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Form 990-PF

Return of Private Foundation

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

2011

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

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
Harrington Family Foundation

A Employer identification number

03-0461030

Number and street (or P O box number if mail is not delivered to street address)
708 NE Royal Ct

B Telephone number (see page 10 of the instructions)

(503) 235-4659

City or town, state, and ZIP code
Portland, OR 97232

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, col. (c), line 16) \$ 1,317,327

J Accounting method Cash Accrual
 Other (specify)
(Part I, column (d) must be on cash basis.)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	38,021			
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,052	6,052		
	4 Dividends and interest from securities.	44,485	44,485		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	130,810			
	b Gross sales price for all assets on line 6a 773,501				
	7 Capital gain net income (from Part IV, line 2)		130,810		
	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) (attach schedule)				
	11 Other income (attach schedule)	112,246			
	12 Total. Add lines 1 through 11	331,614	181,347		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	400			
	b Accounting fees (attach schedule)	1,370			
	c Other professional fees (attach schedule)	5,265	5,265		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,438	3,247		
	19 Depreciation (attach schedule) and depletion	77			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	168,416			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	178,966	8,512		0
	25 Contributions, gifts, grants paid.	51,250			51,250
	26 Total expenses and disbursements. Add lines 24 and 25	230,216	8,512		51,250
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	101,398			
	b Net investment income (if negative, enter -0-)		172,835		
	c Adjusted net income (if negative, enter -0-)				

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	48,326	70,091	70,091
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	1,116,264	1,195,974	1,247,236
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ► 4,634			
	Less accumulated depreciation (attach schedule) ► 4,634	77		
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,164,667	1,266,065	1,317,327
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ►			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ►			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,164,667	1,266,065	
30	Total net assets or fund balances (see page 17 of the instructions)	1,164,667	1,266,065	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,164,667	1,266,065	

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	1,164,667
2	Enter amount from Part I, line 27a	2	101,398
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,266,065
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,266,065

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.)
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1a See Additional Data Table

b

c

d

e

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
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a See Additional Data Table

b

c

d

e

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

(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
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a See Additional Data Table

b

c

d

e

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	130,810
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	6,987

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

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

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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	68,000	1,247,959	0 05449
2009	35,500	1,077,429	0 03295
2008	136,602	1,573,215	0 08683
2007	149,120	2,008,431	0 07425
2006	148,703	1,913,917	0 07770

2 Total of line 1, column (d).

2 0 32621

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 06524

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.

4 1,340,493

5 Multiply line 4 by line 3.

5 87,456

6 Enter 1% of net investment income (1% of Part I, line 27b).

6 1,728

7 Add lines 5 and 6.

7 89,184

8 Enter qualifying distributions from Part XII, line 4.

8 51,250

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	3,457
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2.		3	3,457
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,457
6	Credits/Payments			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,200	
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	2,200	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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 <input type="checkbox"/>	9	1,257	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		Yes	No
	<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> OR			
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? <i>If "No," attach explanation.</i>		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►www.harringtonfamilyfoundation.org	13	Yes	
14	The books are in care of ►Kevin W Keithley Located at ►715 SW Morrison Suite 700 Portland OR	Telephone no ►(503) 228-5585 ZIP +4 ►97205		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No	
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	□ 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	1b	No	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	No	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20____, 20____, 20____, 20____	2a		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	No	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____	2c		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	□ Yes	✓ No
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	No
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Emily Harrington 708 NE Royal Ct Portland, OR 97232	V President 5 00	0		
John N Harrington 708 NE Royal Ct Portland, OR 97232	Secretary 10 00	0		
Valerie J Harrington 708 NE Royal Ct Portland, OR 97232	Treasurer 10 00	0		
J Joseph Harrington 708 NE Royal Ct Portland, OR 97232	President 5 00	0		

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).
If none, enter "NONE."**

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"

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

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.

1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,288,140
b	Average of monthly cash balances.	1b	72,767
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,360,907
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	
3	Subtract line 2 from line 1d.	3	1,360,907
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	20,414
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,340,493
6	Minimum investment return. Enter 5% of line 5.	6	67,025

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	67,025
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,457
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,457
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	63,568
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	63,568
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	63,568

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	51,250
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	51,250
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	6	51,250
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				63,568
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.	56,675			
b From 2007.	50,283			
c From 2008.	58,137			
d From 2009.				
e From 2010.	7,734			
f Total of lines 3a through e.	172,829			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ _____ 51,250				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				51,250
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	12,318			12,318
6 Enter the net total of each column as indicated below:	160,511			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	44,357			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	116,154			
10 Analysis of line 9				
a Excess from 2007.	50,283			
b Excess from 2008.	58,137			
c Excess from 2009.				
d Excess from 2010.	7,734			
e Excess from 2011.				

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

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**

1 Information Regarding Foundation Managers

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

J Joseph Harrington

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

Harrington Family Foundation
2000 NE 42nd Ave PMB 336
Portland, OR 97213
(503) 235-4659

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

Grant application, submission guidelines and the application process are available on the Harrington Family Foundation website at www.harringtonfamilyfoundation.org

c Any submission deadlines

Last business day of February and August

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

The Harrington Family Foundation awards grants to non-profit organizations providing health, education and social services for children within the State of Oregon. Applicants must be a tax-exempt charitable entity as described in Internal Revenue Code Section 501(c)(3).

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	51,250
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	6,052	
4 Dividends and interest from securities.	.. .			14	44,485	
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				18	130,810	
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).	.. .				181,347	-25,923
13 Total. Add line 12, columns (b), (d), and (e).				13	155,424

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization or

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization.
- (2) Purchases of assets from a noncharitable exempt organization.
- (3) Rental of facilities, equipment, or other assets.
- (4) Reimbursement arrangements.
- (5) Loans or loan guarantees.
- (6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

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
<p>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.</p>		
<p>***** Signature of officer or trustee</p>	<p>2012-05-14 Date</p>	<p>***** Title</p>
<p>Sign Here Paid Preparer's Use Only</p>	<p>Preparer's Signature Kevin W Keithley</p>	<p>Date Check if self-employed <input checked="" type="checkbox"/></p>
	<p>Firm's name Kevin W Keithley CPA PC</p>	<p>Firm's EIN <input type="checkbox"/></p>
	<p>715 SW Morrison Ste 700</p>	
	<p>Firm's address Portland, OR 97205</p>	<p>Phone no (503) 228-5585</p>

May the IRS discuss this return with the preparer shown above? See Instructions Yes No

2011

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

Name of organization
Harrington Family Foundation**Employer identification number**

0 3-0461030

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule—**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33^{1/3}% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
 Harrington Family Foundation
Employer identification number

03-0461030

Part I Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
2	<u>Northwest Industrial Services Inc</u> <u>5837 NW Cornelius Pass Road</u> <u>Hillsboro, OR 97124</u>	\$ <u>6,500</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
1	<u>John J Harrington</u> <u>708 NE Royal Ct</u> <u>Portland, OR 97232</u>	\$ <u>26,806</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution)</small>

Name of organization
Harrington Family Foundation

Employer identification number

03-0461030

Part III <i>Exclusivel/y religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry) For organizations completing Part III, enter the total of exclusivel/y religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$ Use duplicate copies of Part III if additional space is needed</i>			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<hr/> <hr/> <hr/>			
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
<hr/> <hr/>		<hr/> <hr/>	

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 03-0461030
Name: Harrington Family Foundation

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
57 702 Templeton Global Bond Fund	P	2010-07-16	2011-07-26
11,769 101 Templeton Global Bond Fund	P	2010-06-25	2011-07-26
736 626 Templeton Global Bond Fund	P	2010-08-19	2011-07-26
1,835 536 Templeton Global Bond Fund	P	2010-06-25	2011-03-02
Charles Schwab - See Statement	P	2010-01-01	2011-12-31
Charles Schwab - See Statement	P	2011-01-01	2011-12-31
700 S&P Europe 350	P	2009-08-12	2011-07-26
4,644 Claymore Secs	P	2009-07-28	2011-07-25
400 iShares TR EAFE Index	P	2009-07-28	2011-03-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
811		767	44
165,474		156,478	8,996
10,357		9,794	563
25,000		24,389	611
285,708		190,437	95,271
172,116		166,303	5,813
28,816		24,921	3,895
61,009		49,953	11,056
24,210		19,649	4,561

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			44
			8,996
			563
			611
			95,271
			5,813
			3,895
			11,056
			4,561

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Start Making A Reader Today 101 SW Market Street Portland, OR 97201	None	Public	Charitable	2,500
Boys and Girls Club PO Box 820127 Portland, OR 97282	None	Public	Charitable	5,000
Fanconi Anemia Research Fund 1801 Willamette Street Suite 200 Portland, OR 97401	None	Public	Charitable	500
Shriner's Hospital 3101 SW Sam Jackson Park Road Portland, OR 97239	None	Public	Charitable	1,250
Stand For Children 1732 NW Quimby St St 200 Portland, OR 97209	None	Public	Charitable	2,500
Providence Child Center Foundation 830 NE 47th Avenue Portland, OR 97213	None	Public	Charitable	2,500
Central Catholic High School 2401 SE Stark Street Portland, OR 97214	None	Public	Charitable	37,000
Total				51,250

TY 2011 Accounting Fees Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Kevin W Keithley, CPA, PC	1,370	0	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Office Furniture	2004-07-01	1,725	1,648	57	4 46 %	77			

TY 2011 Investments Corporate Stock Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Umpqua Inv 5670-1370 - Detail on Request	385,408	387,794
Umpqua Inv 3105-5762 - Detail on Request	229,194	206,224
Umpqua Inv 1081-9046 - Detail on Request	54,364	66,762
Charles Schwab - Detail on Request	527,008	586,456

TY 2011 Land, Etc. Schedule**Name:** Harrington Family Foundation**EIN:** 03-0461030**Software ID:** 11000144**Software Version:** 2011v1.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Machinery and Equipment	4,634	4,634		

TY 2011 Legal Fees Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tonkon Torp	400	0	0	0

TY 2011 Other Expenses Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Website Expenses	3,047			
Special Event Expenses	138,169			
Postage and Delivery	119			
Post Office Box	165			
Office Supplies	227			
Meals & Entertainment	96			
Licenses and Fees	50			
Internet Domain Name	280			
Dues and Subscriptions	400			
Contract Labor	25,000			
Bank Fees	50			
Auto and Parking	813			

TY 2011 Other Income Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Income From Special Events	112,246		

TY 2011 Other Professional Fees Schedule

Name: Harrington Family Foundation**EIN:** 03-0461030**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Mgmt Expenses	5,265	5,265	0	0

TY 2011 Taxes Schedule

Name: Harrington Family Foundation

EIN: 03-0461030

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Oregon Department of Justice	191			
Foreign Taxes	456	456		
Federal Taxes	2,791	2,791		

Capital Gains - Charles Schwab - 2011

1/1/2011 through 12/31/2011

5/7/2012

Page 1

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
SHORT TERM							
Charles Schwab	Abbott Labs	53,000	8/25/2010	2/14/2011	2,407.87	2,613.90	-206.03
Charles Schwab	Coach Inc	50,000	3/2/2010	2/14/2011	2,850.19	1,829.89	1,020.30
Charles Schwab	Deere & Co	50,000	8/25/2010	2/14/2011	4,669.96	3,259.88	1,410.08
Charles Schwab	Hudson City Bancorp Inc	600,000	3/2/2010	2/14/2011	6,708.50	7,973.40	-1,264.90
Charles Schwab	ITT Corp	100,000	8/25/2010	2/14/2011	5,949.04	4,393.85	1,555.19
Charles Schwab	McGraw Hill Companies	175,000	3/2/2010	2/14/2011	6,485.88	5,961.73	524.15
Charles Schwab	Questar Corp	350,000	3/2/2010	2/14/2011	6,105.92	4,956.49	1,149.43
Charles Schwab	Sysco Corporation	200,000	3/2/2010	2/14/2011	5,585.34	5,815.40	-230.06
Charles Schwab	US Bancorp New	200,000	8/25/2010	2/14/2011	5,587.34	4,354.75	1,232.59
Charles Schwab	Caterpillar Inc	50,000	3/2/2010	3/2/2011	5,073.45	2,820.20	2,253.25
Charles Schwab	Centerpoint Energy	50,000	2/14/2011	3/2/2011	765.54	802.65	-37.11
Charles Schwab	Hewlett Packard Co	85,000	8/25/2010	3/2/2011	3,604.98	3,374.91	230.07
Charles Schwab	Intel Corp	100,000	2/14/2011	3/2/2011	2,154.41	2,151.99	2.42
Charles Schwab	Merck & Co Inc New	50,000	2/14/2011	3/2/2011	1,592.02	1,649.19	-57.17
Charles Schwab	Microchip Technology Inc	150,000	2/14/2011	3/2/2011	5,546.34	5,576.72	-30.38
Charles Schwab	Microsoft	50,000	3/2/2010	3/2/2011	1,336.02	1,426.50	-90.48
Charles Schwab	Olin	350,000	3/2/2010	3/2/2011	6,391.03	6,109.95	281.08
Charles Schwab	HSBC Holding PLC	200,000	2/14/2011	3/21/2011	9,938.44	11,638.75	-1,700.31
Charles Schwab	Hewlett Packard Co	165,000	8/25/2010	4/4/2011	6,813.85	6,551.29	262.56
Charles Schwab	Intel Corp	260,000	2/14/2011	4/4/2011	5,277.43	5,595.18	-317.75
Charles Schwab	DPL Inc	200,000	2/14/2011	4/29/2011	6,041.21	5,314.75	726.46
Charles Schwab	Tidewater Inc (Citizen)	100,000	6/23/2010	5/3/2011	5,699.92	4,303.80	1,396.12
Charles Schwab	Tidewater Inc (Citizen)	50,000	6/23/2010	5/6/2011	2,768.85	2,151.90	616.95
Charles Schwab	Tidewater Inc (Citizen)	80,000	2/14/2011	5/6/2011	4,430.17	4,411.42	18.75
Charles Schwab	Tidewater Inc (Citizen)	120,000	2/14/2011	6/13/2011	6,170.70	6,617.13	-446.43
Charles Schwab	Emerson Elec Co	190,000	2/14/2011	6/27/2011	10,203.40	11,546.60	-1,343.20
Charles Schwab	Aflac	200,000	3/2/2011	7/7/2011	9,451.25	9,928.61	-477.36
Charles Schwab	Lincare Holdings Inc	200,000	3/2/2011	8/3/2011	4,814.68	5,969.09	-1,174.41
Charles Schwab	Praxair Inc	50,000	8/25/2010	8/11/2011	4,747.22	4,414.45	332.77
Charles Schwab	Coach Inc	50,000	3/2/2011	9/9/2011	2,571.71	2,725.95	-154.24
Charles Schwab	Intel Corp	200,000	2/14/2011	9/15/2011	3,987.97	4,303.99	-316.02
Charles Schwab	Genuine Parts Co	90,000	2/14/2011	9/21/2011	4,695.26	4,794.59	-99.33
Charles Schwab	Microchip Technology Inc	150,000	2/14/2011	10/13/2011	4,990.92	5,576.72	-585.80
Charles Schwab	Microchip Technology Inc	20,000	4/4/2011	10/13/2011	665.46	763.84	-98.38
Charles Schwab	Weight Watchers Int'l Inc	70,000	9/9/2011	11/2/2011	5,279.58	4,034.67	1,244.91
Charles Schwab	Weight Watchers Int'l Inc	10,000	9/15/2011	11/2/2011	754.23	569.16	185.07

Capital Gains - Charles Schwab - 2011

1/1/2011 through 12/31/2011

Page 2

5/7/2012	Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
TOTAL SHORT TERM								
		LONG TERM						
Charles Schwab	Aflac	200.000	10/2/2009	2/14/2011	11,477.03	8,728.80	2,748.23	
Charles Schwab	Abbott Labs	47.000	5/26/2009	2/14/2011	2,135.29	2,044.88	90.41	
Charles Schwab	Alcon	3.000	10/1/2007	2/14/2011	491.25	427.20	64.05	
Charles Schwab	Alcon	7.000	10/11/2007	2/14/2011	1,146.26	1,017.03	129.23	
Charles Schwab	Alcon	3.000	2/7/2008	2/14/2011	491.25	431.68	59.57	
Charles Schwab	Alcon	2.000	10/6/2008	2/14/2011	327.50	325.04	2.46	
Charles Schwab	Alcon	6.000	11/4/2008	2/14/2011	982.51	536.70	445.81	
Charles Schwab	Alcon	1.000	12/24/2008	2/14/2011	163.75	88.03	75.72	
Charles Schwab	Alcon	15.000	3/6/2009	2/14/2011	2,456.27	1,186.66	1,269.61	
Charles Schwab	Alcon	14.000	3/9/2009	2/14/2011	2,292.52	1,170.96	1,121.56	
Charles Schwab	Allergan Inc	62.000	3/6/2009	2/14/2011	4,486.33	2,238.71	2,247.62	
Charles Schwab	Allergan Inc	29.000	3/9/2009	2/14/2011	2,098.45	1,091.55	1,006.90	
Charles Schwab	Amphenol Corp	46.000	3/6/2009	2/14/2011	2,622.29	1,106.25	1,516.04	
Charles Schwab	Amphenol Corp	27.000	3/9/2009	2/14/2011	1,539.17	691.32	847.85	
Charles Schwab	Analog Devices Inc	350.000	10/2/2009	2/14/2011	13,879.48	9,613.80	4,265.68	
Charles Schwab	Caterpillar Inc	100.000	10/2/2009	2/14/2011	9,966.96	5,174.80	4,792.16	
Charles Schwab	Coach Inc	125.000	10/24/2009	2/14/2011	7,125.47	4,129.50	2,995.97	
Charles Schwab	Hudson City Bancorp Inc	400.000	10/2/2009	2/14/2011	4,472.34	5,291.20	-818.86	
Charles Schwab	ITT Corp	80.000	3/6/2009	2/14/2011	4,759.23	2,783.27	1,975.96	
Charles Schwab	ITT Corp	41.000	3/9/2009	2/14/2011	2,439.10	1,443.57	995.53	
Charles Schwab	Illinois Tool Works Inc	80.000	3/6/2009	2/14/2011	4,369.47	2,220.57	2,148.90	
Charles Schwab	Illinois Tool Works Inc	40.000	3/9/2009	2/14/2011	2,184.73	1,151.98	1,032.75	
Charles Schwab	Intl Business Machines	4.000	10/22/2007	2/14/2011	658.04	466.97	191.07	
Charles Schwab	Intl Business Machines	15.000	11/13/2007	2/14/2011	2,467.67	1,691.11	776.56	
Charles Schwab	Intl Business Machines	16.000	12/24/2007	2/14/2011	2,632.18	1,716.36	915.82	
Charles Schwab	Intl Business Machines	19.000	6/16/2009	2/14/2011	3,125.71	2,998.81	1,026.90	
Charles Schwab	McDonalds	42.000	3/6/2009	2/14/2011	3,165.91	2,207.50	958.41	
Charles Schwab	McDonalds	22.000	3/9/2009	2/14/2011	1,658.33	1,178.42	479.91	
Charles Schwab	Medtronic	31.000	5/4/2009	2/14/2011	1,227.91	967.87	260.04	
Charles Schwab	Medtronic	29.000	5/11/2009	2/14/2011	1,148.69	928.59	220.10	
Charles Schwab	Parker Hannifin	89.000	3/6/2009	2/14/2011	8,097.93	2,774.83	5,323.10	
Charles Schwab	Parker Hannifin	46.000	3/9/2009	2/14/2011	4,185.44	1,456.34	2,729.10	
Charles Schwab	Schlumberger Ltd	91.000	3/6/2009	2/14/2011	7,985.66	3,260.47	4,725.19	
Charles Schwab	Schlumberger Ltd	41.000	3/9/2009	2/14/2011	3,597.94	1,622.35	1,975.59	
Charles Schwab	Stryker Corp	66.000	3/6/2009	2/14/2011	3,889.94	2,211.66	1,678.28	

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5/7/2012	Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
Charles Schwab	Stryker Corp		33,000	3/9/2009	2/14/2011	1,944.97	1,145.74	799.23
Charles Schwab	Varian Inc		94,000	3/6/2009	2/14/2011	6,418.09	2,764.49	3,653.60
Charles Schwab	Varian Inc		50,000	3/9/2009	2/14/2011	3,413.88	1,476.95	1,936.93
Charles Schwab	AT&T Corp		50,000	1/14/2008	3/2/2011	1,387.02	1,919.71	-532.69
Charles Schwab	Ameriprise Financial INC		50,000	10/2/2009	3/2/2011	3,177.98	1,615.90	1,562.09
Charles Schwab	Bank Montreal Quebec		50,000	10/2/2009	3/2/2011	3,153.99	2,493.80	660.19
Charles Schwab	Bristol-Myers Squibb		50,000	10/2/2009	3/2/2011	1,259.03	1,149.90	109.13
Charles Schwab	Capital One		100,000	10/2/2009	3/2/2011	5,074.75	3,568.80	1,515.95
Charles Schwab	Cheveron Corp		8,000	5/5/2008	3/2/2011	811.84	765.56	46.28
Charles Schwab	Cheveron Corp		15,000	8/11/2008	3/2/2011	1,522.19	1,244.09	278.10
Charles Schwab	Cheveron Corp		77,000	10/2/2009	3/2/2011	7,813.92	5,481.48	2,332.44
Charles Schwab	Diageo PLC Spsd ADr		15,000	11/6/2006	3/2/2011	1,158.14	1,123.62	34.52
Charles Schwab	Diageo PLC Spsd ADr		13,000	11/8/2006	3/2/2011	1,003.72	967.20	36.52
Charles Schwab	Diageo PLC Spsd ADr		18,000	6/3/2008	3/2/2011	1,389.77	1,415.32	-25.55
Charles Schwab	Diageo PLC Spsd ADr		4,000	6/9/2008	3/2/2011	308.84	310.26	-1.42
Charles Schwab	Du Pont		50,000	10/2/2009	3/2/2011	2,686.00	1,633.93	1,052.07
Charles Schwab	Hewlett Packard Co		37,000	9/29/2008	3/2/2011	1,569.23	1,734.49	-165.26
Charles Schwab	Hewlett Packard Co		28,000	11/3/2008	3/2/2011	1,187.52	1,002.93	184.59
Charles Schwab	Marathon Oil Corp		100,000	10/2/2009	3/2/2011	4,794.06	3,218.80	1,575.26
Charles Schwab	Mattel Inc		50,000	10/2/2009	3/2/2011	1,223.53	912.00	311.53
Charles Schwab	NYSE Euronext		250,000	10/2/2009	3/2/2011	9,228.87	7,221.50	2,007.37
Charles Schwab	TJX		125,000	10/2/2009	3/2/2011	6,177.14	4,619.75	1,557.39
Charles Schwab	Caterpillar Inc		60,000	3/2/2010	4/18/2011	6,437.00	3,384.24	3,052.76
Charles Schwab	Du Pont		190,000	10/2/2009	4/19/2011	10,286.04	6,208.92	4,077.12
Charles Schwab	Emerson Elec Co		87,000	3/6/2009	4/19/2011	4,969.21	2,210.64	2,758.57
Charles Schwab	Emerson Elec Co		3,000	3/9/2009	4/19/2011	171.35	79.97	91.38
Charles Schwab	Aflac		100,000	10/2/2009	6/6/2011	4,708.96	4,364.40	344.56
Charles Schwab	Aflac		70,000	3/2/2010	6/6/2011	3,296.27	3,420.69	-124.42
Charles Schwab	Marathon Oil Corp		150,000	10/2/2009	6/8/2011	7,775.26	4,828.20	2,947.06
Charles Schwab	Emerson Elec Co		40,000	3/9/2009	6/27/2011	2,148.09	1,066.29	1,081.80
Charles Schwab	Praxair Inc		60,000	3/6/2009	7/1/2011	6,340.51	3,323.40	3,017.11
Charles Schwab	Praxair Inc		20,000	3/9/2009	7/1/2011	2,113.50	1,149.29	964.21
Charles Schwab	Aflac		30,000	3/2/2010	7/7/2011	1,417.69	1,466.01	-48.32
Charles Schwab	ConocoPhillips		70,000	10/2/2009	7/20/2011	5,356.45	3,174.22	2,182.23
Charles Schwab	Du Pont		110,000	10/2/2009	7/27/2011	6,037.67	3,594.64	2,443.03
Charles Schwab	EnSCO PLC ADR		230,000	6/23/2010	8/3/2011	9,207.59	9,307.64	-100.05
Charles Schwab	Praxair Inc		10,000	3/9/2009	8/11/2011	949.44	574.65	374.79
Charles Schwab	Coach Inc		60,000	3/2/2010	9/9/2011	3,086.05	2,195.86	890.19

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L...
Charles Schwab	Capital One	25,000	10/2/2009	10/3/2011	1,044.58	889.70	154.88
Charles Schwab	Capital One	150,000	3/2/2010	10/3/2011	6,267.47	5,548.05	719.42
Charles Schwab	Ameriprise Financial INC	85,000	10/2/2009	11/9/2011	3,926.14	2,747.03	1,179.11
Charles Schwab	Ameriprise Financial INC	35,000	3/2/2010	11/9/2011	1,616.65	1,397.45	219.20
Charles Schwab	Dr Pepper Snapple Group	170,000	8/25/2010	11/22/2011	6,099.34	6,254.94	-155.60
TOTAL LONG TERM				285,707.75	190,437.23	95,270.52	
OVERALL TOTAL				457,823.83	356,740.52	101,083.31	