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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

THE FRED PERRY FAMILY FOUNDATION  
C/O STERLING FOUNDATION MANAGEMENT, LLC

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

2325 DULLES CORNER BLVD, STE 670

A Employer identification number

20-3804125

B Telephone number

703-437-9720

City or town, state, and ZIP code

HERNDON, VA 20171

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

J Accounting method:  Cash  Accrual

(from Part II, col (c), line 16)

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

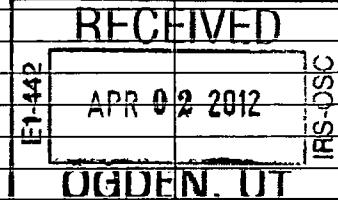
► \$ 511,355. (Part I, column (d) must be on cash basis)

## 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				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
3					
4	Dividends and interest from securities	12,863.	12,863.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	32,330.			
7	Capital gain net income (from Part IV, line 2)			0.	
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	9,893.	12,863.	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				
c	Other professional fees	15,860.	9,860.	0.	3,586.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	25.	0.	0.	0.
24	Total operating and administrative expenses Add lines 13 through 23	15,885.	9,860.	0.	3,586.
25	Contributions, gifts, grants paid	24,110.			24,110.
26	Total expenses and disbursements. Add lines 24 and 25	39,995.	9,860.	0.	27,696.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-30,102.			
b	Net investment income (if negative, enter -0-)		3,003.		
c	Adjusted net income (if negative, enter -0-)			0.	

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Assets	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		4,282.	3,649.	3,649.
	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				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 4	595,289.	565,845.	507,706.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers)		599,571.	569,494.	511,355.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► )	STATEMENT 5	0.	25.	
	23 Total liabilities (add lines 17 through 22)		0.	25.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		599,571.	569,469.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
Net Assets or Fund Balances	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		599,571.	569,469.	
	31 Total liabilities and net assets/fund balances		599,571.	569,494.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 599,571.
2 Enter amount from Part I, line 27a	2 -30,102.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 569,469.
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	6 569,469.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PRIN PREFERRED SEC'S</b>			P	11/12/09	11/15/11
<b>b ISHARES MORNINGSTAR SM</b>			P	11/12/09	06/20/11
<b>c PROFUNDS ULTRA JAPAN 1</b>			P	11/12/09	12/28/11
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 21,313.		20,000.		1,313.	
b 10,109.		7,402.		2,707.	
c 908.		7,898.		-6,990.	
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 as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				1,313.	
b				2,707.	
c				-6,990.	
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		-2,970.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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

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

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

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

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	22,077.	543,408.	.040627
2009	27,146.	460,269.	.058979
2008	35,114.	564,840.	.062166
2007	17,967.	672,071.	.026734
2006	1,206.	328,363.	.003673

2 Total of line 1, column (d)

2 .192179

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 .038436

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

4 559,479.

5 Multiply line 4 by line 3

5 21,504.

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

6 30.

7 Add lines 5 and 6

7 21,534.

8 Enter qualifying distributions from Part XII, line 4

8 27,696.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	30.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	2	0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	30.	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6	Credits/Payments:	5	30.	
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	185.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	185.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	155.	
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ►	11	0.	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<input checked="" type="checkbox"/>	
1c	Did the foundation file Form 1120-POL for this year?	<input checked="" type="checkbox"/>	
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? <i>If "Yes," attach a detailed description of the activities.</i>	<input checked="" type="checkbox"/>	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<input checked="" type="checkbox"/>	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	<input checked="" type="checkbox"/>	
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?	<input checked="" type="checkbox"/>	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input checked="" type="checkbox"/>	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____ <b>VA</b>	<input checked="" type="checkbox"/>	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
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)? <i>If "Yes," complete Part XIV</i>	<input checked="" type="checkbox"/>	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	<input checked="" type="checkbox"/>	

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

11		
12		
13	X	
Website address ►	N/A	
14	STERLING FOUNDATION MANAGEMENT	Telephone no. ► 703-437-9720
	Located at ► 2325 DULLES CORNER BLVD, STE 670, HERNDON, VA	ZIP+4 ► 20171
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	►   15   N/A
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? 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 No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X 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	X 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	X 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)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ►		
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?	1b	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	X No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	2b	
►		
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	X 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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here  N/Ac If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

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

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

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

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

5b

6b

X

 Yes  No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED N. PERRY DIX HILLS, NY 11746	DIRECTOR 1.00	0.	0.	0.

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services ► 0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
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		
3		
All other program-related investments. See instructions.		
4		
<b>Total.</b> Add lines 1 through 3		► 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	561,937.
b	Average of monthly cash balances	1b	6,062.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	567,999.
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	567,999.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,520.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	559,479.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	27,974.

**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	27,974.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	30.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,944.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	27,944.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,944.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	27,696.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	27,696.
b	Cash distribution test (attach the required schedule)	5	30.
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	27,666.
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		
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4		

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

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

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				27,944.
2 Undistributed income, if any, as of the end of 2011			24,110.	
a Enter amount for 2010 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 27,696.			24,110.	
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				3,586.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
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				24,358.
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				



## THE FRED PERRY FAMILY FOUNDATION

Form 990-PF (2011)

C/O STERLING FOUNDATION MANAGEMENT, LLC

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**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>				
TEACH FOR AMERICA 519 8TH AVE, 15TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	TO FURTHER CHARITABLE PURPOSE	24,110.
<b>Total</b>			► 3a	24,110.
<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.		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		(c) Exclu- sion code
<b>1</b> Program service revenue:					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities				<b>14</b>	<b>12,863.</b>
<b>5</b> Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory				<b>18</b>	<b>-2,970.</b>
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue:					
a					
b					
c					
d					
e					
<b>12</b> Subtotal. Add columns (b), (d), and (e)			<b>0.</b>	<b>9,893.</b>	<b>0.</b>
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				<b>13</b>	<b>9,893.</b>

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
13	<b>ALL SOURCES OF REVENUE ARE USED TO INVEST IN SECURITIES OR CASH AND EQUIVALENT INVESTMENTS. INCOME FROM THESE INVESTMENTS ARE THEN USED FOR CHARITABLE PURPOSES AS DETERMINED BY THE BOARD OF DIRECTORS, IN ACCORDANCE WITH THE FOUNDATION'S EXEMPT FUNCTION.</b>



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERIPRISE	7,740.	0.	7,740.
AMERIPRISE - TAX EXEMPT	5,123.	0.	5,123.
TOTAL TO FM 990-PF, PART I, LN 4	12,863.	0.	12,863.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOUNDATION MANAGEMENT FEES	7,500.	1,500.	0.	3,586.
INVESTMENT MANAGEMENT FEES	8,360.	8,360.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	15,860.	9,860.	0.	3,586.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	25.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	25.	0.	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	4
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERIPRISE	COST	565,845.	507,706.
TOTAL TO FORM 990-PF, PART II, LINE 13		565,845.	507,706.

THE FRED PERRY FAMILY FOUNDATION C/O STE

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FORM 990-PF	OTHER LIABILITIES	STATEMENT	5
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DUE TO STERLING FOUNDATION MANAGEMENT	0.	25.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	25.	

December 1, 2011 - December 30, 2011

**Premier Portfolio Services (continued)**  
**SPS Advantage with ONE Features**  
**FRED PERRY FAM FOUNDATION**

Account #  
**0000 5872 7710 4 021**

**Account Holdings (continued)**

Symbol	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis <sup>1</sup>	Estimated	
							Unrealized Gain/Loss	Annual Income
<b>Mutual Funds</b>								
ACTIX	INV VK HIGH YIELD MUNI - A	\$45,294.12	4,916.1580	\$9.400	\$46,211.89	\$48,836.81	-\$2,624.93	\$2,739.00
	INVEESCO FUNDS	\$53,850.45	4,754.1150	\$11.160	\$53,055.92	\$48,790.52	\$4,265.40	\$0.00
VAFAX	INV VK AMER FRANCHISE - A							0.00%
	INVEESCO FUNDS							
WBIGX	W BLAIR INTL GROWTH - N	\$36,945.60	1,914.2800	\$18.680	\$35,758.75	\$62,779.04	-\$27,020.29	\$0.00
	WILLIAM BLAIR MUTUAL FUNDS							0.00%
SHGTX	COL SIG GLOBAL TECH - A	\$43,547.71	2,450.6670	\$19.390	\$47,518.43	\$40,335.12	\$7,183.31	\$0.00
	COLUMBIA FUNDS GROUP							0.00%
ETGIX	ENGIN GREATER INDIA - A	\$30,863.20	1,636.4370	\$17.240	\$28,212.17	\$44,864.05	-\$16,651.88	\$61.00
	EATON VANCE GROUP							0.22%
FNITX	FID ADV NEW INSIGHTS - T	\$41,714.53	2,117.4890	\$19.460	\$41,206.34	\$36,256.11	\$4,950.22	\$0.00
	FIDELITY ADVISOR FUNDS							0.00%
HRSVX	HEART SELECT VALUE IN /	\$47,821.76	1,732.0450	\$26.810	\$46,436.13	\$47,513.88	-\$1,077.76	\$222.00
	HEARTLAND FUNDS							0.48%
PHDAX	PIMCO HIGH YIELD - A	\$20,464.04	2,320.1860	\$8.980	\$20,835.27	\$20,000.00	\$835.27	\$1,506.00
	PIMCO FUNDS							7.23%
UPIX	PROFUNDS ULTRA JAPAN INV	\$3,846.63	492.3030	\$5.560	\$2,737.20	\$23,850.60	-\$21,113.40	\$0.00
	PROFUNDS							0.00%
RMUNX	OPP ROCHESTER MUNI - A	\$38,809.16	2,497.3340	\$15.980	\$39,907.40	\$44,871.84	-\$4,964.45	\$2,458.00
	OPENHEIMER FUNDS							6.16%
TEQAX	TOUCH L/CAP GROWTH - A	\$7,036.92	2,635.7740	\$25.050	\$67,278.64	\$60,167.12	\$7,111.51	\$0.00
	TOUCHSTONE SECURITIES							0.00%
Total Mutual Funds					\$429,158.14	\$478,265.09	-\$49,107.00	\$6,986.00
<b>Equities</b>								
EVF	ERITH VANCE SENIOR INCOME TR	\$22,540.00	3,500.0000	\$6.530	\$22,855.00	\$24,780.00	-\$1,925.00	\$1,470.00
	SHLF INN							6.43%
JKJ	ISIAFFES MORNINGSTAR SMALL CORE	\$23,305.00	340.0000	\$83.780	\$28,485.20	\$22,878.60	\$5,606.60	\$289.00
	INCDY FUND							1.01%
Total Equities					\$51,340.20	\$47,658.60	\$3,681.60	\$1,759.00

December 1, 2011 - December 30, 2011

Premier Portfolio Services (continued)  
**SPS Advantage with ONE Features**  
**FRED PERRY FAM FOUNDATION**

Account #

0000 5872 7710 4 021

**Account Holdings (continued)**

Symbol	Description	Beginning Value	Quantity	Ending Price	Ending Value	Cost Basis <sup>1</sup>	Unrealized Gain/Loss	Annual Income	Yield	Estimated
<b>Fixed Income</b>										
PFX	MF:GENIX COMPANIES II, C F/FD QIUBS B/E 7.45%	\$18,705.50	950.0000	\$19.300	\$18,335.00	\$19,992.06	-\$1,657.06	\$1,769.00	9.65%	
RBSRFF	RGS CAPITAL FUND, G FUND V PFD 5.9% NA NON CUMUL NON VIG 12/12/09 CALL @ 2%	\$9,847.50	975.0000	\$9.100	\$8,872.50	\$19,929.00	-\$11,056.50	\$0.00	0.00%	
Total Fixed Income					\$27,207.50	\$39,921.06	-\$12,713.56	\$1,769.00		
Total Account Holdings					\$51,354.87	\$565,844.75	-\$58,138.96	\$10,514.32		
<i><sup>1</sup> Cost basis may be incomplete or inaccurate and should not be relied upon in preparing your tax return. See the Disclosures section of this statement for more information. The MSRB provides disclosure and offering documents from municipal securities issuers online at <a href="http://www.emma.msrb.org">www.emma.msrb.org</a>. You can also find pricing for municipal trades, interest rates, auction results, daily market statistics and material about municipal securities.</i>										
<i><sup>2</sup> M - Indicates securities held in margin account.</i>										
<i><sup>3</sup> Cost basis purchase!</i>										
<i><sup>4</sup> 12/13/2011 FUND 12/13/2011 FUND</i>										
<i><sup>5</sup> 12/13/2011 FUND 12/13/2011 FUND</i>										
<i><sup>6</sup> 12/30/2011 Reinvest OPP ROCHESTER MUNI - A Or: FUND FUND Total Securities Purchased</i>										
<i><sup>7</sup> Securities Sold</i>										
<i><sup>8</sup> 12/28/2011 Sell PROFUNDS ULTR.A. APAN INV PROFUNDS</i>										
<i><sup>9</sup> 12/05/2011 Sw. C. Additions 12/12/2011 Sw. C. DREYFUS MUNI - MKT A 12/12/2011 Sw. C. DREYFUS MUNI - MKT A</i>										

**Account Activity Detail**

Date	Description	Amount	Quantity	Price
<b>Trade Activity</b>				
12/02/2011	Sw. C. Purchase!			
12/13/2011	FUND 12/13/2011 FUND	\$229.50	24.7840	\$9.2600
12/13/2011	FUND 12/13/2011 FUND	\$577.54	51.0190	\$11.3200
12/30/2011	INVEFICO FUNDS Or: FUND FUND	\$203.66	12.7530	\$15.9700
	Total Securities Purchased	-\$1,010.70		
12/28/2011	Securities Sold	\$307.91	-163.0000	\$5.5700
	<i><sup>10</sup> Sell PROFUNDS ULTR.A. APAN INV PROFUNDS</i>			
12/05/2011	Sw. C. Additions			
12/12/2011	DREYFUS MUNI - MKT A			
12/12/2011	DREYFUS MUNI - MKT A			