.30	2,979.70
195	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	7/26/2010	2,097.95	2,008.31	89.64
203	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	10/25/2010	2,215.42	2,098.30	117.12
215	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	1/31/2011	2,321.91	2,218.72	103.19
210	Vanguard Short-Term Investment-Grade Fund	P	6/23/2006	4/25/2011	2,260.85	2,169.13	91.72
1039	Vanguard Strategic Equity Fund	P	Various	1/13/2011	19,422.00	20,070.33	-648.33
1884	Vanguard Total Stock Market Index Fund	P	Various	1/13/2011	60,781.00	54,636.03	6,144.97
393	Vanguard US Growth Fund	P	Various	1/13/2011	19,046.00	16,594.16	2,451.84
154	Vanguard Windsor II Fund	P	Various	1/13/2011	7,197.00	7,983.56	-786.56
145	Westport Select Cap Class R	P	Various	10/5/2010	3,200.00	3,543.32	-343.32
566	Westport Select Cap Class R	P	5/31/2007	1/4/2011	14,010.36	13,848.50	161.86
					861,083.20	758,755.33	102,327.87