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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

OMB No 1545-0052

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

, 2011, and ending

, 20

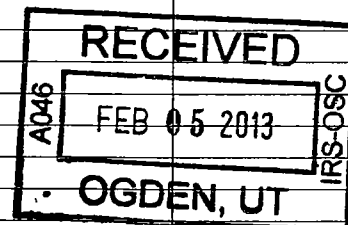
Name of foundation THE RICHARD FOUNDATION		A Employer identification number 13-6083721
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (772) 231-3471
181 OLEANDER WAY		
City or town, state, and ZIP code VERO BEACH, FL 32963		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,793,112.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	9,230.	9,230.		ATCH 1
4 Dividends and interest from securities	209,393.	209,375.		ATCH 2
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	571,466.			
b Gross sales price for all assets on line 6a	4,065,725.			
7 Capital gain net income (from Part IV, line 2)		571,466.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	10,930.	7,443.		ATCH 3
12 Total Add lines 1 through 11	801,019.	797,514.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) ATCH 4	3,250.	2,437.		813.
b Accounting fees (attach schedule) ATCH 5	9,350.	7,012.		2,338.
c Other professional fees (attach schedule) *	23,665.	23,665.		
17 Interest				
18 Taxes (attach schedule) (see instructions) *	10,147.	1,660.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 8	250.			250.
24 Total operating and administrative expenses Add lines 13 through 23	46,662.	34,774.		3,401.
25 Contributions, gifts, grants paid	208,684.			208,684.
26 Total expenses and disbursements Add lines 24 and 25	255,346.	34,774.	0	212,085.
27 Subtract line 26 from line 12	545,673.			
a Excess of revenue over expenses and disbursements		762,740.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

*ATCH 6 JSA ** ATCH 7 Form 990-PF (2011)

For Paperwork Reduction Act Notice, see instructions



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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		3,882.		
	2	Savings and temporary cash investments		49,987.	244,519.	244,519.
	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 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				
	10 a	Investments - U S and state government obligations (attach schedule),				
	b	Investments - corporate stock (attach schedule) ATCH 9	3,904,259.	4,225,471.	4,543,999.	
	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 Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ ATCH 10)	6,035.	4,594.	4,594.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,964,163.	4,474,584.	4,793,112.		
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 ▶ ATCH 11)		2,768.		
	23	Total liabilities (add lines 17 through 22)		2,768.		
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	3,948,888.	3,948,888.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	15,275.	522,928.		
	30	Total net assets or fund balances (see instructions)	3,964,163.	4,471,816.		
	31	Total liabilities and net assets/fund balances (see instructions)	3,964,163.	4,474,584.		

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	3,964,163.
2	Enter amount from Part I, line 27a	2	545,673.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,509,836.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 12	5	38,020.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,471,816.

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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	571,466.	
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 instructions) If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	217,890.	4,500,935.	0.048410
2009	205,624.	3,905,095.	0.052655
2008	248,630.	4,545,963.	0.054692
2007	257,457.	5,191,046.	0.049596
2006	186,078.	4,886,092.	0.038083
2 Total of line 1, column (d)			2 0.243436
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 0.048687
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 4,800,875.
5 Multiply line 4 by line 3			5 233,740.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,627.
7 Add lines 5 and 6			7 241,367.
8 Enter qualifying distributions from Part XII, line 4 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			8 212,085.

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

1 a 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	15,255.
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	15,255.
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	15,255.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6 a	3,487.	
b Exempt foreign organizations - tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	20,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	23,487.	
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	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,232.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 8,232. Refunded <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **▶** N/A

14 The books are in care of **▶** MR. HAROLD V. RICHARD Telephone no **▶** 772-231-3471
 Located at **▶** 181 OLEANDER WAY VERO BEACH, FL ZIP + 4 **▶** 32963

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? **▶** ☐ Yes ☒ No X
 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 instructions)? ▶ <input type="checkbox"/>	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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? ▶ <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ▶	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) ▶	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ▶	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? ▶	4b	X

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

5 a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

☐ Yes ☐ No

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

N/A

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

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6 b

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

7 b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		0	0	0

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,860,532.
b	Average of monthly cash balances	1b	13,453.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,873,985.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,873,985.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	73,110.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,800,875.
6	Minimum investment return. Enter 5% of line 5	6	240,044.

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

1	Minimum investment return from Part X, line 6	1	240,044.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	15,255.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,255.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	224,789.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	224,789.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	224,789.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	212,085.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	212,085.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	212,085.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				224,789.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				3,128.
c From 2008				27,732.
d From 2009				13,835.
e From 2010				
f Total of lines 3a through e	44,695.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 212,085.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				212,085.
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))	12,704.			12,704.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	31,991.			
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	31,991.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				18,156.
c Excess from 2009				13,835.
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

N/A

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

NO SPECIFIED FORM

c Any submission deadlines

NO DEADLINES

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

NO RESTRICTIONS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> ATTACHMENT 14				
Total			► 3a	208,684.
<i>b Approved for future payment</i>				
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 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	218,623.	
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	571,466.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue a _____					
b	ATTACHMENT 15				10,930.	
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				801,019.	
13	Total. Add line 12, columns (b), (d), and (e)					801,019.

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

[illegible]



Schedule of Realized Gains and Losses

2011 Tax Year

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short											
1,000	ABBOTT LABORATORIES	ABT	12/10/2010	48,391.72		47.6395	08/05/2011	50,383.03	50.3840	1,991.31	4.11
2,000	ALLIANCE RES PARTNERS LP	D1877R-10-8	12/10/2010	129,590.09	129,590.09	64.0915	08/05/2011	139,141.12	69.5719	9,551.03	7.37
2,900	ALTRIA GROUP INC	MO	12/10/2010	73,177.96		24.8892	08/05/2011	75,050.56	25.8800	1,872.60	2.56
1,000	ASTRAZENECA PLC ADR	AZN	12/01/2010	48,374.11		47.6220	08/05/2011	44,470.24	44.4711	-3,903.87	-8.07
1,000	AUTOMATIC DATA PROC INC	ADP	12/10/2010	47,292.46		46.5482	08/05/2011	48,560.07	48.5610	1,267.61	2.68
1,000	BRISTOL MYERS SQUIBB CO	BMJ	12/10/2010	26,489.99		25.9235	08/05/2011	27,619.88	27.6204	1,129.89	4.27
1,520	ISHRS GLBL HC SECTR ETF	IXJ	08/05/2011	80,210.40		52.7700	08/05/2011	83,197.58	54.7363	2,987.18	3.72
2,000	OCH ZIFF CAP MGMT GRP A	OZM	12/10/2010	28,926.18	27,246.18	14.1335	08/05/2011	22,657.56	11.3290	-4,588.62	-15.86
				482,452.91	156,836.27			491,080.04		10,307.13	
Long											
1,000	ABBOTT LABORATORIES	ABT	06/09/2010	46,568.50		45.8295	08/05/2011	50,383.03	50.3840	3,814.53	8.19
11,605,288	ALLIANCEBERNSTEIN INCOME	ACG	08/20/1999	93,253.61		7.9410	08/05/2011	91,509.41	7.8853	-1,744.20	-1.87
6,841,712	ALLIANCEBERNSTEIN INCOME	ACG	08/23/1999	55,177.97		7.9410	08/05/2011	53,947.92	7.8853	-1,230.05	-2.23
1,500	ALTRIA GROUP INC	MO	12/14/2001	16,116.09		10.6296	08/05/2011	38,819.25	25.8800	22,703.16	140.87
1,000	ALTRIA GROUP INC	MO	06/09/2003	10,195.99		10.0837	08/05/2011	25,879.50	25.8800	15,683.51	153.82
500	ALTRIA GROUP INC	MO	06/09/2003	5,098.59		10.0860	08/05/2011	12,939.75	25.8800	7,841.16	153.79
1,700	AMERICAN CAMPUS CMNTYS	ACC	06/09/2010	46,357.22	45,375.64	26.8080	08/05/2011	59,026.77	34.7223	13,651.13	29.45
650,500	ARTESIAN RES CORP CL A	ARTNA	09/20/1999	7,310.15		11.0000	08/05/2011	11,780.71	18.1106	4,470.56	61.16
3,600	ARTESIAN RES CORP CL A	ARTNA	09/21/1999	40,112.43		11.0000	08/05/2011	65,196.90	18.1106	25,084.47	62.54
6,749,500	ARTESIAN RES CORP CL A	ARTNA	10/15/1999	72,368.08		10.6111	08/05/2011	122,235.16	18.1106	49,867.08	68.91
800	AUTOMATIC DATA PROC INC	ADP	06/10/2010	34,129.52		41.9582	08/05/2011	38,848.05	48.5610	4,718.53	13.83
200	AUTOMATIC DATA PROC INC	ADP	06/10/2010	8,539.75		41.9582	08/05/2011	9,712.01	48.5610	1,172.26	13.73
1,800	BRISTOL MYERS SQUIBB CO	BMJ	06/10/2010	44,750.62		24.4800	08/05/2011	49,715.76	27.6204	4,965.14	11.10
700	BRISTOL MYERS SQUIBB CO	BMJ	06/10/2010	17,400.23		24.4799	08/05/2011	19,333.90	27.6204	1,933.67	11.11
3,336	CALIFORNIA WTR SVC GRP	CWT	09/14/2005	68,332.96		20.2987	08/05/2011	60,359.42	18.0937	-7,973.54	-11.67
300	CAMPBELL SOUP COMPANY	CPB	09/30/2005	9,006.17		29.7500	08/05/2011	9,638.33	32.1284	632.16	7.02
2,400	CAMPBELL SOUP COMPANY	CPB	09/30/2005	71,884.89		29.6800	08/05/2011	77,106.67	32.1284	5,221.78	7.26
300	CAMPBELL SOUP COMPANY	CPB	09/30/2005	9,003.15		29.7400	08/05/2011	9,638.34	32.1284	635.19	7.06
750	CLOROX COMPANY	CLX	06/15/2010	49,247.95		64.6390	08/05/2011	49,943.49	66.5926	695.54	1.41
1,200	CORPORATE OFFICE PTYS	OFC	06/10/2010	45,682.16	45,209.77	37.4470	08/05/2011	31,739.39	26.4500	-13,470.38	-29.49
620	JPMORGAN ALERIAN WAP ETN	AMJ	06/14/2010	19,013.93		30.2300	08/05/2011	21,215.98	34.2200	2,202.06	11.58
2,000	OCH ZIFF CAP MGMT GRP A	OZM	06/15/2010	29,405.73	27,305.73	14.3700	08/05/2011	22,657.56	11.3290	-4,648.17	-15.81



Trusted Advisors for Generations

Prepared For:

5358-6852

THE RICHARD FOUNDATION

Schedule of Realized Gains and Losses

2011 Tax Year

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
				798,955.69	117,891.14			931,627.31		136,225.59	

Realized Gains or Losses

Short Term	10,307.13
Long Term	136,225.59

Legend

- (*) Security Held Away
- C - Covered Tax Lot
- N - Noncovered Tax Lot
- M - Net Row Contains Both Covered and Noncovered Tax Lots
- W - Open Date Reflects Wash Sale Date



Trusted Advisor for Generations

Prepared For:

6962-1760

THE RICHARD FOUNDATION

Schedule of Realized Gains and Losses

2011 Tax Year

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short											
1,580	AKTIEBOLAGET ELECTROLUX	ELUXY	08/05/2011 ^c	56,801.00		35.9500	09/09/2011	48,266.24	30.5615	-8,514.76	-14.99
5,270	ALLIANZ SE SPONS ADR	AZSEY	08/05/2011 ^c	60,078.00		11.4000	12/27/2011	51,494.29	9.7714	-8,583.71	-14.29
700	BOEING COMPANY	BA	08/05/2011 ^c	43,779.54		62.5422	10/07/2011	43,454.25	62.0787	-325.29	-0.74
3,480	FEDERATED INV'S PA CL B	FII	08/05/2011 ^c	67,825.90		19.4902	12/27/2011	51,518.67	14.8045	-16,307.23	-24.04
900	SPDR LEH HI YLD BOND ETF	JNK	12/10/2010 ⁿ	36,714.03		40.0590	08/05/2011	34,541.88	38.3806	-2,172.15	-5.92
240	VANGUARD MSCI EURO ETF	VGK	12/01/2010 ⁿ	11,863.14		48.6700	08/05/2011	11,080.58	46.1700	-782.56	-6.60
3,320	VIVENDI SA ADR	VIVHY	08/05/2011 ^c	75,530.00		22.7500	12/27/2011	71,478.88	21.5302	-4,051.12	-5.36
				352,591.61				311,854.79		-40,736.82	
Long											
1,740	AT&T INC	T	08/20/2009 ⁿ	44,961.48		25.4697	08/05/2011	50,232.83	28.8700	5,271.35	11.72
3,020	CONSOLIDATED EDISON INC	ED	11/11/2004 ⁿ	137,372.30		45.1000	08/05/2011	161,024.81	53.3205	23,652.51	17.22
3,275	DNP SELECT INCOME FD INC	DNP	11/19/1999 ⁿ	31,341.89	30,162.60	9.4375	08/05/2011	31,568.10	9.6393	1,405.50	4.48
11,200	DNP SELECT INCOME FD INC	DNP	06/09/2003 ⁿ	123,111.73	119,078.32	10.8528	08/05/2011	107,958.09	9.6393	-11,120.23	-9.03
1,850	DOMINION RES INC VA NEW	D	08/20/2009 ⁿ	63,913.28		33.4300	08/05/2011	91,682.32	48.5101	27,769.04	43.45
1,600	DOMINION RES INC VA NEW	D	08/20/2009 ⁿ	54,118.48		33.4398	08/05/2011	77,814.67	48.5101	23,696.19	43.42
1,500	HIGHWOODS PPTYS INC	HIW	06/10/2010 ⁿ	46,006.38	44,958.54	30.1590	08/05/2011	45,196.23	30.1314	237.69	0.52
3,500	HUDSON CITY BANCORP INC	HCBK	06/10/2010 ⁿ	46,226.37		12.9500	08/05/2011	26,145.54	7.4703	-20,080.83	-43.44
3,150	ISHRS PAC EX JAPAN ETF	EPP	12/23/2005 ⁿ	104,064.54		32.7467	08/05/2011	133,338.93	42.3300	29,272.39	28.13
4,900	KAYNE ANDERSON ENERGY	KYE	09/30/2005 ⁿ	121,774.53	111,955.66	24.5900	08/05/2011	120,851.27	24.6640	8,895.61	7.30
4,300	KAYNE ANDERSON MLP	KYN	09/30/2005 ⁿ	122,082.42	106,783.11	28.1000	08/05/2011	111,642.19	25.9638	4,859.08	3.98
2,075	KRAFT FOODS CL A	KFT	03/30/2007 ⁿ	65,269.44		31.4400	08/05/2011	72,554.80	34.9500	7,285.36	11.16
2,000	MATTEL INC	MAT	06/15/2010 ⁿ	45,517.11		22.3599	08/05/2011	49,299.05	24.6500	3,781.94	8.31
700	MCDONALDS CORP	MCD	06/10/2010 ⁿ	48,973.30		68.9095	08/05/2011	59,421.92	84.8901	10,448.62	21.34
1,700	MICROCHIP TECHNOLOGY INC	MCHP	06/10/2010 ⁿ	47,661.22	45,366.02	27.5695	08/05/2011	53,085.56	31.2274	7,719.54	16.20
8,000	MIDDLESEX WATER COMPANY	MSEX	06/08/2010 ⁿ	121,680.00		15.2100	08/05/2011	147,850.76	18.4817	26,170.76	21.51
1,350	NEW JERSEY RES CORP	NJR	08/20/1999 ⁿ	24,083.18		17.6945	08/05/2011	58,603.99	43.4112	34,520.81	143.34
2,250	NEW JERSEY RES CORP	NJR	06/09/2003 ⁿ	54,705.99		24.0213	08/05/2011	97,673.32	43.4112	42,966.33	78.54
3,200	NORTHWEST NATURAL GAS	NWN	09/14/2005 ⁿ	119,810.78		37.0973	08/05/2011	136,502.01	42.6577	16,691.23	13.93
940	PHILIP MORRIS INTL INC	PM	12/14/2001 ⁿ	23,013.41		24.2213	08/05/2011	65,184.07	69.3461	42,170.66	183.24
30	PHILIP MORRIS INTL INC	PM	06/09/2003 ⁿ	697.01		22.9774	08/05/2011	2,080.35	69.3461	1,383.34	198.47
5,250	PIEDMONT NATURAL GAS	PNY	09/14/2005 ⁿ	133,916.17		25.2560	08/05/2011	147,325.82	28.0626	13,409.65	10.01
900	SPDR LEH HI YLD BOND ETF	JNK	06/14/2010 ⁿ	34,548.22		37.6700	08/05/2011	34,541.87	38.3806	-6.35	-0.02



Prepared For:

6962-1760
THE RICHARD FOUNDATION

Schedule of Realized Gains and Losses 2011 Tax Year

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Long - Continued											
7,600	TEPLTN EMERG MKT INC FD	TEI	08/27/1999	75,435.60		9.8125	08/05/2011	126,609.76	16.6595	51,174.16	67.84
1,400	TEPLTN EMERG MKT INC FD	TEI	08/30/1999	14,029.77		9.8125	08/05/2011	23,322.86	16.6595	9,293.09	66.24
4,550	UGI CORP NEW	UGI	12/08/2000	35,681.54		7.7917	08/05/2011	126,523.97	27.8080	90,842.43	254.59
150,000	JPMORGAN CHSE VAR PERPTL	46625H-HA-1	05/06/2008	154,125.00		102.7500	08/05/2011	155,250.00	103.5000	1,125.00	0.73
				1,894,122.14	458,304.25			2,313,083.09		452,634.87	
Misc											
1,000	ABBOTT LABORATORIES	ABT	06/09/2010	46,568.50		45.8295	08/02/2011				
1,000	ABBOTT LABORATORIES	ABT	12/10/2010	48,391.72		47.6395	08/02/2011				
11,605	ALLIANCEBERNSTEIN INCOME	ACG	08/20/1999	93,253.61		7.9410	08/02/2011				
6,841	ALLIANCEBERNSTEIN INCOME	ACG	08/23/1999	55,177.97		7.9410	08/02/2011				
2,000	ALLIANCE RES PARTNERS LP	01877R-10-8	12/10/2010	129,590.08		64.0915	08/02/2011				
1,500	ALTRIA GROUP INC	MO	12/14/2001	16,116.09		10.6296	08/02/2011				
1,000	ALTRIA GROUP INC	MO	06/09/2003	10,195.59		10.0837	08/02/2011				
500	ALTRIA GROUP INC	MO	06/09/2003	5,098.59		10.0660	08/02/2011				
2,900	ALTRIA GROUP INC	MO	12/10/2010	73,177.96		24.8592	08/02/2011				
1,700	AMERICAN CAMPUS CMNTYS	ACC	06/09/2010	46,357.22		26.8080	08/02/2011				
650	ARTESIAN RES CORP CL A	ARTNA	09/20/1999	7,310.15		11.0000	08/02/2011				
3,600	ARTESIAN RES CORP CL A	ARTNA	09/21/1999	40,112.43		11.0000	08/02/2011				
6,749	ARTESIAN RES CORP CL A	ARTNA	10/15/1999	72,368.08		10.6111	08/02/2011				
1,000	ASTRAZENECA PLC ADR	AZN	12/01/2010	48,374.11		47.6220	08/02/2011				
800	AUTOMATIC DATA PROC INC	ADP	06/10/2010	34,129.92		41.9582	08/02/2011				
200	AUTOMATIC DATA PROC INC	ADP	06/10/2010	8,539.75		41.9500	08/02/2011				
1,000	AUTOMATIC DATA PROC INC	ADP	12/10/2010	47,292.46		46.5482	08/02/2011				
1,800	BRISTOL MYERS SQUIBB CO	BMJ	06/10/2010	44,750.62		24.4800	08/02/2011				
700	BRISTOL MYERS SQUIBB CO	BMJ	06/10/2010	17,400.23		24.4799	08/02/2011				
1,000	BRISTOL MYERS SQUIBB CO	BMJ	12/10/2010	26,489.99		25.9285	08/02/2011				
3,336	CALIFORNIA WTR SVC GRP	CWT	09/14/2005	68,332.96		20.2987	08/02/2011				
300	CAMPBELL SOUP COMPANY	CPB	09/30/2005	9,006.17		29.7500	08/02/2011				
2,400	CAMPBELL SOUP COMPANY	CPB	09/30/2005	71,884.89		29.6800	08/02/2011				
300	CAMPBELL SOUP COMPANY	CPB	09/30/2005	9,003.15		29.7400	08/02/2011				
750	COLOROX COMPANY	CLX	06/15/2010	49,247.95		64.6390	08/02/2011				
1,200	CORPORATE OFFICE	OFC	06/10/2010	45,682.16		37.4470	08/02/2011				
400	ISHRS TR IBOXX CORP ETF	HYG	06/14/2010	34,252.24		84.5600	08/02/2011				



ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JANNEY MONTGOMERY SCOTT - INTEREST	9,230.	9,230.
TOTAL	<u>9,230.</u>	<u>9,230.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JANNEY MONTGOMERY SCOTT - DIVIDENDS	209,375.	209,375.
JANNEY MONTGOMERY SCOTT - TAX EXEMPT	18.	
TOTAL	<u>209,393.</u>	<u>209,375.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FROM K-1 OCH-ZIFF CAPITAL: INCOME/(LOSS)	-320.	-320.
FROM K-1 ALLIANCE RESOURCE PARTNERS: INCOME/(LOSS)	7,721. 42.	7,721. 42.
CAPITAL GAIN/(LOSS)		
FEDERAL TAX (OVERPAYMENT FROM 2010)	3,487.	
TOTALS	<u>10,930.</u>	<u>7,443.</u>

ATTACHMENT 4FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	3,250.	2,437.		813.
TOTALS	<u>3,250.</u>	<u>2,437.</u>		<u>813.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEE	9,350.	7,012.		2,338.
TOTALS	<u>9,350.</u>	<u>7,012.</u>		<u>2,338.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY FEES	23,665.	23,665.		
TOTALS	<u>23,665.</u>	<u>23,665.</u>		

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAXES	5,000.	
FOREIGN TAXES	1,660.	1,660.
2010 FEDERAL TAX OPMT APPLIED	3,487.	
TOTALS	<u>10,147.</u>	<u>1,660.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
NYS FILING FEE	250.
TOTALS	250.

CHARITABLE PURPOSES	250.
	250.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JANNEY MONTGOMERY	4,225,471.	4,543,999.
TOTALS	<u>4,225,471.</u>	<u>4,543,999.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DIVIDENDS RECEIVABLE	4,594.	4,594.
TOTALS	<u>4,594.</u>	<u>4,594.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
CASH OVERDRAFT	2,768.
TOTALS	<u>2,768.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

PRIOR PERIOD ADJUSTMENT TO COST BASIS

38,020.

TOTAL

38,020.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					16,757.	
311,855.		JANNEY #1760 - SEE ATTACHED - STCG PROPERTY TYPE: SECURITIES 352,592.				P	VARIOUS	2011
							-40,737.	
2,313,083.		JANNEY #1760 - SEE ATTACHED - LTCG PROPERTY TYPE: SECURITIES 1,860,448.				P	VARIOUS	2011
							452,635.	
491,080.		JANNEY #6952 - SEE ATTACHED - STCG PROPERTY TYPE: SECURITIES 480,773.				P	VARIOUS	2011
							10,307.	
931,627.		JANNEY #6952 - SEE ATTACHED - LTCG PROPERTY TYPE: SECURITIES 795,401.				P	VARIOUS	VARIOUS
							136,226.	
662.		PTP ADJ. OCH-ZIH CAPITAL MANGT GROUP K-1					VARIOUS 662.	VARIOUS
		PTP ADJ. ALLIANCE RESOURCE PARTNERS K-1 5,045.					VARIOUS -5,045.	VARIOUS
661.		PTP ADJ. OCH-ZIH CAPITAL MANGT GROUP K-1					VARIOUS 661.	VARIOUS
TOTAL GAIN (LOSS)							<u>571,466.</u>	

THE RICHARD FOUNDATION

13-6083721

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

VERA R. WOOD
181 OLEANDER WAY
VERO BEACH, FL 32963
PRESIDENT
0 0 0

HAROLD V.B. RICHARD
181 OLEANDER WAY
VERO BEACH, FL 32963
VP / TREASURER
2.00
0 0 0

TRUMBULL RICHARD
181 OLEANDER WAY
VERO BEACH, FL 32963
VICE PRESIDENT
0 0 0

PHYLLIS FRITTS
181 OLEANDER WAY
VERO BEACH, FL 32963
VICE PRESIDENT
0 0 0

JAMES A. FRITTS
181 OLEANDER WAY
VERO BEACH, FL 32963
VICE PRESIDENT
0 0 0

ROY STEPHENS
181 OLEANDER WAY
VERO BEACH, FL 32963
VICE PRESIDENT
0 0 0

THE RICHARD FOUNDATION

13-6083721

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13 (CONT'D)

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

JEREMY WOOD 181 OLEANDER WAY VERO BEACH, FL 32963	VP/ASST TREAS	0	0	0
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CECILY RICHARD 181 OLEANDER WAY VERO BEACH, FL 32963	VICE PRESIDENT	0	0	0
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VIRGINIA RICHARD 181 OLEANDER WAY VERO BEACH, FL 32963	VICE PRESIDENT	0	0	0
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GRAND TOTALS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE SCHEDULE ATTACHED

NONE

EXEMPT ORGANIZATIONS

208,684.

TOTAL CONTRIBUTIONS PAID

208,684.

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
01/06/2011	1713	Princeton Club of Vero Beach Scholarship Fund	\$ 200
02/08/2011	1714	American Children Cancer Society	100
02/08/2011	1715	NBCRC	100
02/08/2011	1716	Florida Highway Patrol Chapter of IRC	25
02/08/2011	1717	People for Puget Sound	1,500
02/08/2011	1718	Cascade Bicycle Club	1,000
02/08/2011	1719	NPR KPLU	500
02/08/2011	1720	Sweet Pea Cottage Preschool of the Arts	500
02/08/2011	1721	Millionaire Club, Seattle	1,500
02/08/2011	1722	The Moorings Habitat For Humanity	100
02/08/2011	1723	United States Olympic Committee	100
02/09/2011	1724	The Preservation Society Of Newport County	1,050
02/10/2011	1725	American Breast Cancer Foundation	50
02/12/2011	1726	National Cancer Coalition, Inc	100
02/17/2011	2113	Shriners Hospital For Children	1,800
03/01/2011	1727	Loomis Chaffee Annual Fund	500
03/01/2011	1728	St. John's Church	1,000
03/01/2011	1729	Indian River Medical Center Foundation	5,000
03/01/2011	1730	Chestnut Hill Academy	1,000
03/01/2011	1731	Chestnut Hill Academy	4,000
03/03/2011	1732	Rollins College	5,000
03/04/2011	1733	Virginia Athletics Foundation	250
03/08/2011	1734	Indian River Medical Center Foundation	100
03/08/2011	1735	Firefighters Charitable Foundation	50
03/14/2011	1736	Children's Cancer Fund of America	100
03/14/2011	1737	VNA Foundation	200
03/14/2011	1738	Vero Beach Museum of Art	500
03/14/2011	1739	The Heritage Foundation	250
03/14/2011	1740	Rise For Baby And Family	1,000
03/15/2011	1741	Harvest Food and Outreach Center	200
03/16/2011	1742	Museums Of Old York	200
03/18/2011	1743	Foundation For American Veterans	100
03/18/2011	1744	Beta Theta Pi Foundation	300
03/18/2011	1745	U.S. Olympic Committee	150
03/23/2011	1746	Indian River Land Trust	500
03/23/2011	1747	The Salvation Army	500
03/23/2011	1748	Make a Wish Foundation Of Southern Florida	150
03/23/2011	1749	WXEL TV 42	250

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
03/23/2011	1750	Smile Train	500
03/23/2011	1751	UNICEF	500
03/24/2011	1752	Sweet Pea Cottage Preschool	5,000
03/25/2011	1753	National Cancer Research Center	100
04/04/2011	1754	AAST - FL	100
04/07/2011	1755	Cancer Fund of America	100
04/11/2011	1757	Childhood Leukemia Foundation	50
04/13/2011	1758	The Youth Service League, Inc	2,000
04/13/2011	1759	ORBIS International	500
04/13/2011	1760	Blinded Veterans Assoc.	250
04/13/2011	1761	Food For The Poor	500
04/13/2011	1762	Shiloh Youth Ranch	250
04/13/2011	1763	Metropolitan Museum of Art	250
04/13/2011	1764	United Way of Indian River County	5,000
04/13/2011	1765	IRCVAS	250
04/13/2011	1766	March Of Dimes	350
04/13/2011	1767	Volunteers Of America	250
04/13/2011	1768	Doctors Without Borders	500
04/13/2011	1769	Destroyer Escort Historical Museum	500
04/13/2011	1770	Gifford Youth Activity Center	500
04/13/2011	1771	Parkinsons Disease Foundation	250
04/15/2011	1772	Riverside Theatre	500
04/18/2011	1773	Princeton University	200
04/15/2011	1774	Princeton University Class Of 1936	1,000
04/15/2011	1775	Princeton University	3,600
04/18/2011	1776	The Nature Conservancy of Florida	2,500
04/18/2011	1777	Memorial Sloan Kettering Cancer Center	500
04/18/2011	1778	Alzheimers Association	250
04/18/2011	1779	Agamenticus Yacht Club	100
04/18/2011	1780	American Red Cross	500
04/20/2011	1781	Berwick Academy	650
04/20/2011	1782	Epiphany School	1,000
04/20/2011	1783	American Heart Assoc.	500
04/22/2011	1784	Indian River Symphonic Assoc Inc	1,370
04/27/2011	1785	Miracle Flights for Kids	150
04/27/2011	1786	Feeding America	500
04/27/2011	1787	Veterans Of Foreign Wars	200
04/27/2011	1788	SADD	50

The Richard Foundation
EIN 13-6083721
Charitable Contributions
For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
04/27/2011	1789	Damon Runyon Cancer Research Foundation	500
05/05/2011	1790	W2W Breast Cancer Foundation	100
05/05/2011	1791	FINCA	300
05/05/2011	1792	Special Olympics Maine	200
05/05/2011	1793	Easter Seals	500
05/05/2011	1794	Womens Refuge of Vero Beach	250
05/05/2011	1795	Covenant House	300
05/06/2011	1796	Atlantic Classical Orchestra	1,000
05/05/2011	1797	Friends Of The Smithsonian	250
05/05/2011	1798	The lighthouse International	250
05/09/2011	1799	The Browning School	500
05/09/2011	1800	Vna & Hospice Foundation	270
05/09/2011	1801	American Cancer Society	500
05/09/2011	1802	Handicap International	200
05/09/2011	1803	National Multiple Sclerosis Society	300
05/09/2011	1804	Humane Society Of Vero Beach	250
05/09/2011	1805	Salisbury School	500
05/09/2011	1806	Hospice Of York	250
05/10/2011	1807	Prof. T Jones Jr. Memorial Scholarship Fund	200
05/10/2011	1808	Mercy Home For Boys And Girls	250
05/10/2011	1809	St. Paul's School Annual Giving	2,500
05/16/2011	1810	Loomis Chaffee Annual Fund	1,000
05/16/2011	1811	Paralyzed Veterans Of America	250
05/16/2011	1812	Giude Dog Foundation for the Blind Inc	500
05/16/2011	1813	Galapagos Conservancy Inc	200
05/16/2011	1814	ASPCA	250
05/16/2011	1815	The Fresh Air Fund	250
05/16/2011	1816	USO	500
05/16/2011	1817	Children's Home Society of Florida	250
05/17/2011	1818	Save The Children	300
05/23/2011	1819	The Children's Museum of New Hampshire	250
05/23/2011	1820	Starting Life Over, Inc	500
06/03/2011	1821	Cancer Fund Of America Inc	100
06/03/2011	1822	Woman 2 Woman Breast Cancer Foundation	100
06/03/2011	1823	AFDC, INC	100
06/03/2011	1824	Kids Wish Network	100
06/06/2011	1825	Childhood Leukemia Foundation	100
06/07/2011	1826	University Of Virginia	5,000

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
06/10/2011	1828	Happiness Is Camping	250
06/10/2011	1829	NHPTV	250
06/10/2011	1830	Brigham And Womans Hospital	300
06/10/2011	1831	The Warner House Association	200
06/14/2011	1832	Student Sponsor Partnership Inc	1,000
06/14/2011	1833	Student Sponsor Partnership Inc	1,000
06/17/2011	1834	Veterans Assistance Foundation	100
06/17/2011	1835	York Volunteer Fire Dept.	500
06/23/2011	1836	Gundalow Company	300
07/02/2011	1837	Defeat Diabetes Foundation	200
07/02/2011	1838	The Salvation Army	500
07/01/2011	1839	PMC	1,000
07/02/2011	1840	York Harbor Reading Room Foundation	5,000
07/09/2011	1841	Vero Beach Opera, Inc	200
07/09/2011	1842	Maine State Federation Of Firefighters	100
07/09/2011	1843	International Rescue Committee	500
07/11/2011	1844	Trinity Church York Harbor	5,000
07/13/2011	1845	The Museum of Old York	300
07/15/2011	1847	The Music Hall	250
07/25/2011	1848	Doctors Without Borders	500
07/25/2011	2150	Womens Committee of York Hospital	595
07/25/2011	2151	Womens Committee of York Hospital	600
08/08/2011	2153	Oxfarm America	250
08/08/2011	2154	Woman 2 Woman Breast Cancer Foundation	50
08/08/2011	2155	Smile Train	500
08/08/2011	2156	Trinity Church York Harbor	2,000
08/08/2011	2157	York Veterans Firemens Association	192
08/16/2011	2158	York Land Trust	300
08/26/2011	2159	Doctors Without Borders	500
08/26/2011	2160	National Right to Work Committee	100
08/26/2011	2161	Station WGBH	200
08/26/2011	2162	WSKCC	500
08/26/2011	2163	Amnesty International	500
08/26/2011	2164	Princeton University	250
08/26/2011	2165	US Fund for UNICEF	500
08/26/2011	2166	Feed The Children	500
08/26/2011	2167	Habitat for Humanity	1,000
08/26/2011	2168	Museums Of Old York	300

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
08/29/2011	2169	George Mason University Foundation	500
08/29/2011	2170	Children's Cancer Survivors Foundation	100
09/05/2011	2171	Blinded Veterans Assoc.	300
09/05/2011	2172	NCPPR	250
09/05/2011	2173	Dana Farber Institute - The Jimmy Fund	500
09/05/2011	2174	Ride to Recovery	100
09/08/2011	2175	New Horizons Caregivers Group	5,000
09/12/2011	2176	Vero Beach Museum of Art	1,500
09/09/2011	2177	Museums Of Old York	75
09/15/2011	2178	Volunteers Of America	250
09/15/2011	2179	New Hampshire Public Television	200
09/16/2011	2180	U.S. Olympic Committee	200
09/16/2011	2181	March Of Dimes	500
09/16/2011	2182	Food for the Poor	300
09/16/2011	2183	Technoserve	250
09/20/2011	2184	United Way Of York County	5,000
09/20/2011	2185	M.J. Rush Foundation	250
09/20/2011	2186	York Hospital	150
09/21/2011	2187	York Public Library Assoc.	250
09/28/2011	2188	Woman 2 Woman Breast Cancer Foundation	100
09/28/2011	2189	Mercy Home For Boys And Girls	300
09/28/2011	2190	Covenant House	200
09/28/2011	2191	American Diabetes Association	700
09/28/2011	2192	Braille Books for Blind Children	200
09/28/2011	2193	Ogunquit Playhouse Foundation	250
09/28/2011	2194	MADD	150
09/28/2011	2195	Handicap International	200
09/28/2011	2196	Circus Smirkus	250
09/28/2011	2197	ASPCA	250
09/28/2011	2198	Cystic Fibrosis Foundation	250
09/30/2011	2199	Metropolitan Museum of Art	250
09/30/2011	2200	Great Works Regional Land Trust	250
09/30/2011	2201	DE Historical Museum	500
10/04/2011	2202	The Jackson Laboratory	250
10/05/2011	2203	Special Olympics Maine	150
10/06/2011	2204	Susan G Komen for the Cure	100
10/06/2011	2205	Special Olympics Florida	100
10/07/2011	2206	Shriners Hospitals for Children	1,000

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
10/15/2011	2207	Damon Runyon Cancer Research Foundation	500
10/15/2011	2208	ORBIS International	500
10/15/2011	2209	The Salvation Army	500
10/15/2011	2210	Shiloh Youth Ranch Inc	250
10/17/2011	2211	Cumberland College	250
10/18/2011	2212	Indian River Medical Center Foundation	1,100
10/21/2011	2213	Childrens Leukemia Research Association	100
10/21/2011	2214	AAST - FL	100
10/21/2011	2215	Miracle Flights for Kids	150
10/21/2011	2216	John's Island Foundation	5,000
10/21/2011	2217	United Negro College Fund, Inc	1,000
10/21/2011	2218	American Red Cross	1,000
10/21/2011	2219	FAU Foundation	250
10/21/2011	2220	Veterans Of Foreign Wars of the US	200
10/21/2011	2221	International Rescue Committee	500
10/21/2011	2222	WQCS	200
10/21/2011	2223	American Parkinson Disease Association	500
10/21/2011	2224	The Heritage Foundation	250
10/21/2011	2225	USO	500
10/21/2011	2226	American Heart Assoc	500
10/21/2011	2227	FINCA	300
10/21/2011	2228	Birgham and Womens Hospital	250
10/21/2011	2229	Food Shepard Food Bank	250
10/21/2011	2230	Princeton Club of Vero Beach Scholarship Fund	250
10/21/2011	2231	WP BT-2	250
10/21/2011	2232	Boys Town	250
10/21/2011	2233	Make a Wish Foundation Of Southern Florida	200
10/21/2011	2234	Children's Cancer Fund Of America	100
10/24/2011	2235	American Foundation For The Blind	500
10/24/2011	2236	Museums Of Old York	1,000
10/24/2011	2237	Vero Beach Museum of Art	625
10/24/2011	2238	Easter Seals Florida	500
10/24/2011	2239	Florida Fire And Emergency Services Foundation	100
10/24/2011	2240	Foundation For American Veterans	125
10/24/2011	2241	Paralyzed Veterans Of America	250
10/24/2011	2242	NY Institute for Special Education	500
10/24/2011	2243	Homeless Family Center	250
10/24/2011	2244	Funding Eyes for the Blind	500

The Richard Foundation
 EIN 13-6083721
 Charitable Contributions
 For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
10/24/2011	2245	Lighthouse International	250
10/24/2011	2246	The Jackson Laboratory	500
10/24/2011	2247	St. George's Episcopal Church	1,000
10/25/2011	2248	John's Island Foundation	1,000
10/26/2011	2249	Humane Society Of Vero Beach And Irc	250
10/25/2011	2250	Abilities!	250
10/26/2011	2251	Firefighters Charitable Foundation	100
10/26/2011	2252	Hibiscus Children's Center	500
10/26/2011	2253	Alzheimers Association	500
10/26/2011	2254	The Nature Conservancy of Florida	2,500
10/26/2011	2255	The Fresh Air Fund	500
10/28/2011	2256	Indian River Medical Center Foundation	2,000
10/28/2011	2257	Good Shepard Food Bank	500
10/28/2011	2258	Ryleigh Nicole Hunter Foundation	500
10/31/2011	2259	Brantwood Camp	250
11/01/2011	2260	The Seeing Eye, Inc	500
11/01/2011	2261	Feeding America	500
11/01/2011	2262	Phoenix House Foundation Inc	500
11/01/2011	2263	Indian River Medical Center Foundation	1,000
11/05/2011	2264	American Children Cancer Society	100
11/05/2011	2265	Laudholm Trust	250
11/05/2011	2266	Senior Resource Association	500
11/05/2011	2267	The Committee for Missing Children	100
11/05/2011	2268	York Volunter Ambulance Association	250
11/05/2011	2269	Gifford Youth Activity Center	500
11/07/2011	2270	Cancer Fund of America	100
11/07/2011	2271	Food For The Poor	500
11/07/2011	2272	National Breast Cancer Research Center	100
11/08/2011	2273	Children Cancer Research Fund	100
11/11/2011	2274	Strawberry Banke Heritage House Program	1,000
11/14/2011	2275	Smith College	1,000
11/16/2011	2277	Vero Beach Museum of Art	595
11/17/2011	2278	Shrine Circus Fund	110
11/21/2011	2279	Military Order of the Purple Heart Foundation, Inc	100
11/21/2011	2280	Princeton in Asia	250
11/21/2011	2281	J Wood Platt Caddie Scholarship Trust	200
11/22/2011	2282	Riverside Theatre	1,000
11/23/2011	2283	U.S Squash	200

The Richard Foundation
EIN 13-6083721
Charitable Contributions
For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
11/23/2011	2284	American Cancer Society	500
11/23/2011	2285	Atlantic Classical Orchestra	500
11/23/2011	2286	City of Vero Beach Recreation Dept.	1,000
11/23/2011	2287	Dollars for Scholars of IRC	500
11/30/2011	2288	Friends Academy Annual Fund	1,000
11/30/2011	2289	FOKLC - Friends of the Kershaw Co.	500
11/30/2011	2290	The Preservation Society of Newport County	1,000
12/05/2011	2291	American Legion Dept of Florida	100
12/05/2011	2292	IRMCF	65
12/07/2011	2293	Breast Cancer Society	100
12/07/2011	2294	Rollins College	250
12/19/2011	2295	Childrens Wish Foundation International	100
12/19/2011	2296	Torrey Pines Christian Church	5,000
12/19/2011	2297	Soupps Health	5,000
12/20/2011	2298	The Princeton Club of Vero Beach	105
12/22/2011	2299	The National Cancer Coalition	100
12/23/2011	2300	Community Medical Clinic of Kershaw County	500
12/23/2011	2301	Rise For Baby And Family	2,000
12/23/2011	2302	York Harbor Reading Room Foundation	5,000
12/27/2011	2303	USOC	150
12/27/2011	2304	Amnesty International	500
12/27/2011	2305	ASPCA	250
12/27/2011	2306	Smile Train	1,000
12/29/2011	2307	Riverside Theatre	250
12/27/2011	2308	UNICEF	1,000
12/27/2011	2309	York Hospital	2,000
12/27/2011	2310	Glen Cove Boys & Girls Club at Lincoln House	250
12/27/2011	2311	The Salvation Army	500
12/27/2011	2312	Boys & Girls Clubs of IRC	500
12/27/2011	2313	United Hospital Fund	500
12/27/2011	2314	Florida Sheriff Youth Ranches, inc	500
12/27/2011	2315	Smithsonian Institution Contributing Membership	300
12/27/2011	2316	Learning Ally	500
12/29/2011	2317	Alzheimers Diseases Research	250
12/29/2011	2318	March Of Dimes	250
12/29/2012	2319	Dana Farber Cancer Institute	500
12/29/2011	2320	New Hampshire Public Television	200
12/29/2011	2321	The Source	500

The Richard Foundation
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Charitable Contributions
For the 2011 Tax Year

DATE	CHECK #	PAYEE	AMOUNT
12/29/2011	2322	Food For The Poor	500
12/29/2011	2323	American Veterans Department of Florida	100
12/29/2011	2324	ORBIS International	500
12/30/2011	2325	Trinity Church York Harbor	2,000
12/30/2011	2326	Princeton University Annual Giving	5,000
12/31/2011		K-1 Alliance Resource Partners	32
		Total Charitable Contributions	<u>208,684</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
FROM K-1: OCH-ZIFF CAPITAL INCOME/ (LOSS)		-320.			
FROM K-1: ALLIANCE RESOURCE PARTNERS INCOME/ (LOSS)		7,721.			
CAPITAL GAIN/ (LOSS)		42.			
FEDERAL TAX (OVERPAYMENT)		3,487.			
TOTALS				<u>10,930.</u>	

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

THE RICHARD FOUNDATION

Employer identification number

13-6083721

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-34,813.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	-34,813.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	589,522.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	16,757.
10 Gain from Form 4797, Part I	10	42.
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	606,321.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II**Caution:** Read the instructions before completing this part.

	(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-34,813.
14 Net long-term gain or (loss):			
a Total for year	14a		606,321.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		571,508.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . .	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (15)		30	
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32 Add lines 30 and 31		32	
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

Schedule D (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

[illegible]

Schedule D-1 (Form 1041) 2011

FEDERAL FOOTNOTES

IN ACCORDANCE WITH IR-2012-83 ISSUED BY THE INTERNAL REVENUE SERVICE, THIS RETURN IS BEING FILED UNDER THE HURRICANE SANDY DISASTER RELIEF PROVISION, WHICH IS AUTOMATICALLY PROVIDED TO ANY TAXPAYER LOCATED IN THE DESIGNATED DISASTER AREA.

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE RICHARD FOUNDATION	<input checked="" type="checkbox"/> 13-6083721
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	181 OLEANDER WAY	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	VERO BEACH, FL 32963	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► MR. HAROLD V. RICHARD

Telephone No ► 772 231-3471

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 11 or
- ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	23,487.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,487.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	20,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions

Form 8868 (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	THE RICHARD FOUNDATION		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P.O. box, see instructions		13-6083721	
	181 OLEANDER WAY		Social security number (SSN)	
City, town or post office, state, and ZIP code. For a foreign address, see instructions		VERO BEACH, FL 32963		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **MR. HAROLD V. RICHARD**
Telephone No **772 231-3471** FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 20 12
- 5 For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO SECURE THE NECESSARY INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	23,487.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	3,487.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	20,000. *

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Amym. Vign* Title CPA Date 8/15/12

Form 8868 (Rev. 1-2012)

* Paid May 15, 2012.