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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.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

HENRY S AND PATRICE HEMINGWAY FOUNDATION

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

290 EAST PENNY PARADE DRIVE

City or town, state, and ZIP code

SALT LAKE CITY, UT 84103

G Check all that apply:

Initial return    Initial return of a former public charity  
 Final return    Amended return  
 Address change    Name change

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)

J Accounting method:  Cash    Accrual

(Other (specify) \_\_\_\_\_)

► \$ 174,128. (Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

|     |   | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|-----|---|------------------------------------|---------------------------|-------------------------|---|
| 1   | Contributions, gifts, grants, etc., received  | 495.                               |                           |                         |   |
| 2   | Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |   |
| 3   | Interest on savings and temporary cash investments  | 13.                                | 13.                       |                         | STATEMENT 1   |
| 4   | Dividends and interest from securities  | 2,040.                             | 2,040.                    |                         | STATEMENT 2   |
| 5a  | Gross rents   |                                    |                           |                         |   |
| b   | Net rental income or (loss)   |                                    |                           |                         |   |
| 6a  | Net gain or (loss) from sale of assets not on line 10   | 40,230.                            |                           |                         |   |
| b   | Gross sales price for all assets on line 6a   | 480,913.                           |                           |                         |   |
| 7   | Capital gain net income (from Part IV, line 2)  |                                    | 40,230.                   |                         |   |
| 8   | Net short-term capital gain   |                                    |                           | N/A                     |   |
| 9   | Income modifications  |                                    |                           |                         |   |
| 10a | Gross sales less returns and allowances   |                                    |                           |                         |   |
| b   | Less Cost of goods sold   |                                    |                           |                         |   |
| c   | Gross profit or (loss)  |                                    |                           |                         |   |
| 11  | Other income  |                                    |                           |                         |   |
| 12  | Total. Add lines 1 through 11   | 42,778.                            | 42,283.                   | 0.                      | 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  |                                    |                           |                         |   |
| b   | Accounting fees   | STMT 3                             | 1,065.                    | 1,065.                  | 0.  |
| c   | Other professional fees   |                                    |                           |                         | 0.  |
| 17  | Interest  |                                    |                           |                         |   |
| 18  | Taxes   | STMT 4                             | 103.                      | 103.                    | 0.  |
| 19  | Depreciation and depletion  |                                    |                           |                         |   |
| 20  | Occupancy   |                                    |                           |                         |   |
| 21  | Travel, conferences and meetings  |                                    |                           |                         |   |
| 22  | Printing and publications   |                                    |                           |                         |   |
| 23  | Other expenses  |                                    |                           |                         |   |
| 24  | Total operating and administrative expenses: Add lines 13 through 23                          | 1,168.                             | 1,168.                    | 0.                      | 0.  |
| 25  | Contributions, gifts, grants paid   | 93,881.                            |                           |                         | 93,881.   |
| 26  | Total expenses and disbursements. Add lines 24 and 25   | 95,049.                            | 1,168.                    | 0.                      | 93,881.   |
| 27  | Subtract line 26 from line 12:  |                                    |                           |                         |   |
| a   | Excess of revenue over expenses and disbursements   |                                    |                           |                         |   |
| b   | Net investment income (if negative, enter -0-)  |                                    | 41,115.                   |                         |   |
| c   | Adjusted net income (if negative, enter -0-)  |                                    |                           | 0.                      |   |

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| Part II Balance Sheets      |  | Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | 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  |                   | 12,065.        | 165,286.              |
|                             | 3  | Accounts receivable ►   |                   |                |                       |
|                             |  | Less: allowance for doubtful accounts ►   |                   |                |                       |
|                             | 4  | Pledges receivable ►  |                   |                |                       |
|                             |  | Less: allowance for doubtful accounts ►   |                   |                |                       |
|                             | 5  | Grants receivable   |                   |                |                       |
|                             | 6  | Receivables due from officers, directors, trustees, and other disqualified persons              |                   |                |                       |
|                             | 7  | Other notes and loans receivable ►  |                   |                |                       |
|                             |  | 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   |                   |                |                       |
|                             | b  | Investments - corporate stock   | STMT 5            | 214,396.       | 8,809.                |
|                             | c  | Investments - corporate bonds   |                   |                | 8,842.                |
|                             | 11   | Investments - land, buildings, and equipment basis ►  |                   |                |                       |
|                             |  | Less accumulated depreciation ►   |                   |                |                       |
|                             | 12   | Investments - mortgage loans  |                   |                |                       |
|                             | 13   | Investments - other   |                   |                |                       |
|                             | 14   | Land, buildings, and equipment basis ►  |                   |                |                       |
|                             |  | Less accumulated depreciation ►   |                   |                |                       |
|                             | 15   | Other assets (describe ►)   |                   |                |                       |
|                             | 16   | Total assets (to be completed by all filers)  |                   | 226,461.       | 174,095.              |
| Liabilities                 | 17   | Accounts payable and accrued expenses   |                   | 95.            |                       |
|                             | 18   | Grants payable  |                   |                |                       |
|                             | 19   | Deferred revenue  |                   |                |                       |
|                             | 20   | Loans from officers, directors, trustees, and other disqualified persons                        |                   |                |                       |
|                             | 21   | Mortgages and other notes payable   |                   |                |                       |
|                             | 22   | Other liabilities (describe ►)  |                   |                |                       |
|                             | 23   | Total liabilities (add lines 17 through 22)   |                   | 95.            | 0.                    |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> |   |                   |                |                       |
|                             | and complete lines 24 through 26 and lines 30 and 31.                              |   |                   |                |                       |
|                             | 24   | Unrestricted  |                   | 226,366.       | 174,095.              |
|                             | 25   | Temporarily restricted  |                   |                |                       |
|                             | 26   | Permanently restricted  |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>     |   |                   |                |                       |
|                             | and complete lines 27 through 31.  |   |                   |                |                       |
|                             | 27   | Capital stock, trust principal, or current funds  |                   |                |                       |
|                             | 28   | Paid-in or capital surplus, or land, bldg., and equipment fund                                  |                   |                |                       |
|                             | 29   | Retained earnings, accumulated income, endowment, or other funds                                |                   |                |                       |
|                             | 30   | Total net assets or fund balances   |                   | 226,366.       | 174,095.              |
|                             | 31   | Total liabilities and net assets/fund balances  |                   | 226,461.       | 174,095.              |

## 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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 226,366.   |
| 2 | Enter amount from Part I, line 27a  | 2 | <52,271. > |
| 3 | Other increases not included in line 2 (itemize) ►  | 3 | 0.         |
| 4 | Add lines 1, 2, and 3   | 4 | 174,095.   |
| 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 | 174,095.   |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.)  | (d) Date sold<br>(mo., day, yr.) |
|---|---|---|--|---|----------------------------------|
| 1a CHARLES SCHWAB #2333 - SEE ATTACHED  |   |   | P  | VARIOUS   | 12/31/11                         |
| b CHARLES SCHWAB #2333 - SEE ATTACHED   |   |   | P  | VARIOUS   | 12/31/11                         |
| c   |   |   |  |   |                                  |
| d   |   |   |  |   |                                  |
| e   |   |   |  |   |                                  |
| (e) Gross sales price   | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other basis<br>plus expense of sale |  | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                  |
| a 417,135.  |   | 395,010.  |  | 22,125.   |                                  |
| b 63,778.   |   | 45,673.   |  | 18,105.   |                                  |
| c   |   |   |  |   |                                  |
| d   |   |   |  |   |                                  |
| e   |   |   |  |   |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   |   |   |  | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |                                  |
| (i) F.M.V. as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69  | (k) Excess of col. (i)<br>over col. (j), if any |  |   |                                  |
| a   |   |   |  | 22,125.   |                                  |
| b   |   |   |  | 18,105.   |                                  |
| c   |   |   |  |   |                                  |
| d   |   |   |  |   |                                  |
| e   |   |   |  |   |                                  |
| 2 Capital gain net income or (net capital loss)   | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } |   | 2  | 40,230.   |                                  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 |   |   |  |   |                                  |
|   |   |   | 3  | 22,125.   |                                  |

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

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

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

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

 Yes  No

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

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2010   | 93,379.                                  | 284,973.                                     | .327677   |
| 2009   | 43,656.                                  | 273,819.                                     | .159434   |
| 2008   | 15,870.                                  | 339,813.                                     | .046702   |
| 2007   | 47,950.                                  | 460,082.                                     | .104221   |
| 2006   | 51,629.                                  | 326,608.                                     | .158076   |

|  |   |          |
|--|---|----------|
| 2 Total of line 1, column (d)  | 2 | .796110  |
| 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 | .159222  |
| 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5   | 4 | 233,102. |
| 5 Multiply line 4 by line 3  | 5 | 37,115.  |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)   | 6 | 411.     |
| 7 Add lines 5 and 6  | 7 | 37,526.  |
| 8 Enter qualifying distributions from Part XII, line 4   | 8 | 93,881.  |

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**1a Exempt operating foundations described in section 4940(d)(2), check here ►  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 ►  and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0-

## 6 Credits/Payments:

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

|    |  |
|----|--|
| 6a |  |
| 6b |  |
| 6c |  |
| 6d |  |

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ►

|    |      |
|----|------|
| 1  | 411. |
| 2  | 0.   |
| 3  | 411. |
| 4  | 0.   |
| 5  | 411. |
| 7  | 0.   |
| 8  |      |
| 9  | 411. |
| 10 |      |
| 11 |      |

Refunded ►

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

|    |   |
|----|---|
| 1a | X |
| 1b | X |

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*

c Did the foundation file Form 1120-POL for this year?

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.*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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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.*

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?

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.*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

**UT**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*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*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses***N/A**

|    |   |
|----|---|
| 1a | X |
| 1b | X |
| 1c | X |
| 2  | X |
| 3  | X |
| 4a | X |
| 4b |   |
| 5  | X |
| 6  | X |
| 7  | X |
| 8b | X |
| 9  | X |
| 10 | X |

**Part VII-A Statements Regarding Activities (continued)**

|                              |   |                                     |
|------------------------------|---|-------------------------------------|
| 11                           |   | X                                   |
| 12                           |   | X                                   |
| 13                           | X   |                                     |
| Website address ► <b>N/A</b> |   |                                     |
| 14                           | The books are in care of ► <b>HENRY S HEMINGWAY</b>   | Telephone no. ► <b>801-363-5227</b> |
|                              | Located at ► <b>P.O. BOX 11026, SALT LAKE CITY, UT</b>  | ZIP+4 ► <b>84147</b>                |
| 15                           | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year   | ► <b>15</b>   <b>N/A</b>            |
| 16                           | At any time during calendar year 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | Yes <b>X</b> No <b>X</b>            |

**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. |   |   |
| 1a  | During the year did the foundation (either directly or indirectly):   | Yes <b>X</b> No   |
|   | (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)?<br>Organizations relying on a current notice regarding disaster assistance check here ►  | <b>N/A</b>  |
| 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?   | <b>1c</b>   <b>X</b>  |
| 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?<br>If "Yes," list the years ►   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| b   | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)   | <b>N/A</b>  |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>►   | <b>2b</b>   |
| 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.) | <b>N/A</b>  |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?   | <b>3b</b>   |
| 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?   | <b>4a</b>   <b>X</b>  |
|   |   | <b>4b</b>   <b>X</b>  |

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

N/A



5b

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

N/A



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

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



6b

X

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

If "Yes" to 6b, file Form 8870.



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



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

N/A

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

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

| (a) Name and address   | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| HENRY S HEMINGWAY<br>PO BOX 11026<br>SALT LAKE CITY, UT 84147    | PRESIDENT/DIRECTOR<br>0.00                                | 0.  | 0.  | 0.                                    |
| PATRICE HEMINGWAY<br>PO BOX 11026<br>SALT LAKE CITY, UT 84147    | SECRETARY/TREASURER/DIRECT<br>0.00                        | 0.  | 0.  | 0.                                    |
| RICHARD HEMINGWAY<br>PO BOX 11026<br>SALT LAKE CITY, UT 84147    | DIRECTOR<br>0.00  | 0.  | 0.  | 0.                                    |
| KATHLEEN V HEMINGWAY<br>PO BOX 11026<br>SALT LAKE CITY, UT 84147 | DIRECTOR<br>0.00  | 0.  | 0.  | 0.                                    |

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

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

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



0

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

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

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

► 0

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

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

Expenses

|   |      |    |
|---|------|----|
| 1 | NONE |    |
|   |      | 0. |
| 2 |      |    |
|   |      |    |
| 3 |      |    |
|   |      |    |
| 4 |      |    |
|   |      |    |

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

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

Amount

|   |     |  |
|---|-----|--|
| 1 | N/A |  |
|   |     |  |
| 2 |     |  |
|   |     |  |

All other program-related investments. See instructions.

|   |  |  |
|---|--|--|
| 3 |  |  |
|   |  |  |

Total. Add lines 1 through 3

► 0.

Form 990-PF (2011)

**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 | 100,273. |
| b Average of monthly cash balances  | 1b | 136,379. |
| c Fair market value of all other assets   | 1c |          |
| d Total (add lines 1a, b, and c)  | 1d | 236,652. |
| 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  | 236,652. |
| 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 3,550.   |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 233,102. |
| 6 Minimum investment return. Enter 5% of line 5   | 6  | 11,655.  |

**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  | 11,655. |
| 2a Tax on investment income for 2011 from Part VI, line 5  | 2a | 411.    |
| b Income tax for 2011. (This does not include the tax from Part VI.)                                 | 2b |         |
| c Add lines 2a and 2b  | 2c | 411.    |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 11,244. |
| 4 Recoveries of amounts treated as qualifying distributions  | 4  | 0.      |
| 5 Add lines 3 and 4  | 5  | 11,244. |
| 6 Deduction from distributable amount (see instructions)   | 6  | 0.      |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 11,244. |

**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 | 93,881. |
| 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  | 93,881. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5  | 411.    |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4  | 6  | 93,470. |

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)<br>Corpus | (b)<br>Years prior to 2010 | (c)<br>2010 | (d)<br>2011 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7   |               |                            |             | 11,244.     |
| 2 Undistributed income, if any, as of the end of 2011  |               |                            | 0.          |             |
| a Enter amount for 2010 only   |               |                            |             |             |
| b Total for prior years:   |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2011:   |               |                            |             |             |
| a From 2006  | 35,356.       |                            |             |             |
| b From 2007  | 25,094.       |                            |             |             |
| c From 2008  |               |                            |             |             |
| d From 2009  | 30,482.       |                            |             |             |
| e From 2010  | 80,184.       |                            |             |             |
| f Total of lines 3a through e  | 171,116.      |                            |             |             |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 93,881.  |               |                            | 0.          |             |
| a Applied to 2010, but not more than line 2a   |               |                            |             |             |
| b Applied to undistributed income of prior years (Election required - see instructions)  |               | 0.                         |             |             |
| c Treated as distributions out of corpus (Election required - see instructions)  |               | 0.                         |             |             |
| d Applied to 2011 distributable amount   |               |                            | 11,244.     |             |
| e Remaining amount distributed out of corpus   | 82,637.       |                            |             |             |
| 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:   | 253,753.      |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  |               | 0.                         |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b   |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions   |               | 0.                         |             |             |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.  |               |                            | 0.          |             |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012  |               |                            |             | 0.          |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)   |               | 0.                         |             |             |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7   | 35,356.       |                            |             |             |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a  | 218,397.      |                            |             |             |
| 10 Analysis of line 9:   |               |                            |             |             |
| a Excess from 2007   | 25,094.       |                            |             |             |
| b Excess from 2008   |               |                            |             |             |
| c Excess from 2009   | 30,482.       |                            |             |             |
| d Excess from 2010   | 80,184.       |                            |             |             |
| e Excess from 2011   | 82,637.       |                            |             |             |



## 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       |
| <b>a Paid during the year</b>  |   |                                |                                  |              |
| BOYS & GIRLS CLUB<br>669 SOUTH 200 EAST, SUITE 100<br>SALT LAKE CITY, UT 84111                       | NONE  |                                | CHARITABLE CONTRIBUTION          | 16,700.      |
| CRIMSON CLUB<br>1825 E SOUTH CAMPUS DR.<br>SALT LAKE CITY, UT 84112                                  | NONE  |                                | CHARITABLE CONTRIBUTION          | 2,700.       |
| FOUNDATION FOR WOMEN'S EDUCATION IN THE RURAL WORLD<br>4535 ADINADI ROAD<br>SALT LAKE CITY, UT 84124 | NONE  |                                | CHARITABLE CONTRIBUTION          | 2,500.       |
| HENRY'S FORK FOUNDATION<br>606 MAIN STREET<br>ASHTON, ID 83420                                       | NONE  |                                | CHARITABLE CONTRIBUTION          | 600.         |
| INTERMOUNTAIN THERAPY ANIMALS<br>448 EAST 400 SOUTH, SUITE 103<br>SALT LAKE CITY, UT 84111           | NONE  |                                | CHARITABLE CONTRIBUTION          | 1,240.       |
| <b>Total</b>   | <b>SEE CONTINUATION SHEET(S)</b>  |                                |                                  | ► 3a 93,881. |
| <b>b Approved for future payment</b>   |   |                                |                                  |              |
| NONE   |   |                                |                                  |              |
|  |   |                                |                                  |              |
|  |   |                                |                                  |              |
|  |   |                                |                                  |              |
| <b>Total</b>   |   |                                |                                  | ► 3b 0.      |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated.                 |  | Unrelated business income |               | (e)<br>Related or exempt<br>function income |
|---|--|---------------------------|---------------|---|
|   |  | (a)<br>Business<br>code   | (b)<br>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                        |  |                           |               |   |
| 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      |  |                           |               |   |
| 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.            | 42,283.                                     |
| 13 Total. Add line 12, columns (b), (d), and (e)                |  |                           | 13            | 42,283.                                     |
| (See worksheet in line 13 instructions to verify calculations.) |  |                           |               |   |

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

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

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

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

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

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

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

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

Yes  No

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

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

**Sign  
Here**

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

May the IRS discuss this return with the preparer shown below (see Instr.)?

**Signature of officer or trustee**

---

Date \_\_\_\_\_

8-21-

## 2 ➤ PRESIDENT

|   |                             |                         |           |   |                  |
|---|-----------------------------|-------------------------|-----------|---|------------------|
| <b>Paid<br/>Preparer<br/>Use Only</b>                                   | Print/Type preparer's name  | Preparer's signature    | Date      | Check <input type="checkbox"/> if self-employed | PTIN             |
|   | <b>MARY KAY GRIFFIN</b>     | <i>Mary Kay Griffin</i> | 5.10.12   |   | <b>P00185675</b> |
|   | Firm's name ► CBIZ MHM, LLC |                         |           | Firm's EIN ► 34-1878512                         |                  |
| Firm's address ► 175 S WEST TEMPLE, STE 650<br>SALT LAKE CITY, UT 84101 |                             |                         | Phone no. | 801-364-9300                                    |                  |

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

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

OMB No 1545-0047

**2011****Name of the organization****HENRY S AND PATRICE HEMINGWAY FOUNDATION****Employer identification number****20-2056179****Organization type (check one):****Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

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

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total 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 total 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 on line H of its Form 990-EZ or on Part I, 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

HENRY S AND PATRICE HEMINGWAY FOUNDATION

20-2056179

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|------------|--|----------------------------|--|
| 1          | HENRY S HEMINGWAY<br>290 EAST PENNY PARADE DRIVE<br>SALT LAKE CITY, UT 84103 | \$ 400.                    | <input checked="" type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|            |  | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|            |  | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|            |  | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|            |  | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4  | (c)<br>Total contributions | (d)<br>Type of contribution  |
|            |  | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash            |
|            |  |                            | (Complete Part II if there is a noncash contribution.)   |

Name of organization

Employer identification number

HENRY S AND PATRICE HEMINGWAY FOUNDATION

20-2056179

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
|                              |  | \$ _____                                       | _____                |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                              |  | \$ _____                                       | _____                |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                              |  | \$ _____                                       | _____                |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                              |  | \$ _____                                       | _____                |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                              |  | \$ _____                                       | _____                |
| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                              |  | \$ _____                                       | _____                |

**Name of organization**

**Employer identification number**

## HENRY S AND PATRICE HEMINGWAY FOUNDATION

20-2056179

### Part III

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

## HENRY S AND PATRICE HEMINGWAY FOUNDATION 20-2056179

## Part XV Supplementary Information

## 3 Grants and Contributions Paid During the Year (Continuation)

| Recipient<br>Name and address (home or business)                              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|---|--|--------------------------------------|-------------------------------------|---------|
| KCPW<br>P.O.BOX 510730<br>SALT LAKE CITY, UT 84111                            | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 1,500.  |
| KUED<br>101 S. WASATCH DR.<br>SALT LAKE CITY, UT 84112                        | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 500.    |
| KUER<br>101 S. WASATCH DR.<br>SALT LAKE CITY, UT 84112                        | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 500.    |
| RONALD MCDONALD HOUSE<br>130 SOUTH 800 EAST<br>SALT LAKE CITY, UT 84102       | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 500.    |
| SALT LAKE ART CENTER<br>20 S WEST TEMPLE<br>SALT LAKE CITY, UT 84101          | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 200.    |
| SANDY SANBORN SCHOLARSHIP FUND<br>PO BOX 167<br>FLORISSANT, CO 80816          | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 5,000.  |
| SOUTH SEVIER SENIOR CITIZEN CENTER<br>140 W 100 S<br>CENTRAL VALLEY, UT 84754 | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 2,000.  |
| THE CHILDREN'S CENTER<br>350 SOUTH 400 EAST<br>SALT LAKE CITY, UT 84111       | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 7,500.  |
| THE NATURE CONSERVANCY<br>559 E SOUTH TEMPLE<br>SALT LAKE CITY, UT 84102      | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 25,941. |
| UTAH FOOD BANK<br>1025 S 700 W<br>SALT LAKE CITY, UT 84104                    | NONE   |                                      | CHARITABLE<br>CONTRIBUTION          | 500.    |
| Total from continuation sheets  |  |                                      |                                     | 70,141. |

HENRY S AND PATRICE HEMINGWAY FOUNDATION 20-2056179

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE   | AMOUNT |
|--|--------|
| CHARLES SCHWAB                                 | 13.    |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 13.    |

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE                           | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|-------------------------|-------------------|
| CHARLES SCHWAB                   | 2,040.       | 0.                      | 2,040.            |
| TOTAL TO FM 990-PF, PART I, LN 4 | 2,040.       | 0.                      | 2,040.            |

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| TAX PREPARATION FEES         | 1,065.                       | 1,065.                            | 0.                            | 0.                            |
| TO FORM 990-PF, PG 1, LN 16B | 1,065.                       | 1,065.                            | 0.                            | 0.                            |

## FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAX ON DIVIDENDS    | 103.                         | 103.                              | 0.                            | 0.                            |
| TO FORM 990-PF, PG 1, LN 18 | 103.                         | 103.                              | 0.                            | 0.                            |

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

| DESCRIPTION                                    | BOOK VALUE    | FAIR MARKET VALUE |
|--|---------------|-------------------|
| 250 ADVANCED AUTO PARTS INC                    | 0.            | 0.                |
| 531 AETNA INC NEW                              | 0.            | 0.                |
| 480 AMERN FINANCIAL GP NEW                     | 0.            | 0.                |
| 194 ARCH CAP GROUP LTD NEW F                   | 0.            | 0.                |
| 60 AUTOZONE INC                                | 0.            | 0.                |
| 533 ASPEN INSURANCE HOLDINGF                   | 0.            | 0.                |
| 320 CHUBB CORPORATION                          | 0.            | 0.                |
| 377 DIRECTV CL A                               | 0.            | 0.                |
| 375 ENDURANCE SPECALTY HLDGF                   | 0.            | 0.                |
| 333 FAMILY DOLLAR STORES INC                   | 0.            | 0.                |
| 797 GAP INC                                    | 0.            | 0.                |
| 260 ITT EDUC SVCS INC                          | 0.            | 0.                |
| 264 RENAISSANCERE HLDGS INCF                   | 0.            | 0.                |
| 362 RYDER SYSTEM INC                           | 0.            | 0.                |
| 245 TRAVELERS COMPANIES INC                    | 0.            | 0.                |
| 200 D S W INC.                                 | 8,809.        | 8,842.            |
| <b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b> | <b>8,809.</b> | <b>8,842.</b>     |

SCHWAB

Schwab One® Account of  
HENRY S AND PATRICE HEMINGWAYAccount Number  
2088-2333Report Period  
January 1 - December 31;  
2011

## 2011 Year-End Schwab Gain/Loss Report

**Realized Gain or (Loss)**

|                             |              |                     |                 |                    |                    | Accounting Method   |  |
|-----------------------------|--------------|---------------------|-----------------|--------------------|--------------------|---|--|
|                             |              |                     |                 |                    |                    | Mutual Funds: Average<br>All Other Investments: First In First Out [FIFO] |  |
| Short-Term                  | Quantity/Par | Acquired/<br>Opened | Sold/<br>Closed | Total Proceeds     | Cost Basis         | Realized<br>Gain or (Loss)  |  |
| ADVANCE AUTO PARTS INC: AAP | 250.0000     | 10/19/10            | 01/10/11        | \$15,582.76        | \$15,046.45        | \$536.31  |  |
| ADVANCE AUTO PARTS INC: AAP | 250.0000     | 01/10/11            | 01/10/11        | \$15,582.76        | \$15,563.95        | \$18.61   |  |
| <b>Security Subtotal</b>    |              |                     |                 | <b>\$31,165.52</b> | <b>\$30,610.40</b> | <b>\$555.12</b>   |  |
| AETNA INC NEW: AET          | 200.0000     | 08/17/10            | 02/16/11        | \$7,510.91         | \$5,643.37         | \$1,867.54  |  |
| AETNA INC NEW: AET          | 100.0000     | 08/17/10            | 05/18/11        | \$4,422.22         | \$2,821.69         | \$1,600.53  |  |
| AETNA INC NEW: AET          | 231.0000     | 08/17/10            | 05/18/11        | \$10,215.30        | \$6,516.09         | \$3,697.21  |  |
| <b>Security Subtotal</b>    |              |                     |                 | <b>\$22,145.43</b> | <b>\$14,983.15</b> | <b>\$7,165.28</b>   |  |
| AMERN FINANCIAL GP NEW: AFG | 2.0000       | 10/19/10            | 02/16/11        | \$68.64            | \$62.24            | \$6.40  |  |
| AMERN FINANCIAL GP NEW: AFG | 108.0000     | 10/19/10            | 02/16/11        | \$3,706.34         | \$3,360.81         | \$345.53  |  |
| AMERN FINANCIAL GP NEW: AFG | 200.0000     | 10/19/10            | 06/14/11        | \$6,930.92         | \$6,223.73         | \$707.19  |  |
| AMERN FINANCIAL GP NEW: AFG | 80.0000      | 10/19/10            | 10/04/11        | \$2,406.65         | \$2,489.49         | (\$62.84)   |  |
| AMERN FINANCIAL GP NEW: AFG | 90.0000      | 10/19/10            | 10/04/11        | \$2,707.48         | \$2,800.68         | (\$93.20)   |  |



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Schwab One<sup>®</sup> Account of  
HENRY S AND PATRICE HEMMINGWAYReport Period  
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2088-2333

## 2011 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

| Accounting Method   |               |                    |                |                    |                    |                   |
|---|---------------|--------------------|----------------|--------------------|--------------------|-------------------|
| Mutual Funds: Average<br>All Other Investments: First In First Out (FIFO) |               |                    |                |                    |                    |                   |
| Short-Term (continued)  | Quantity, Par | Acquired<br>Opened | Sold<br>Closed | Total Proceeds     | Cost Basis         | Gain or Loss      |
| AMERN FINANCIAL GP NEW. AFG   | 170 0000      | 08 09 11 10 04 11  |                | \$5 114.12         | \$5 166.47         | (\$72.35)         |
| <b>Security Subtotal</b>  |               |                    |                | <b>\$20,934.15</b> | <b>\$20,123.42</b> | <b>\$610.73</b>   |
| ARCH CAP GROUP LTD NEW F. ACGL  | 160 0000      | 05 06 11 10 04 11  |                | \$3 176.01         | \$3 262.92         | (\$54.91)         |
| ARCH CAP GROUP LTD NEW F ACGL   | 206 0000      | 05 06 11 10 04 11  |                | \$6 546.71         | \$6 721.63         | (\$174.92)        |
| <b>Security Subtotal</b>  |               |                    |                | <b>\$9,724.72</b>  | <b>\$9,984.55</b>  | <b>(\$259.83)</b> |
| ASPEN INSURANCE HOLDINGF: AHL   | 100 0000      | 06 17 10 02 15 11  |                | \$2 961.25         | \$2 813.95         | \$147.30          |
| ASPEN INSURANCE HOLDINGF. AHL   | 3 0000        | 06 19 10 02 15 11  |                | \$66.84            | \$64.21            | \$2.63            |
| ASPEN INSURANCE HOLDINGF. AHL   | 100 0000      | 06 19 10 05 17 11  |                | \$2 727.87         | \$2 607.07         | (\$120.80)        |
| ASPEN INSURANCE HOLDINGF: AHL   | 159 0000      | 06 19 10 05 17/11  |                | \$4 337.31         | \$4 463.24         | (\$125.93)        |
| ASPEN INSURANCE HOLDINGF. AHL   | 171 0000      | 08 19 10 05/17/11  |                | \$4 664.65         | \$4 800.08         | (\$135.43)        |
| <b>Security Subtotal</b>  |               |                    |                | <b>\$14,779.92</b> | <b>\$14,968.55</b> | <b>(\$188.63)</b> |
| AUTONATION INC: AN  | 136 0000      | 08 02 11 09 06/11  |                | \$5 231.42         | \$5 000.15         | \$231.27          |
| AUTONATION INC. AN  | 53 0000       | 08 05 11 09 06 11  |                | \$1 269.35         | \$1 136.45         | \$132.94          |

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Schwab One® Account of  
**HENRY S AND PATRICE HEMINGWAY**

## 2011 Year-End Schwab Gain/Loss Report

### Realized Gain or (Loss) (continued)

|                               | Quantity/Par | Acquired/<br>Opened | Sold/<br>Closed | Total Proceeds     | Cost Basis         | Realized<br>Gain or (Loss) |
|-------------------------------|--------------|---------------------|-----------------|--------------------|--------------------|----------------------------|
| <b>Short-Term (continued)</b> |              |                     |                 |                    |                    |                            |
| AUTONATION INC: AN            | 103,0000     | 08/09/11            | 09/06/11        | \$3,962.04         | \$3,547.09         | \$-14.95                   |
| <b>Security Subtotal</b>      |              |                     |                 | <b>\$10,462.85</b> | <b>\$9,683.69</b>  | <b>\$779.16</b>            |
| AUTOZONE INC: AZO             | 20,0000      | 08/09/11            | 09/06/11        | \$6,182.40         | \$5,443.15         | \$735.25                   |
| <b>Security Subtotal</b>      |              |                     |                 | <b>\$6,182.40</b>  | <b>\$5,443.15</b>  | <b>\$739.25</b>            |
| CHUBB CORPORATION: CB         | 106,0000     | 04/06/10            | 02/15/11        | \$6,287.33         | \$5,440.76         | \$646.57                   |
| CHUBB CORPORATION: CB         | 32,0000      | 09/06/11            | 10/04/11        | \$1,835.07         | \$1,897.69         | (\$62.62)                  |
| CHUBB CORPORATION: CB         | 137,0000     | 09/06/11            | 10/04/11        | \$7,856.39         | \$8,124.51         | (\$268.12)                 |
| <b>Security Subtotal</b>      |              |                     |                 | <b>\$15,978.79</b> | <b>\$15,462.96</b> | <b>\$515.83</b>            |
| COCA COLA ENT NEW: CCE        | 115,0000     | 01/04/11            | 02/16/11        | \$3,009.74         | \$2,853.72         | \$156.02                   |
| COCA COLA ENT NEW: CCE        | 485,0000     | 01/04/11            | 05/17/11        | \$13,910.28        | \$12,035.23        | \$1,875.05                 |
| <b>Security Subtotal</b>      |              |                     |                 | <b>\$16,920.02</b> | <b>\$14,888.95</b> | <b>\$2,031.07</b>          |
| CONOCOPHILLIPS: COP           | 154,0000     | 09/06/11            | 09/20/11        | \$10,362.75        | \$10,014.02        | \$348.73                   |
| <b>Security Subtotal</b>      |              |                     |                 | <b>\$10,362.75</b> | <b>\$10,014.02</b> | <b>\$348.73</b>            |
| DIRECTV CL A CLASS A: DTV     | 377,0000     | 04/07/10            | 01/10/11        | \$15,662.68        | \$13,013.57        | \$2,649.11                 |



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Schwab One® Account of  
HENRY S AND PATRICE HEMINGWAYReport Period  
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## 2011 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

|                           |                 |                      |               |                |                    | Accounting Method                                |                            |
|---------------------------|-----------------|----------------------|---------------|----------------|--------------------|--|----------------------------|
|                           |                 |                      |               |                |                    | Mutual Funds Average                             |                            |
|                           |                 |                      |               |                |                    | All Other Investments: First In First Out (FIFO) |                            |
| Short-Term (continued)    |                 | Acquired<br>Quantity | Par<br>Opened | Sold<br>Closed | Total Proceeds     | Cost Basis                                       | Realized<br>Gain or (Loss) |
| DIRECTV CL A              | CLASS A. DTV    | 236.0000             | 09 56 11      | 09 20 11       | \$10 427.15        | \$9 957.35                                       | \$469.50                   |
| <b>Security Subtotal</b>  |                 |                      |               |                | <b>\$26,089.83</b> | <b>\$22,970.92</b>                               | <b>\$3,116.91</b>          |
| ENDURANCE SPECIALTY HLDGF | ENH             | 117.0000             | 10 19 10      | 02 14 11       | \$5 677.14         | \$4 788.09                                       | \$635.05                   |
| ENDURANCE SPECIALTY HLDGF | ENH             | 100.0000             | 10 19 10      | 06 09 11       | \$4.081.45         | \$4 062.39                                       | \$10.54                    |
| ENDURANCE SPECIALTY HLDGF | ENH             | 156.0000             | 10 19 10      | 06 09 11       | \$6 446.70         | \$6 465.97                                       | \$17.27                    |
| <b>Security Subtotal</b>  |                 |                      |               |                | <b>\$16,207.29</b> | <b>\$15,346.45</b>                               | <b>\$560.84</b>            |
| ENI S P A SPON ADR        | F SPONSORED ADR | 272.0000             | 09 06 11      | 10 06 11       | \$10 326.65        | \$9 969.05                                       | \$357.59                   |
| <b>Security Subtotal</b>  |                 |                      |               |                | <b>\$10,326.85</b> | <b>\$9,969.05</b>                                | <b>\$357.60</b>            |
| FAMILY DOLLAR STORES INC  | FDO             | 49.0000              | 10 19 10      | 02 15 11       | \$2 147.01         | \$2 213.67                                       | \$66.66                    |
| FAMILY DOLLAR STORES INC  | FDO             | 51.0000              | 10 19 10      | 05 17 11       | \$2 692.67         | \$2 304.02                                       | \$388.65                   |
| FAMILY DOLLAR STORES INC  | FDO             | 100.0000             | 10 19 10      | 05 17 11       | \$5 279.75         | \$4 517.69                                       | \$762.06                   |
| FAMILY DOLLAR STORES INC  | FDO             | 133.0000             | 10 19 10      | 05 17 11       | \$7 022.06         | \$6 006.52                                       | \$1 015.54                 |
| <b>Security Subtotal</b>  |                 |                      |               |                | <b>\$17,141.49</b> | <b>\$15,043.90</b>                               | <b>\$2,057.59</b>          |
| FOREST LABORATORIES INC   | FRX             | 128.0000             | 07 12 11      | 09 06 11       | \$4 232.74         | \$4 988.15                                       | \$755.41                   |

SCHWAB

Schwab One® Account of  
**HENRY SAND PATRICE HEMINGWAY**

Account Number  
2008-2233

**Report Period**  
**January 1 - December 31, 2011**

2011 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

| Realized Gain or (Loss) (continued) |          |              |                 |             |                    |                    |
|-------------------------------------|----------|--------------|-----------------|-------------|--------------------|--------------------|
| Short-Term (continued)              |          | Quantity/Par | Acquired/Opened | Sold/Closed | Total Proceeds     | Cost Basis         |
| FOREST LABORATORIES INC: FRX        | 160.0000 | 08/09/11     | 09/06/11        |             | \$5,290.93         | \$5,297.59         |
| <b>Security Subtotal</b>            |          |              |                 |             | <b>\$9,523.67</b>  | <b>\$10,285.74</b> |
| GAMESTOP CORP CL A NEW: GME         | 200.0000 | 07/12/11     | 10/04/11        |             | \$4,557.80         | \$4,996.95         |
| GAMESTOP CORP CL A NEW: GME         | 235.0000 | 08/09/11     | 10/04/11        |             | \$5,355.41         | \$4,912.93         |
| <b>Security Subtotal</b>            |          |              |                 |             | <b>\$9,913.21</b>  | <b>\$9,909.88</b>  |
| GAP INC: GPS                        | 212.0000 | 07/13/10     | 02/14/11        |             | \$4,538.36         | \$3,983.74         |
| GAP INC: GPS                        | 249.0000 | 07/13/10     | 05/17/11        |             | \$5,723.08         | \$4,679.02         |
| GAP INC: GPS                        | 336.0000 | 07/13/10     | 05/17/11        |             | \$7,722.71         | \$6,313.85         |
| <b>Security Subtotal</b>            |          |              |                 |             | <b>\$17,984.15</b> | <b>\$14,976.61</b> |
| HEWLETT-PACKARD COMPANY: HPQ        | 450.0000 | 09/06/11     | 10/04/11        |             | \$9,584.17         | \$10,078.69        |
| <b>Security Subtotal</b>            |          |              |                 |             | <b>\$9,584.17</b>  | <b>\$10,078.69</b> |
| IT T EDUC SVCS INC: ESI             | 260.0000 | 10/19/10     | 01/24/11        |             | \$18,832.63        | \$14,984.95        |
| <b>Security Subtotal</b>            |          |              |                 |             | <b>\$18,832.63</b> | <b>\$14,984.95</b> |
| KROGER COMPANY: KR                  | 200.0000 | 09/06/11     | 10/04/11        |             | \$4,301.85         | \$4,546.07         |

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Schwab One® Account of  
HENRY S AND PATRICE HEMINGWAYReport Period  
January 1 - December 31,  
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## 2011 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

| Accounting Method   |          |                   |                     |                    |                    |                          |
|---|----------|-------------------|---------------------|--------------------|--------------------|--------------------------|
| Individual Funds Average<br>All Other Investments First In First Out (FIFO) |          |                   |                     |                    |                    |                          |
| Short-Term (continued)  | Quantity | Acquired<br>FIFO  | Sold:<br>Open/Close | Total Proceeds     | Cost Basis         | Realized<br>Gain or Loss |
| KROGER COMPANY-KR   | 240.0000 | 09/06/11 10/04/11 |                     | \$5,162.22         | \$5,454.80         | \$232.56                 |
| <b>Security Subtotal</b>  |          |                   |                     | <b>\$9,464.07</b>  | <b>\$10,000.87</b> | <b>(\$536.80)</b>        |
| LORILLARD INC LO  | 92.0000  | 09/06/11 10/04/11 |                     | \$10,201.53        | \$9,986.35         | \$215.58                 |
| <b>Security Subtotal</b>  |          |                   |                     | <b>\$10,201.93</b> | <b>\$9,986.35</b>  | <b>\$215.58</b>          |
| NEWMARKET CORPORATION NEU   | 63.0000  | 09/06/11 10/04/11 |                     | \$6,911.65         | \$6,866.95         | \$44.70                  |
| <b>Security Subtotal</b>  |          |                   |                     | <b>\$8,911.68</b>  | <b>\$9,899.95</b>  | <b>(\$586.27)</b>        |
| OMNICOM GROUP INC: OMIC   | 263.0000 | 09/06/11 10/06/11 |                     | \$10,221.55        | \$10,055.55        | \$166.00                 |
| <b>Security Subtotal</b>  |          |                   |                     | <b>\$10,221.55</b> | <b>\$10,055.55</b> | <b>\$166.00</b>          |
| RENAISSANCE HLDGS INCF: RNR   | 11.0000  | 06/16/10 02/14/11 |                     | \$767.18           | \$625.17           | \$142.01                 |
| RENAISSANCE HLDGS INCF: RNR   | 74.0000  | 06/16/10 02/14/11 |                     | \$5,161.01         | \$4,205.71         | \$955.30                 |
| RENAISSANCE HLDGS INCF: RNR   | 10.0000  | 08/18/10 06/09/11 |                     | \$711.65           | \$568.34           | \$143.51                 |
| RENAISSANCE HLDGS INCF: RNR   | 100.0000 | 06/18/10 06/09/11 |                     | \$7,116.72         | \$5,683.39         | \$1,433.33               |
| RENAISSANCE HLDGS INCF: RNR   | 69.0000  | 06/15/10 07/12/11 |                     | \$4,834.76         | \$3,921.54         | \$913.22                 |
| <b>Security Subtotal</b>  |          |                   |                     | <b>\$18,591.35</b> | <b>\$15,004.15</b> | <b>\$3,587.20</b>        |

SCHWAB

Schwab One® Account of  
HENRY S AND PATRICE HEMMINGWAY

Account Number  
2088-2333

Report Period  
January 1 - December 31,  
2011

## 2011 Year-End Schwab Gain/Loss Report

### Realized Gain or (Loss) (continued)

| Realized Gain or (Loss) (continued) |              |                 |             |                    |                    |                         |
|-------------------------------------|--------------|-----------------|-------------|--------------------|--------------------|-------------------------|
|                                     | Quantity/Par | Acquired/Opened | Sold/Closed | Total Proceeds     | Cost Basis         | Realized Gain or (Loss) |
| <b>Short-Term (continued)</b>       |              |                 |             |                    |                    |                         |
| RESEARCH IN MOTION LTD F: RIMM      | 177.0000     | 07/13/11        | 10/04/11    | \$3,518.34         | \$5,018.05         | (\$1,499.71)            |
| RESEARCH IN MOTION LTD F: RIMM      | 230.0000     | 08/09/11        | 10/04/11    | \$4,571.85         | \$5,158.42         | (\$586.57)              |
| <b>Security Subtotal</b>            |              |                 |             | <b>\$8,090.19</b>  | <b>\$10,176.47</b> | <b>(\$2,086.28)</b>     |
| RYDER SYSTEM INC: R                 | 362.0000     | 08/17/10        | 02/16/11    | \$17,819.21        | \$14,977.65        | \$2,841.56              |
| <b>Security Subtotal</b>            |              |                 |             | <b>\$17,819.21</b> | <b>\$14,977.65</b> | <b>\$2,841.56</b>       |
| SEAGATE TECHNOLOGY PLC F: STX       | 300.0000     | 07/18/11        | 09/06/11    | \$3,131.36         | \$4,868.95         | (\$1,737.59)            |
| SEAGATE TECHNOLOGY PLC F: STX       | 450.0000     | 08/09/11        | 09/06/11    | \$4,637.04         | \$5,089.45         | (\$362.41)              |
| <b>Security Subtotal</b>            |              |                 |             | <b>\$7,828.40</b>  | <b>\$9,958.40</b>  | <b>(\$2,130.00)</b>     |
| TEXAS INSTRUMENTS INC: TXN          | 160.0000     | 07/12/11        | 09/06/11    | \$3,947.95         | \$5,016.95         | (\$1,069.00)            |
| TEXAS INSTRUMENTS INC: TXN          | 200.0000     | 08/09/11        | 09/06/11    | \$4,934.93         | \$5,270.55         | (\$335.62)              |
| <b>Security Subtotal</b>            |              |                 |             | <b>\$8,882.88</b>  | <b>\$10,287.50</b> | <b>(\$1,404.62)</b>     |
| TRAVELERS COMPANIES INC: TRV        | 100.0000     | 08/09/11        | 10/04/11    | \$4,624.20         | \$4,923.35         | (\$299.15)              |
| <b>Security Subtotal</b>            |              |                 |             | <b>\$4,624.20</b>  | <b>\$4,923.35</b>  | <b>(\$299.15)</b>       |



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## 2011 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

Accounting Method  
Mutual Funds: Average  
All Other Investments: First In First Out (FIFO)

| Short-Term (continued)   | Acquired/<br>Opened | Sold/<br>Closed   | Total Proceeds      | Cost Basis          | Realized<br>Gain or Loss |
|--------------------------|---------------------|-------------------|---------------------|---------------------|--------------------------|
| UNUM GROUP: UNM          | 454.0000            | 09/06/11 10/04/11 | \$5,075.42          | \$10,019.65         | (\$544.23)               |
| <b>Security Subtotal</b> |                     |                   | <b>\$9,075.42</b>   | <b>\$10,019.65</b>  | <b>(\$944.23)</b>        |
| WALGREEN COMPANY: WAG    | 284.0000            | 09/06/11 10/04/11 | \$3,161.23          | \$9,991.55          | (\$630.32)               |
| <b>Security Subtotal</b> |                     |                   | <b>\$3,161.23</b>   | <b>\$9,991.55</b>   | <b>(\$630.32)</b>        |
| <b>Total Short-Term</b>  |                     |                   | <b>\$417,134.95</b> | <b>\$395,010.47</b> | <b>\$22,124.48</b>       |

| Long-Term                      | Acquired/<br>Opened | Sold/<br>Closed   | Total Proceeds     | Cost Basis         | Realized<br>Gain or Loss |
|--------------------------------|---------------------|-------------------|--------------------|--------------------|--------------------------|
| ARCH CAP GROUP LTD NEW F: ACGL | 57.0000             | 10/05/09 02/15/11 | \$5,234.95         | \$3,806.13         | \$1,428.82               |
| ARCH CAP GROUP LTD NEW F: ACGL | 411.0000            | 10/05/09 05/18/11 | \$14,145.62        | \$9,148.05         | \$4,997.57               |
| <b>Security Subtotal</b>       |                     |                   | <b>\$19,380.57</b> | <b>\$12,954.18</b> | <b>\$6,426.39</b>        |
| AUTOZONE INC: AZO              | 11 0000             | 10/05/09 02/14/11 | \$2,867.49         | \$1,596.19         | \$1,271.30               |
| AUTOZONE INC: AZO              | 29 0000             | 10/05/09 06/05/11 | \$6,456.60         | \$4,206.15         | \$2,250.45               |
| AUTOZONE INC: AZO              | 20 0000             | 10/05/09 09/06/11 | \$6,152.41         | \$2,902.17         | \$3,250.24               |
| <b>Security Subtotal</b>       |                     |                   | <b>\$17,508.50</b> | <b>\$8,706.51</b>  | <b>\$8,801.99</b>        |

**SCHWAB**Schwab One® Account of  
**HENRY S AND PATRICE HEMINGWAY**Account Number  
**2088-2333**Report Period  
**January 1 - December 31;  
2011****2011 Year-End Schwab Gain/Loss Report****Realized Gain or (Loss) (continued)**

| <u>Long-Term (continued)</u>         |              |                     |                 |                     |                     | <u>Accounting Method</u>   |
|--------------------------------------|--------------|---------------------|-----------------|---------------------|---------------------|----------------------------|
|                                      | Quantity/Par | Acquired/<br>Opened | Sold/<br>Closed | Total Proceeds      | Cost Basis          | Realized<br>Gain or (Loss) |
| CHUBB CORPORATION: CB                | 214.0000     | 04/06/10            | 07/12/11        | \$13,333.69         | \$10,984.19         | \$2,349.50                 |
| <b>Security Subtotal</b>             |              |                     |                 | <b>\$13,333.69</b>  | <b>\$10,984.19</b>  | <b>\$2,349.50</b>          |
| TRAVELERS COMPANIES INC: TRV         | 33.0000      | 11/23/09            | 02/14/11        | \$1,936.36          | \$1,754.76          | \$181.60                   |
| TRAVELERS COMPANIES INC: TRV         | 122.0000     | 11/23/09            | 06/09/11        | \$7,457.31          | \$6,487.29          | \$970.02                   |
| TRAVELERS COMPANIES INC: TRV         | 90.0000      | 11/23/09            | 10/04/11        | \$4,161.78          | \$4,785.71          | (\$623.93)                 |
| <b>Security Subtotal</b>             |              |                     |                 | <b>\$13,555.45</b>  | <b>\$13,027.76</b>  | <b>\$527.69</b>            |
| <b>Total Long-Term</b>               |              |                     |                 | <b>\$63,778.21</b>  | <b>\$45,672.64</b>  | <b>\$16,105.57</b>         |
| <b>Total Realized Gain or (Loss)</b> |              |                     |                 | <b>\$480,913.16</b> | <b>\$440,683.11</b> | <b>\$40,230.05</b>         |

Schwab has provided realized gain and loss information whenever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.