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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 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
ARMSTRONG-NICKOLL FAMILY FOUNDATION

A Employer identification number
13-4007198

Number and street (or P O box number if mail is not delivered to street address)
C/O UNTRACHT EARLY 325 COLUMBIA
TPKE NO 202

Room/suite

B Telephone number (see page 10 of the instructions)
(212) 254-3424

City or town, state, and ZIP code
FLORHAM PARK, NJ 07932

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 2,787,432

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

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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	214,000			
	2 Check <input 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.	203,746	203,746		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	39,725			
	b Gross sales price for all assets on line 6a _____ 3,176,334				
	7 Capital gain net income (from Part IV , line 2)		94,787		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	25,103	25,103	0	
	12 Total. Add lines 1 through 11	482,574	323,636	0	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,125	0	0	4,125
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	15,921	0	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	1,480	225	0	125
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	21,526	225	0	4,250
	25 Contributions, gifts, grants paid	169,070			169,070
	26 Total expenses and disbursements. Add lines 24 and 25	190,596	225	0	173,320
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	291,978			
	b Net investment income (if negative, enter -0-)		323,411		
	c Adjusted net income (if negative, enter -0-)			0	

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

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	631,890	711,470	711,470
	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)	94,823	472,625	328,040
	c	Investments—corporate bonds (attach schedule).	1,993,910	1,828,506	1,747,922
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,720,623	3,012,601	2,787,432

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	

Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	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	2,720,623	3,012,601	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,720,623	3,012,601	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,720,623	3,012,601	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	2,720,623
2	Enter amount from Part I, line 27a	2	291,978
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	3,012,601
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	3,012,601

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
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	94,787
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	266,476	2,506,579	0 106311
2009	247,767	1,231,106	0 201256
2008	54,278	1,734,728	0 031289
2007	165,551	2,238,943	0 073942
2006	89,785	1,858,434	0 048312

2	Total of line 1, column (d).	2	0 461110
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 092222
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,912,401
5	Multiply line 4 by line 3.	5	268,587
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,234
7	Add lines 5 and 6.	7	271,821
8	Enter qualifying distributions from Part XII, line 4.	8	173,320

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,468	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3		Add lines 1 and 2.		3	6,468	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	6,468	
6		Credits/Payments				
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	8,800		
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	8,800	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" 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		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,332	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	2,332	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of UNTRACHT EARLY Telephone no (973) 408-6700 Located at 325 COLUMBIA TPKE STE 202 FLORHAM PARK NJ ZIP +4 07932			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> 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? <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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BENJAMIN E NICKOLL C/O UNTRACHT EARLY 325 COLUMBIA TPKE STE 202 FLORHAM PARK, NJ 07932	TRUSTEE 2 00	0	0	0
CHRISTINE M ARMSTRONG C/O UNTRACHT EARLY 325 COLUMBIA TPKE STE 202 FLORHAM PARK, NY 07932	TRUSTEE 2 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

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

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,516,748
b	Average of monthly cash balances.	1b	440,004
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,956,752
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,956,752
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	44,351
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,912,401
6	Minimum investment return. Enter 5% of line 5.	6	145,620

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	145,620
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	6,468
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,468
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	139,152
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	139,152
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	139,152

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	173,320
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	173,320
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	173,320
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				139,152
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				282
b From 2007.				68,858
c From 2008.				
d From 2009.				188,544
e From 2010.				158,440
f Total of lines 3a through e.	416,124			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 173,320				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				139,152
e Remaining amount distributed out of corpus	34,168			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	450,292			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	282			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	450,010			
10 Analysis of line 9				
a Excess from 2007. . . .				68,858
b Excess from 2008. . . .				
c Excess from 2009. . . .				188,544
d Excess from 2010. . . .				158,440
e Excess from 2011. . . .				34,168

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part 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))

BENJAMIN E NICKOLL

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	169,070
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities.			14	203,746	
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.			14	25,103	
8 Gain or (loss) from sales of assets other than inventory			18	39,725	
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).		0		268,574	0
13 Total. Add line 12, columns (b), (d), and (e).			13	268,574	268,574

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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.			

[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

[illegible]

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				
	*****		2012-06-14	*****	
	Signature of officer or trustee		Date	Title	
	Paid Preparer's Use Only	Preparer's Signature ▶ DAVID S UNTRACHT	Date 2012-06-14	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00161568
		Firm's name ▶ UNTRACHT EARLY LLC 325 COLUMBIA TURNPIKE SUITE 202		Firm's EIN ▶ 22-3754856	
Firm's address ▶ FLORHAM PARK, NJ 07932		Phone no (973) 408-6700			

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

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div>	<div>OMB No 1545-0047</div>
		<div>2011</div>

<div>Name of organization</div> <div>ARMSTRONG-NICKOLL FAMILY FOUNDATION</div>	<div>Employer identification number</div> <div>13-4007198</div>
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Organization type (check one)

<div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div>	<div>Section:</div> <div><div><input type="checkbox"/> 501(c)() (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>
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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 33¹/₃% 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 ARMSTRONG-NICKOLL FAMILY FOUNDATION	Employer identification number 13-4007198
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Part I **Contributors** (see instructions) Use duplicate copies of Part III
 additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	BENJAMIN E NICKOLL C/O UNTRACHT EARLY 325 COLUMBIA TPK FLORHAM PARK, NJ 07932	\$ 214,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization ARMSTRONG-NICKOLL FAMILY FOUNDATION	Employer identification number 13-4007198
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Part III

Exclusively 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 *exclusively* 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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

Additional Data

Software ID:
Software Version:
EIN: 13-4007198
Name: ARMSTRONG-NICKOLL 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)
ADELPHIA RECOVERY TRUST - 1,000,000 000 SHS	P	2009-06-03	2011-01-28
AFRICAN MINERALS LIMITED - 179 000 SHS	P	2011-03-01	2011-06-08
AFRICAN MINERALS LIMITED - 588 000 SHS	P	2011-03-01	2011-06-16
AFRICAN MINERALS LIMITED - 83 000 SHS	P	2011-03-01	2011-06-17
AGRITERRA LTD - 1,929 000 SHS	P	2011-02-18	2011-12-13
AGRITERRA LTD - 81,193 000 SHS	P	2011-02-18	2011-12-12
AIR 2 US - 1,500,000 000 SHS	P	2011-11-16	2011-12-02
ATLAS AIR 2000-1 CLASS B - 1,143 200 SHS	P	2011-06-20	2011-11-04
ATLAS AIR 2000-1 CLASS B - 105 330 SHS	P	2011-06-20	2011-08-02
ATLAS AIR 2000-1 CLASS B - 106 130 SHS	P	2011-06-20	2011-09-07
ATLAS AIR 2000-1 CLASS B - 106 930 SHS	P	2011-06-20	2011-10-04
ATLAS AIR 2000-1 CLASS B - 2,232 020 SHS	P	2011-06-20	2011-12-05
ATLAS AIR 2000-1 CLASS B - 4,196 560 SHS	P	2011-06-20	2011-07-07
ATLAS AIR INC - 1,303 690 SHS	P	2010-10-26	2011-11-02
ATLAS AIR INC - 1,415 970 SHS	P	2010-07-16	2011-10-04
ATLAS AIR INC - 1,691 400 SHS	P	2010-10-26	2011-08-02
ATLAS AIR INC - 1,729 360 SHS	P	2010-07-16	2011-08-02
ATLAS AIR INC - 1,741 460 SHS	P	2010-07-16	2011-09-07
ATLAS AIR INC - 2,010 530 SHS	P	2010-10-26	2011-01-06
ATLAS AIR INC - 2,025 120 SHS	P	2010-10-26	2011-02-03
ATLAS AIR INC - 2,039 810 SHS	P	2010-10-26	2011-03-04
ATLAS AIR INC - 2,235 600 SHS	P	2010-07-16	2011-02-04
ATLAS AIR INC - 3,262 532 SHS	P	2011-08-02	2011-12-02
ATLAS AIR INC - 344 870 SHS	P	2010-10-26	2011-04-06
ATLAS AIR INC - 4,832 190 SHS	P	2010-07-16	2011-06-02
ATLAS AIR INC - 4,863 990 SHS	P	2010-07-16	2011-07-07
ATLAS AIR INC - 4,888 840 SHS	P	2011-08-02	2011-11-02
ATLAS AIR INC - 5,021 750 SHS	P	2010-07-16	2011-12-05
ATLAS AIR INC - 5,326 560 SHS	P	2010-07-16	2011-05-02
ATLAS AIR INC - 6,018 450 SHS	P	2010-07-16	2011-04-06

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)
ATLAS AIR INC - 6,054 350 SHS	P	2010-07-16	2011-03-02
ATLAS AIR INC - 8,092 460 SHS	P	2010-10-26	2011-09-02
ATLAS AIR INC - 8,151 170 SHS	P	2010-10-26	2011-10-03
ATLAS AIR INC - 870 008 SHS	P	2010-10-26	2011-12-02
ATLAS AIRING - 4,139 440 SHS	P	2010-07-16	2011-11-04
BANK OF AMERICA CORP - 50,000 000 SHS	P	2011-08-09	2011-10-07
BARCLAYS BANK PLC - 10,000 000 SHS	P	2011-01-13	2011-03-30
CITIGROUP INC - 12,500 000 SHS	P	2010-02-09	2011-03-30
CONTINENTAL AIRLINES INC - 2,373 940 SHS	P	2011-03-03	2011-07-05
COUNTRYWIDE HOME EQUITY LOAN TRUST - 413 950 SHS	P	2009-05-06	2011-07-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 496 050 SHS	P	2009-05-06	2011-03-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 517 610 SHS	P	2009-05-06	2011-12-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 522 270 SHS	P	2009-05-06	2011-09-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 524 160 SHS	P	2009-05-06	2011-10-17
COUNTRYWIDE HOME EQUITY LOAN TRUST - 526 240 SHS	P	2009-05-06	2011-11-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 552 680 SHS	P	2009-05-06	2011-08-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 569 260 SHS	P	2009-05-06	2011-06-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 607 770 SHS	P	2009-05-06	2011-05-16
COUNTRYWIDE HOME EQUITY LOAN TRUST - 635 950 SHS	P	2009-05-06	2011-02-15
COUNTRYWIDE HOME EQUITY LOAN TRUST - 741 600 SHS	P	2009-05-06	2011-01-18
COUNTRYWIDE HOME EQUITY LOAN TRUST - 773 200 SHS	P	2009-05-06	2011-04-15
DEVON ENERGY CORP - 83 000 SHS	P	2011-04-29	2011-06-10
EL POLLO LOCO INC - 50,000 000 SHS	P	2009-11-19	2011-07-15
EL POLLO LOCO INC - 775,000 000 SHS	P	2011-01-01	2011-07-15
ENERGY FUTURE EFIGH FINAN - 225,000 000 SHS	P	2011-01-01	2011-10-26
ENERGY FUTURE EFIGH FINAN - 50,000 000 SHS	P	2010-10-21	2011-10-26
ENERGY FUTURE EFIGH FINAN - 75,000 000 SHS	P	2011-03-17	2011-04-15
EOG RESOURCESINC - 66 000 SHS	P	2011-04-29	2011-11-10
GENERAL MOTORS CO - 1,750 000 SHS	P	2011-04-25	2011-06-10
GENERAL MOTORS CO - 17 000 SHS	P	2011-04-25	2011-06-03

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)
GENWORTH FINANCIAL INC - 50,000 000 SHS	P	2010-07-27	2011-04-14
GMAC MORTGAGE CORPORATION LOAN - 123,305 510 SHS	D	2008-12-15	2011-02-14
GMAC MORTGAGE CORPORATION LOAN - 8,182 590 SHS	D	2008-12-15	2011-03-02
GMAC MORTGAGE CORPORATION LOAN - 8,776 600 SHS	D	2008-12-15	2011-01-25
GOOGLE INC - 30 000 SHS	P	2010-11-17	2011-05-19
GOOGLE INC - 41 000 SHS	P	2011-02-01	2011-05-19
ING CAPITAL FUNDING TRUSTS III - 50,000 000 SHS	P	2010-09-14	2011-04-14
NEWPAGE CORP - 50,000 000 SHS	P	2011-02-11	2011-10-26
NEWPAGE CORPORATION - 313,000 000 SHS	P	2011-04-15	2011-10-26
NOBLE ENERGY INC - 79 000 SHS	P	2011-04-29	2011-06-10
PETROHAWK ENERGY CORP - 276 000 SHS	P	2011-04-29	2011-06-06
PETROQUEST ENERGYINC - 850 000 SHS	P	2011-04-29	2011-06-10
RANGE RESOURCES CORP - 133 000 SHS	P	2011-04-29	2011-06-10
REMY INTERNATIONAL INC - 2,500 000 SHS	P	2010-01-12	2011-02-01
REMY INTERNATIONAL INC - 2,500 000 SHS	P	2010-01-12	2011-02-01
REMY INTERNATIONAL INC - 5,000 000 SHS	P	2010-01-12	2011-02-02
SABLE MINING AFRICA LTD - 50,800 000 SHS	P	2010-12-22	2011-12-12
SOUTHWESTERN ENERGY CO - 171 000 SHS	P	2011-04-29	2011-06-06
US AIRWAYS PASS THRU TR - 18,756 238 SHS	P	2010-09-22	2011-07-20
US AIRWAYS PASS THRU TR - 2,800 932 SHS	P	2009-11-24	2011-07-20
US AIRWAYS PASS THRU TR - 29,191 819 SHS	P	2010-09-22	2011-01-24
US AIRWAYS PASS THRU TR - 4,359 311 SHS	P	2009-11-24	2011-01-24
WACHOVIA CAPITAL TRUST I - 250,000 000 SHS	P	2010-12-16	2011-01-21
WACHOVIA CAPITAL TRUST I - 350,000 000 SHS	P	2010-12-16	2011-02-10
JPMORGAN CHASE BANK N A - CURRENCY EXCHANGE	P	2011-12-31	2011-12-31

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)
950		15,510	-14,560
1,577		1,610	-33
4,905		5,289	-384
694		747	-53
78		122	-44
3,416		5,155	-1,739
306,984		308,619	-1,635
1,143		1,166	-23
105		107	-2
106		108	-2
107		109	-2
2,232		2,277	-45
4,197		4,280	-83
1,304		1,367	-63
1,416		1,248	168
1,691		1,774	-83
1,729		1,524	205
1,741		1,535	206
2,011		2,109	-98
2,025		2,124	-99
2,040		2,139	-99
2,236		1,970	266
3,263		3,413	-150
345		362	-17
4,832		4,258	574
4,864		4,286	578
4,889		5,115	-226
5,022		4,425	597
5,327		4,694	633
6,018		5,304	714

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)
6,054		5,335	719
8,092		8,471	-379
8,151		8,532	-381
870		912	-42
4,139		3,648	491
41,000		43,625	-2,625
259,784		255,100	4,684
12,984		11,577	1,407
2,374		2,392	-18
414		141	273
496		169	327
518		176	342
522		178	344
524		178	346
526		179	347
553		188	365
569		194	375
608		207	401
636		216	420
742		252	490
773		263	510
6,627		7,544	-917
51,625		52,899	-1,274
800,188		793,248	6,940
232,875		232,906	-31
51,750		51,750	0
79,538		77,719	1,819
6,590		7,482	-892
50,659		56,990	-6,331
1,700		102	1,598

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)
38,750		36,487	2,263
119,683		36,992	82,691
8,183		2,455	5,728
8,777		2,633	6,144
15,932		17,600	-1,668
21,774		25,039	-3,265
47,800		49,527	-1,727
36,875		50,563	-13,688
34,430		191,713	-157,283
6,893		7,564	-671
7,295		7,502	-207
5,861		7,485	-1,624
7,083		7,509	-426
49,688		5,100	44,588
50,324		5,100	45,224
102,198		10,200	91,998
8,479		21,151	-12,672
7,445		7,519	-74
18,756		18,311	445
2,801		2,465	336
29,192		28,499	693
4,359		3,836	523
216,250		217,000	-750
318,063		303,978	14,085
315			315

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	
			-14,560
			-33
			-384
			-53
			-44
			-1,739
			-1,635
			-23
			-2
			-2
			-2
			-45
			-83
			-63
			168
			-83
			205
			206
			-98
			-99
			-99
			266
			-150
			-17
			574
			578
			-226
			597
			633
			714


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	
			719
			-379
			-381
			-42
			491
			-2,625
			4,684
			1,407
			-18
			273
			327
			342
			344
			346
			347
			365
			375
			401
			420
			490
			510
			-917
			-1,274
			6,940
			-31
			0
			1,819
			-892
			-6,331
			1,598

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	
			2,263
			82,691
			5,728
			6,144
			-1,668
			-3,265
			-1,727
			-13,688
			-157,283
			-671
			-207
			-1,624
			-426
			44,588
			45,224
			91,998
			-12,672
			-74
			445
			336
			693
			523
			-750
			14,085
			315

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				
GO PROJECT86 FOURTH AVENUE NEW YORK,NY 10003	NONE	PUBLIC	GENERAL UNRESTRICTED	4,900
GRACE CHURCH SCHOOL86 FOURTH AVENUE NEW YORK,NY 10003	NONE	PUBLIC	GENERAL UNRESTRICTED	1,870
JERICOHO PROJECT245 WEST 29TH STREET 9TH FLOOR NEW YORK,NY 10001	NONE	PUBLIC	GENERAL UNRESTRICTED	15,000
JEWISH BIG BROTHER BIG SISTERS 333 NAHANTON STREET NEWTON,MA 02459	NONE	PUBLIC	GENERAL UNRESTRICTED	25,000
LAKE WARAMAUG TASK FORCE INC 19 SACKETT HILL ROAD WARREN,CT 06754	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
RONALD MCDONALD HOUSEONE KROC DRIVE OAK BROOK,IL 60523	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
WASHINGTON AMBULANCE ASSOCIATIONPO BOX 294 WASHINGTON DEPOT,CT 06794	NONE	PUBLIC	GENERAL UNRESTRICTED	250
WEANTINOGE HERITAGE LAND TRUSTPO BOX 242 NEW MILFORD,CT 06776	NONE	PUBLIC	GENERAL UNRESTRICTED	25,000
AFTER SCHOOL ARTS PROGAMPO BOX 15 WASHINGTON DEPOT,CT 06794	NONE	PUBLIC	GENERAL UNRESTRICTED	300
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS,TX 75231	NONE	PUBLIC	GENERAL UNRESTRICTED	250
BOY'S CLUB OF NEW YORK287 EAST 10TH STREET NEW YORK,NY 10009	NONE	PUBLIC	GENERAL UNRESTRICTED	500
CARNEGIE HALL881 SEVENTH AVENUE NEW YORK,NY 10019	NONE	PUBLIC	GENERAL UNRESTRICTED	10,000
CHOATE ROSEMARY HALL333 CHRISTIAN STREET WALLINGFORD,CT 06492	NONE	PUBLIC	GENERAL UNRESTRICTED	10,000
CITY OF HOPE1500 EAST DUARTE ROAD DUARTE,CA 91010	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
CONNECTICUT CHALLENGE250 PEQUOT AVENUE SOUTHPORT,CT 06890	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
HOSPITAL FOR SPECIAL SURGERY FUND535 EAST 70TH STREET NEW YORK,NY 10021	NONE	PUBLIC	GENERAL UNRESTRICTED	500
KENT CENTER SCHOOLPO BOX 794 KENT,CT 06757	NONE	PUBLIC	GENERAL UNRESTRICTED	1,500
KENT LAND TRUSTPO BOX 888 KENT,CT 06757	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
PLANNED PARENTHOOD400 WEST 30TH STREET LOS ANGELES,CA 90007	NONE	PUBLIC	GENERAL UNRESTRICTED	25,000
ROXBURY RESIDENT RELIEF29 NORTH STREET PO BOX 203 ROXBURY,CT 06783	NONE	PUBLIC	GENERAL UNRESTRICTED	500
RUMSEY HALL SCHOOL201 ROMFORD ROAD WASHINGTON DEPOT,CT 06794	NONE	PUBLIC	GENERAL UNRESTRICTED	500
TAFT SCHOOL ANNUAL FUND110 WOODBURY ROAD WATERTOWN,CT 06795	NONE	PUBLIC	GENERAL UNRESTRICTED	30,000
TUSK USA40 EAST 94TH STREET NEW YORK,NY 10128	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
WASHINGTON ART ASSOCIATION4 BRYAN MEMORIAL PLAZA WASHINGTON DEPOT,CT 06794	NONE	PUBLIC	GENERAL UNRESTRICTED	250
WASHINGTON ENVIRONMENTAL COUNCIL1402 THIRD AVE SUITE 1400 SEATTLE,WA 98101	NONE	PUBLIC	GENERAL UNRESTRICTED	250
WASHINGTON MONTESSORI SCHOOL240 LITCHFIELD TPKE NEW PRESTON,CT 06777	NONE	PUBLIC	GENERAL UNRESTRICTED	10,000
FOREST HILLS FOOTBALL LEAGUE INC5710 MAZEAU STREET MASPETH,NY 11378	NONE	PUBLIC	GENERAL UNRESTRICTED	500
Total  3a				169,070

TY 2011 Accounting Fees Schedule

Name: ARMSTRONG-NICKOLL FAMILY FOUNDATION

EIN: 13-4007198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,125	0	0	4,125

TY 2011 Investments Corporate Bonds Schedule

Name: ARMSTRONG-NICKOLL FAMILY FOUNDATION

EIN: 13-4007198

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CITIGROUP INC	0	0
EL POLLO LOCO INC	0	0
LEHMAN BROTHERS HOLDINGS	11,906	19,688
US AIRWAYS PASS THRU	185,222	187,625
COUNTRYWIDE HOME EQUITY LOAN TRUST	16,248	31,170
GENWORTH FINANCIAL INC.	0	0
ATLAS AIR INC. 7.63%	141,208	137,803
US AIRWAYS 1998-1B PASS	73,662	75,388
ATLAS AIR INC. 8.707%	379,493	362,534
ENERGY FUTURE EIF FINAN	0	0
GMAC MORTGAGE CORPORATION LOAN TRUST	0	0
ING CAPITAL FUNDING TRUSTS III	0	0
WACHOVIA CAPITAL TRUST I	0	0
ALLY FINANCIAL INC	24,636	25,286
ATLAS AIR 2000-1 CLASS B	102,471	95,439
ALION SCIENCE AND TECH CORP.	311,563	252,058
CITIGROUP INC	251,875	250,500
LEHMAN BROTHERS HOLDINGS	214,000	212,000
CONTINENTAL AIRLINES INC	71,111	68,817
DEPFA FUNDING III LP	45,111	29,614

**TY 2011 Investments Corporate
Stock Schedule****Name:** ARMSTRONG-NICKOLL FAMILY FOUNDATION**EIN:** 13-4007198

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADELPHIA RECOVERY TRUST	0	0
REMY INTERNATIONAL INC	0	0
GOOGLE INC.	0	0
SABLE MINING AFRICA LTD	83,746	35,132
BANK OF AMERICA CORP	10,850	5,560
IMPERIAL HOLDINGS LLC	30,319	5,640
ROYAL BANK OF SOTLAND GROUP PLC	144,480	118,000
AGRITERRA LTD	27,068	20,445
ROYAL BANK OF SOTLAND GROUP PLC (PFD 7 1/4%)	14,918	9,578
ROYAL BANK OF SOTLAND GROUP PLC (PFD 6.6%)	11,319	7,213
ROYAL BANK OF SOTLAND GROUP PLC (PFD 7.25%)	108,425	81,700
BANK OF AMERICA CORP (PFD 8%)	41,500	44,772

TY 2011 Other Expenses Schedule**Name:** ARMSTRONG-NICKOLL FAMILY FOUNDATION**EIN:** 13-4007198

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	100	100	0	0
NY STATE FILING FEE	250	125	0	125
LATE PAYMENT INTEREST	130	0	0	0
NONQUALIFIED CONTRIBUTIONS	1,000	0	0	0

TY 2011 Other Income Schedule

Name: ARMSTRONG-NICKOLL FAMILY FOUNDATION

EIN: 13-4007198

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY INCOME FROM JPMORGAN CHASE BANK, N A	353	353	
OTHER INCOME FROM JPMORGAN CHASE BANK, N A	24,750	24,750	

TY 2011 Taxes Schedule**Name:** ARMSTRONG-NICKOLL FAMILY FOUNDATION**EIN:** 13-4007198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	15,642	0	0	0
STATE TAXES	279	0	0	0