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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 **JUL 1, 2010**, and ending **JUN 30, 2011**

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 <b>ASHTON FAMILY FOUNDATION C/O THE ASHTON COMPANY</b>		A Employer identification number <b>20-0403774</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>2727 S. COUNTRY CLUB ROAD</b>	Room/suite	B Telephone number <b>(520) 624-5500</b>
City or town, state, and ZIP code <b>TUCSON, AZ 85713</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,097,950.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		14,825.	14,825.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		33,476.			
b Gross sales price for all assets on line 6a <b>250,083.</b>					
7 Capital gain net income (from Part IV, line 2)			33,476.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		47,257.	47,257.		STATEMENT 2
12 Total. Add lines 1 through 11		95,558.	95,558.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		1,275.	638.		637.
c Other professional fees STMT 4		3,668.	3,668.		0.
17 Interest					
18 Taxes STMT 5		709.	709.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		35.	35.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		5,687.	5,050.		637.
25 Contributions, gifts, grants paid		51,250.			51,250.
26 Total expenses and disbursements. Add lines 24 and 25		56,937.	5,050.		51,887.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		38,621.			
b Net investment income (if negative, enter -0-)			90,508.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	42,798.	28,262.	28,262.
	2 Savings and temporary cash investments	16,295.	3,313.	3,313.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 628,486.			
	Less: allowance for doubtful accounts ▶ 0.	519,936.	628,486.	628,486.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	444,614.	402,203.	437,889.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,023,643.	1,062,264.	1,097,950.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	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	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,023,643.	1,062,264.		
30 Total net assets or fund balances	1,023,643.	1,062,264.		
31 Total liabilities and net assets/fund balances	1,023,643.	1,062,264.		

**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	1,023,643.
2 Enter amount from Part I, line 27a	2	38,621.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,062,264.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,062,264.

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**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.)
<b>1a</b>			
<b>b</b> SEE ATTACHED STATEMENTS			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 250,083.		216,607.	33,476.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			33,476.

<b>2</b> 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	33,476.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year; see 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))
2009	47,214.	1,049,215.	.044999
2008	53,470.	967,258.	.055280
2007	51,819.	1,100,378.	.047092
2006	52,374.	1,093,504.	.047896
2005	44,011.	1,051,126.	.041870

<b>2</b> Total of line 1, column (d)	2	.237137
<b>3</b> 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	.047427
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,047,593.
<b>5</b> Multiply line 4 by line 3	5	49,684.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	905.
<b>7</b> Add lines 5 and 6	7	50,589.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	51,887.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	905.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	905.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	905.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	480.	
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	480.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	4.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	429.	
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 2011 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
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. <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.		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
4a 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?		
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, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> AZ		
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

N/A

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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 ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>THE ASHTON COMPANY</b> Telephone no. ► <b>(520) 624-5500</b> Located at ► <b>2727 S. COUNTRY CLUB RD, TUCSON, AZ</b> ZIP+4 ► <b>85713</b>			
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 ► <b>15</b> <b>N/A</b>			
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? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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 2010?		1c
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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?		4b

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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)? ☐ 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)?

N/A  
► ☐

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CINDY ASHTON 2727 S. COUNTRY CLUB RD TUCSON, AZ 85713	PRESIDENT 1.00	0.	0.	0.
LAWRENCE ASHTON 2727 S. COUNTRY CLUB RD TUCSON, AZ 85713	VICE PRESIDENT 1.00	0.	0.	0.
HAROLD ASHTON 2727 S. COUNTRY CLUB RD TUCSON, AZ 85713	SECRETARY/TREASURER 1.00	0.	0.	0.

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

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

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

0

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

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

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

0

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1	N/A	

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

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

Amount

1	N/A	

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	973,826.
b	Average of monthly cash balances	1b	89,720.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,063,546.
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	1,063,546.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,953.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,047,593.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	52,380.

**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	52,380.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	905.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	905.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,475.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	51,475.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	51,475.

**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	51,887.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	51,887.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	905.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	50,982.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				51,475.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			50,941.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 51,887.				
<b>a</b> Applied to 2009, but not more than line 2a			50,941.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				946.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				50,529.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010				

1 a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b

Check box to indicate whether the foundation is a private operating foundation described in section

☐

4942(j)(3) or

☐

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

SEE STATEMENT 8

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

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

[illegible]

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

☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

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

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

**PRESIDENT**

Title

Print/Type preparer's name

Preparer's signature.

Date

Check ☐  
self-employed

PTIN
------

BRITTON D. SIMMONS,  
CPA/PFS, AEP, CFP

*A. H. H. H.*

9/29/11

Firm's name ► REGIER CARR & MONROE, L.L.P.

Firm's EIN ▶

Firm's address ► 4801 E BROADWAY BLVD, STE 501  
TUCSON, AZ 85711-3648

Phone no. 520 624-8229

Form **990-PF** (2010)

**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	AMERICAN FD GROWTH FD	P	10/27/08	06/28/11
b	AMERICAN FD GROWTH FD	P	10/27/08	08/26/10
c	AMERICAN FD INV CO	P	10/27/08	08/26/10
d	AMERICAN FD INV CO	P	10/27/08	06/28/11
e	DFA EMERGING MKT	P	03/06/08	08/26/10
f	DFA US LARGE CAP VALUE	P	01/28/05	08/26/10
g	DFA US TARGETED VALUE	P	06/08/09	08/26/10
h	PIMCO TOTAL RETURN FD	P	06/08/09	08/26/10
i	PIMCO TOTAL RETURN FD	P	10/14/09	06/28/11
j	PIMCO GLOBAL MULTI	P	06/08/09	06/28/11
k	PIMCO LOW DURATION	P	06/21/10	06/28/11
l	PIMCO REAL RETURN FD	P	10/14/09	06/28/11
m	AMERICAN FD EUROPACIFIC GROWTH FD	P	10/27/08	02/03/11
n	DFA INTERNATIONAL VALUE PORTFOLIO	P	VARIOUS	02/03/11
o	PIMCO COMMODITY REAL RETURN	P	10/16/09	02/03/11

(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 26,349.		17,286.	9,063.
b 10,900.		8,644.	2,256.
c 10,200.		8,639.	1,561.
d 25,657.		18,489.	7,168.
e 8,200.		8,516.	-316.
f 9,100.		9,998.	-898.
g 8,800.		7,467.	1,333.
h 47,900.		44,520.	3,380.
i 24,100.		23,531.	569.
j 8,600.		7,470.	1,130.
k 22,018.		22,037.	-19.
l 11,600.		10,853.	747.
m 6,500.		4,092.	2,408.
n 8,000.		8,126.	-126.
o 11,800.		10,031.	1,769.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			9,063.
b			2,256.
c			1,561.
d			7,168.
e			-316.
f			-898.
g			1,333.
h			3,380.
i			569.
j			1,130.
k			-19.
l			747.
m			2,408.
n			-126.
o			1,769.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**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	ROYCE PREMIER FD	P	03/06/08	02/03/11
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 8,500.		6,908.	1,592.
b 1,859.			1,859.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,592.
b			1,859.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	33,476.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHWAB	16,684.	1,859.	14,825.
TOTAL TO FM 990-PF, PART I, LN 4	16,684.	1,859.	14,825.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME-BRITT	708.	708.	
INTEREST INCOME-CHARLES WAHL	2,985.	2,985.	
INTEREST INCOME-DANNY ANELLI	4,636.	4,636.	
INTEREST INCOME-KLASSEN	6,877.	6,877.	
INTEREST INCOME-SMITHGALL	2,528.	2,528.	
INTEREST INCOME-PEARSON	9,411.	9,411.	
INTEREST INCOME-RAD	2,655.	2,655.	
INTEREST INCOME-JOHNSON	3,496.	3,496.	
INTEREST INCOME-BISHOP	1,170.	1,170.	
INTEREST INCOME-GERMAN	1,955.	1,955.	
INTEREST INCOME-MANN	3,906.	3,906.	
INTEREST INCOME-REED	1,510.	1,510.	
INTEREST INCOME-PAUL	1,405.	1,405.	
INTEREST INCOME-WORKMAN	914.	914.	
INTEREST INCOME-UNGER	3,101.	3,101.	
TOTAL TO FORM 990-PF, PART I, LINE 11	47,257.	47,257.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGIER CARR & MONROE, L.L.P.	1,275.	638.		637.
TOTAL TO FORM 990-PF, PG 1, LN 16B	1,275.	638.		637.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHWAB INVESTMENT FEES	3,668.	3,668.		0.
TO FORM 990-PF, PG 1, LN 16C	3,668.	3,668.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX EXPENSE	709.	709.		0.
TO FORM 990-PF, PG 1, LN 18	709.	709.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS FEES	35.	35.		0.
TO FORM 990-PF, PG 1, LN 23	35.	35.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHWAB	402,203.	437,889.
TOTAL TO FORM 990-PF, PART II, LINE 10B	402,203.	437,889.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

INDY ASHTON, PRESIDENT  
727 S. COUNTRY CLUB RD.  
UCSON, AZ 85713

TELEPHONE NUMBER

520-624-5500

FORM AND CONTENT OF APPLICATIONS

NO PRESCRIBED FORM, APPLICANTS MUST FURNISH EVIDENCE OF SECTION 501(C)(3)  
STATUS

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

N/A

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
L RIO FOUNDATION 39 W. CONGRESS TUCSON, AZ 5745	NONE UNRESTRICTED GENERAL FUNDING	PRIVATE FOUNDATION	5,000.
RIENDS OF SABINO CANYON 022 PO BOX TUCSON, AZ 85702	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	2,000.
RUCHTHENDLER PTA 470 E CLOUD RD TUCSON, AZ 5750	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC SCHOOL	1,000.
LANDMAKER FOUNDATION 221 N ROSEMONT BOULEVARD TUCSON, AZ 85712	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	1,500.
OMEN SAZ RACE FOR CURE 574 E. BROADWAY BOULEVARD TUCSON, AZ 85711	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	3,000.
REID PARK ZOO SOCIETY 100 S. RANDOLPH WAY TUCSON, AZ 85716	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	5,000.
SALPOINTE CATHOLIC HIGH SCHOOL 545 EAST COPPER STREET TUCSON, AZ 85719-3199	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC SCHOOL	5,000.
ST LUKES HOME TUCSON 515 EAST ADAMS STREET TUCSON, AZ 85705-6741	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	3,000.

TEVEN M GOOTTER FOUNDATION O BOX 64583 TUCSON, AZ 5728-4583	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	1,000.
HE HUMANE SOCIETY 450 N KELVIN BLVD TUCSON, AZ 5716	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	5,000.
UCSON COMMUNITY FOOD BANK 003 S COUNTRY CLUB RD TUCSON, Z 85701	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	3,000.
MCA OF TUCSON 010 W. LIND STREET TUCSON, AZ 5705	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	2,000.
OUTH ON THEIR OWN 443 WEST PRINCE ROAD TUCSON, Z 85705	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	1,250.
RIZONA DAILY STAR SPORTMAN'S UND O BOX 16141 TUCSON, AZ 85732	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	1,000.
AF THEATHER 11 TANANA DRIVE FAIRBANKS, AK 9775	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	3,000.
MA FOUNDATION 208 E FORTLOWELL RD TUCSON, AZ 5716	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	3,000.
SAN MIGUEL HIGH SCHOOL 601 S SAN FERNANDO RD TUCSON, AZ 85756	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC SCHOOL	2,500.
ANGEL CHARITY FOR CHILDREN 930 N. SWAN RD TUCSON, AZ 5712	NONE UNRESTRICTED GENERAL FUNDING	PUBLIC CHARITY	2,500.

ASHTON, FAMILY FOUNDATION C/O THE ASHTON

20-0403774

A FOUNDATION

NONE

PUBLIC

1,500.

O BOX 210109 TUCSON, AZ 85721

UNRESTRICTED GENERAL  
FUNDING

CHARITY

OTAL TO FORM 990-PF, PART XV, LINE 3A

51,250.



\*G000027900206\*

**Charles SCHWAB**  
INSTITUTIONALSchwab One® Account of  
**ASHTON FAMILY FOUNDATION**Account Number  
**6256-3807**Statement Period  
**June 1-30, 2011**

Income Summary	This Period		Year to Date	
	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0.00	0.00	0.00	0.33
Cash Dividends	0.00	2,423.85	0.00	4,970.43
<b>Total Income</b>	<b>0.00</b>	<b>2,423.85</b>	<b>0.00</b>	<b>4,970.76</b>

**Investment Detail - Cash and Money Market Funds [Sweep]**

Cash	Market Value	% of Account Assets
Cash	352.86	<1%
<b>Total Cash</b>	<b>352.86</b>	<b>&lt;1%</b>

**Money Market Funds [Sweep]**

	Quantity	Market Price	Market Value	Current Yield	% of Account Assets
SCHWAB ADV CASH RESERVE: SWQXX	2,960.2700	1.0000	2,960.27	0.01%	<1%
<b>Total Money Market Funds [Sweep]</b>			<b>2,960.27</b>		<b>&lt;1%</b>

**Total Cash & Money Market [Sweep]**

<b>Total Cash &amp; Money Market [Sweep]</b>	<b>3,313.13</b>	<b>&lt;1%</b>
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**Investment Detail - Mutual Funds**

Bond Funds	Quantity	Market Price	Market Value	% of Account Assets
IMCO GLOBAL ADVANTAGE STRATEGY BD INST SYMBOL: PSAIX	3,150.5660	11.5500	36,389.04	8%

**Investment Detail - Mutual Funds (continued)**

Bond Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets
<b>PIMCO REAL RETURN FUND</b> INSTL CL SYMBOL: PRRX	1,023.7030	11.6700	11,946.61	3%
<b>PIMCO TOTAL RETURN FUND</b> INSTL CL SYMBOL: PTTRX	3,280.2950	10.9900	36,050.44	8%
<b>PIMCO UNCONSTRAINED BD</b> FD INST CL SYMBOL: PFIUX	3,258.0250	11.1000	36,164.08	8%
<b>Total Bond Funds</b>	<b>10,712.5890</b>		<b>120,550.17</b>	<b>27%</b>
<b>Equity Funds</b>	<b>Quantity</b>	<b>Market Price</b>	<b>Market Value</b>	<b>% of Account Assets</b>
<b>ABSOLUTE OPPTY FD INST</b> SHS SYMBOL: AOFX	3,097.0120	12.1100	37,504.82	9%
<b>AMERICAN FD EUROPACIFIC</b> GWTH FD F2 SYMBOL: AEPFX	444.3480	43.2500	19,218.05	4%
<b>DFA EMERGING MARKETS</b> CORE EQUITY PORTFOLIO SYMBOL: DFCEX	999.3560	22.1000	22,085.77	5%
<b>DFA INTL SMALL CAP VALUE</b> PORTFOLIO SYMBOL: DISVX	829.8750	17.6900	14,680.49	3%

Please see "Footnotes for Your Account" section for an explanation of the endnote codes and symbols in this statement

CT6J2301-002790 121402

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\*G000027900306\*

**Charles SCHWAB**  
INSTITUTIONAL

Schwab One® Account of  
**ASHTON FAMILY FOUNDATION**

Account Number  
**62556-3807**

Statement Period  
**June 1-30, 2011**

**Investment Detail - Mutual Funds (continued)**

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets
<b>FA INTL VALUE PORTFOLIO</b> YMBOL: DFIVX	955.4010 ✓	18.8900	18,047.52	4%
<b>FA U.S. LARGE CAP VALUE</b> PORTFOLIO YMBOL: DFLVX	1,811.8020 ✓	21.6800	39,279.87	9%
<b>FA US TARGETED VALUE</b> PORTFOLIO CL I YMBOL: DFFVX	1,107.6410 ✓	17.4500	19,328.34	4%
<b>IZARD CAP ALLOCATOR</b> ERIES OPPT STRAT PORT STL CL YMBOL: LCAIX	1,934.1970 ✓	10.2100	19,748.15	4%
<b>MCO ALL ASSET ALL</b> JTHORITY CL INST YMBOL: PAUIX	3,643.4150 ✓	10.8600	39,567.49	9%
<b>MCO COMMODITY REAL</b> ETURN STRAT CL INSTL YMBOL: PCRIX	1,356.3640 ✓	8.7400	11,854.62	3%
<b>MCO GLOBAL MULTI</b> SSET INST YMBOL: PGAIX	1,631.9980 ✓	12.0800	19,714.54	4%
<b>OYCE PREMIER FUND</b> IVESTMENT CL YMBOL: RYPRX	780.6000 ✓	22.1600	17,298.10	4%

ease see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement



### Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets
Schwab FUNDAMENTAL US LARGE CO INDEX SYMBOL: SFLNX	3,832.1540	10.1800	39,011.33	9%
<b>Total Equity Funds</b>	<b>22,424.1630</b>		<b>317,339.09</b>	<b>72%</b>
<b>Total Mutual Funds</b>	<b>33,136.7520</b>		<b>437,889.26</b>	<b>99%</b>

<b>Total Investment Detail</b>	<b>441,202.39</b>
<b>Total Account Value</b>	<b>441,202.39</b>

### Transaction Detail - Purchases & Sales

#### Bond Funds Activity

Settle Date	Trade Date	Transaction	Description	Quantity	Unit Price	Total Amount
36/28/11	06/27/11	Bought	PIMCO GLOBAL ADVANTAGE STRATEGY BD INST: PSAIX	3,150.5660	11.4900	(36,220.00)
36/28/11	06/27/11	Sold	PIMCO LOW DURATION FUND INSTL CL: PTLDX	(2,104.8780)	10.4700	22,018.07
36/28/11	06/27/11	Sold	PIMCO REAL RETURN FUND INSTL CL: PRRIX	(993.1620)	11.7000	11,600.00
36/28/11	06/27/11	Sold	PIMCO TOTAL RETURN FUND INSTL CL: PTTRX	(2,196.7210)	10.9800	24,100.00