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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.

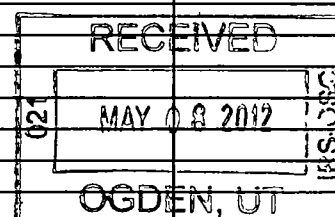
For calendar year 2011 or tax year beginning

, and ending

Name of foundation VINCE & LINDA MCMAHON FAMILY FOUNDATION, INC.		A Employer identification number 20-4717289
Number and street (or P O box number if mail is not delivered to street address) 1241 EAST MAIN STREET		B Telephone number (203) 352-8612
City or town, state, and ZIP code STAMFORD, CT 06902-3520		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,014,378.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	2,000,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,489.	47,489.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,456.			
	b Gross sales price for all assets on line 6a	2,166,545.			
	7 Capital gain net income (from Part IV, line 2)		6,456.		
	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	<10,293.>	<10,293.>		STATEMENT 2	
12 Total. Add lines 1 through 11	2,043,652.	43,652.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	15,478.	0.		0.
	b Accounting fees				
	c Other professional fees STMT 4	5,381.	5,381.		0.
	17 Interest				
	18 Taxes STMT 5	37.	37.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	382.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	21,278.	5,418.		0.
	25 Contributions, gifts, grants paid	2,376,335.			2,376,335.
26 Total expenses and disbursements. Add lines 24 and 25	2,397,613.	5,418.		2,376,335.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<353,961.>				
b Net investment income (if negative, enter -0-)		38,234.			
c Adjusted net income (if negative, enter -0-)			N/A		

SCANNED MAY 10 2012



**VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.**

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	213,316.	76,534.	76,534.
	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 7	457,409.	427,941.	424,618.
	c Investments - corporate bonds STMT 8	330,840.	227,245.	274,595.
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	333,163.	249,047.	238,631.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,334,728.	980,767.	1,014,378.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	4,531,500.	4,531,500.	
	29 Retained earnings, accumulated income, endowment, or other funds	<3,196,772.>	<3,550,733.>	
	30 Total net assets or fund balances	1,334,728.	980,767.	
	31 Total liabilities and net assets/fund balances	1,334,728.	980,767.	

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)	1,334,728.
2 Enter amount from Part I, line 27a	<353,961.>
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	980,767.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	980,767.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MORGAN STANLEY ACCOUNT 79346	P		
b MORGAN STANLEY ACCOUNT 79350	P		
c POLARIS FUTURES FUND, LP	P		
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,889,091.		1,887,424.	1,667.
b 277,454.		240,311.	37,143.
c		32,354.	<32,354.>
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,667.
b			37,143.
c			<32,354.>
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	6,456.
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	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	1,604,749.	2,602,832.	.616540
2009	1,498,000.	3,631,071.	.412550
2008	2,532,567.	6,998,203.	.361888
2007	1,512,500.	10,214,974.	.148067
2006	2,525,000.	4,776,619.	.528617

2 Total of line 1, column (d)	2	2.067662
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	.413532
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,273,884.
5 Multiply line 4 by line 3	5	940,324.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	382.
7 Add lines 5 and 6	7	940,706.
8 Enter qualifying distributions from Part XII, line 4	8	2,376,335.

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)			
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		1	382.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	382.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	382.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,249.	
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	3,249.	
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	2,867.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,867. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► LINDA E. MCMAHON, SEC/TREAS. Telephone no. ► (203) 324-2010 Located at ► 1055 WASHINGTON BOULEVARD, STAMFORD, CT ZIP+4 ► 06901			
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 ►	16	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 <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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b X

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

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ 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?

☐ Yes ☒ No

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

6b

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?

☐ Yes ☒ No

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

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
VINCENT K. MCMAHON 1241 EAST MAIN STREET STAMFORD, CT 06902	DIRECTOR / PRESIDENT 1.50	0.	0.	0.
LINDA E. MCMAHON 1241 EAST MAIN STREET STAMFORD, CT 06902	DIRECTOR / SECRETARY / TREASURER 1.50	0.	0.	0.
JERRY S. MCDEVITT 210 SIXTH AVENUE PITTSBURGH, PA 15222	DIRECTOR 1.50	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	
All other program-related investments. See instructions.	
3	
Total. 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 2,043,466.
b	Average of monthly cash balances	1b 265,046.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 2,308,512.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 2,308,512.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 34,628.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 2,273,884.
6	Minimum investment return. Enter 5% of line 5	6 113,694.

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	1 113,694.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 382.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 382.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 113,312.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 113,312.
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	7 113,312.

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 2,376,335.
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 2,376,335.
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	5 382.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 2,375,953.

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				113,312.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,373,472.			
b From 2007	1,015,124.			
c From 2008	2,183,523.			
d From 2009	1,316,446.			
e From 2010	1,476,109.			
f Total of lines 3a through e	8,364,674.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	2,376,335.			
a Applied to 2010, but not more than line 2a			0.	
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				113,312.
e Remaining amount distributed out of corpus	2,263,023.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,627,697.			
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	2,373,472.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	8,254,225.			
10 Analysis of line 9:				
a Excess from 2007	1,015,124.			
b Excess from 2008	2,183,523.			
c Excess from 2009	1,316,446.			
d Excess from 2010	1,476,109.			
e Excess from 2011	2,263,023.			

N/A

▶

	4942(i)(3) or		4942(j)(5)
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(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

SEE STATEMENT 10

NONE

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

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

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

VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.

Form 990-PF (2011)

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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
Name and address (home or business)				
a Paid during the year				
ABILITY BEYOND DISABILITY 4 BERKSHIRE BLVD BETHEL, CT 06801	N/A	PUBLIC CHARITY	ROSES FOR AUTISM PROGRAM	150,000.
ACADEMY OF THE HOLY FAMILY, INC. 54 WEST MAIN ST. BALTIC, CT 06330	N/A	PUBLIC CHARITY	USED ACTIVITY BUSES	20,000.
ACHIEVEMENT FIRST 403 JAMES ST NEW HAVEN, CT 06513	N/A	PUBLIC CHARITY	GENERAL USE	150,000.
ALMADA LODGE TIMES FARM CAMP 73 TIMES FARM RD ANDOVER, CT 06232	N/A	PUBLIC CHARITY	CHILDREN'S CAMP	2,500.
ARCHDIOCESE OF HARTFORD CATHOLIC SCHOOLS 467 BLOOMFIELD AVE BLOOMFIELD, CT 06002	N/A	PUBLIC CHARITY	NEIGHBORHOOD YOUTH CENTER	68,335.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			2,376,335.
b Approved for future payment				
NONE				
Total	▶ 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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	47,489.	
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			18	<10,293.>	
8 Gain or (loss) from sales of assets other than inventory			18	6,456.	
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.		43,652.	0.
13 Total. Add line 12, columns (b), (d), and (e)				43,652.	43,652.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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 1)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee <i>Linda E. McMahon</i>	Date 4-30-12	Title Secretary/Treasurer		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PAUL LATTNER	<i>Paul Lattner</i>	4/25/2012		P00982900
	Firm's name ▶ K&L GATES LLP				Firm's EIN ▶ 25-0921018
	Firm's address ▶ 210 SIXTH AVENUE PITTSBURGH, PA 15222-2613				Phone no. 412-355-6500

Form 990-PF (2011)

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

VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.

Employer identification number

20-4717289

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
**VINCE & LINDA MCMAHON FAMILY
 FOUNDATION, INC.**

Employer identification number
20-4717289

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LINDA E. MCMAHON 14 HURLINGHAM DRIVE GREENWICH, CT 06831	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	VINCENT K. MCMAHON 14 HURLINGHAM DRIVE GREENWICH, CT 06831	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.

20-4717289

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

[illegible]

Employer identification number

20-4717289

Part III

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

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

VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.

20-4717289

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS & GIRLS CLUB OF STAMFORD 347 STILLWATER AVE STAMFORD, CT 06902	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	100,000.
CAMPAIGN FOR MISA, INC. 22 SUNSET RD OLD GREENWICH, CT 06870	N/A	PUBLIC CHARITY	INSTRUCTIONAL SPACE & AUDITORIUM PROJECT	25,000.
CHILDREN'S HEALTHCARE OF ATLANTA 1605 CHANTILLY DR ATLANTA, GA 30324	N/A	PUBLIC CHARITY	GENERAL USE	25,000.
CONNECTICUT BASKETBALL CLUB, INC. 287 CAPITAL AVENUE HARTFORD, CT 06103	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	100,000.
CONNECTICUT PUBLIC BROADCASTING, INC. 1049 ASYLUM AVE HARTFORD, CT 06105	N/A	PUBLIC CHARITY	EDUCATION INITIATIVE-EDUCATION VS INCARCERATION	75,000.
CONNECTICUT SCIENCE CENTER 250 COLUMBUS BLVD HARTFORD, CT 06103	N/A	PUBLIC CHARITY	YOUTH ALIVE PROGRAM	5,000.
DAN MARINO FOUNDATION, INC. 400 NORTH ANDREWS AVE FT LAUDERDALE, FL 33301	N/A	PUBLIC CHARITY	GENERAL USE	10,000.
EAST CAROLINA UNIVERSITY EAST FIFTH STREET GREENVILLE, NC 27858	N/A	PUBLIC CHARITY	DISTINGUISHED PROFESSORSHIP ENDOWMENT	333,000.
FAMILY CENTERS 60 PALMER'S HILL ROAD STAMFORD, CT 06902	N/A	PUBLIC CHARITY	YOUNG PARENTS PROGRAM	15,000.
FRIENDS OF AUTISTIC PEOPLE 974 NORTH ST GREENWICH, CT 06831	N/A	PUBLIC CHARITY	GENERAL USE	10,000.
Total from continuation sheets				1,985,500.

VINCE & LINDA MCMAHON FAMILY
FOUNDATION, INC.

20-4717289

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRACE ACADEMY 277 MAIN ST HARTFORD, CT 06106	N/A	PUBLIC CHARITY	MASTER TEACHER	5,000.
HEROES IN TRANSITION, INC. 22 BATES RD MASHPEE, MA 02649	N/A	PUBLIC CHARITY	ASSISTANCE TO VETERANS IN NEED	2,500.
LONG ISLAND SOUNDKEEPER FUND, INC. 7 EDGEWATER PLACE NORWALK, CT 06855	N/A	PUBLIC CHARITY	SUPPORT CLEAN WATER PROGRAMS	20,000.
MILL RIVER COLLABORATIVE, INC. 888 WASHINGTON BLVD STAMFORD, CT 06904	N/A	PUBLIC CHARITY	CAPITAL CAMPAIGN	100,000.
NOTRE DAME CATHOLIC HIGH SCHOOL 220 JEFFERSON ST FAIRFIELD, CT 06825	N/A	PUBLIC CHARITY	EDUCATION FOR TWO STUDENTS	10,000.
SACRED HEART UNIVERSITY 5151 PARK AVENUE FAIRFIELD, CT 06825	N/A	PUBLIC CHARITY	CAPITAL CAMPAIGN FOR UNIVERSITY	1,000,000.
ST LUKE'S LIFE WORKS 141 FRANKLIN ST STAMFORD, CT 06901	N/A	PUBLIC CHARITY	AFTER SCHOOL YOUTH CENTER	50,000.
STAMFORD HOSPITAL 30 SHELburne ROAD STAMFORD, CT 06904	N/A	PUBLIC CHARITY	KIDS FAN PROGRAM	25,000.
TEACH FOR AMERICA, INC. 101 WHITNEY AVE NEW HAVEN, CT 06510	N/A	PUBLIC CHARITY	GENERAL USE	10,000.
WATERBURY YOUTH SERVICES SYSTEM, INC. 95 NORTH MAIN ST WATERBURY, CT 06702	N/A	PUBLIC CHARITY	GENERAL USE	5,000.
Total from continuation sheets				

20-4717289

3 Grants and Contributions Paid During the Year (Continuation)

123631 08-03-11

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVS ON VARIOUS STOCKS	47,303.	0.	47,303.
INT ON GOVT SECURITIES	171.	0.	171.
TAX-EXEMPT MONEY MARKET DIVS	15.	0.	15.
TOTAL TO FM 990-PF, PART I, LN 4	47,489.	0.	47,489.

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POLARIS FUTURES FUND, LP	<10,293.>	<10,293.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<10,293.>	<10,293.>	

FORM 990-PF	LEGAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES - K&L GATES	15,478.	0.		0.	
TO FM 990-PF, PG 1, LN 16A	15,478.	0.		0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	5,381.	5,381.			0.
TO FORM 990-PF, PG 1, LN 16C	5,381.	5,381.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES ON DIVIDENDS	37.	37.			0.
TO FORM 990-PF, PG 1, LN 18	37.	37.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISC ADMINISTRATIVE FEES	382.	0.			0.
TO FORM 990-PF, PG 1, LN 23	382.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
COMMON STOCKS IN MS A/C 079350 STMT 12	427,941.	424,618.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	427,941.	424,618.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
LOOMIS SAYLES STRATEGIC INCOME, FD	117,452.	157,469.		
PIMCO TOTAL RETURN FUND	109,793.	117,126.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	227,245.	274,595.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POLARIS FUTURES FUND,LP	COST	249,047.	238,631.
TOTAL TO FORM 990-PF, PART II, LINE 13		249,047.	238,631.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
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NAME OF MANAGER

VINCENT K. MCMAHON
LINDA E. MCMAHON

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LINDA E. MCMAHON, SECRETARY & TREASURER
1241 EAST MAIN STREET
STAMFORD, CT 06902

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

(203) 352-8612

GRANTS MADE TO VARIOUS PUBLIC CHARITIES.

FORM AND CONTENT OF APPLICATIONS

PUBLIC CHARITIES SHOULD SUBMIT A WRITTEN REQUEST WITH A DETAILED PROPOSAL FOR THE USE OF FUNDS. A CHARITY MUST INCLUDE WITH ITS REQUEST COPIES OF ITS DETERMINATION LETTER FROM THE INTERNAL REVENUE SERVICE CLASSIFYING IT AS A PUBLIC CHARITY, ITS MOST RECENTLY FILED FORM 990 (INCLUDING SCHEDULE A), A LIST OF OFFICERS AND DIRECTORS, ITS MOST RECENT ANNUAL REPORT, AND THE NAME AND TELEPHONE NUMBER OF A CONTACT PERSON FOR THE GRANT REQUEST.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2011

Holdings Consulting and Evaluation Services Active Assets Account VINCE & LINDA MCMAHON-FAMILY FDTN
1241 EAST MAIN STREET
079350-0000

INTERESTED PARTY COPY

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Dividend Yield %
ACCURIDE CORP NEW COM NEW (ACW)	9/20/11	1,010,000	\$9.128	\$9,218.98	\$7,191.20	\$(2,027.78) ST		
	9/27/11	700,000	6.218	4,352.39	4,984.00	631.61 ST		
	11/22/11	220,000	5.800	1,276.00	1,566.40	290.40 ST		
Total		1,930,000		14,847.37	13,741.60	(1,105.77) ST		
Share Price: \$7.120								
AMEREN CORP (HLDG CO) (AEE)	3/25/10	120,000	25.369	3,044.22	3,975.60	931.38 LT		
	12/6/10	180,000	28.808	5,185.40	5,963.40	778.00 LT		
	3/15/11	40,000	26.968	1,078.70	1,325.20	246.50 ST		
	3/16/11	70,000	26.890	1,882.30	2,319.10	436.80 ST		
Total		410,000		11,190.62	13,583.30	1,709.38 LT	656.00	4.82
Share Price: \$33.130; Next Dividend Payable Q3/12								
AT&T INC (T)	12/31/08	370,000	28.748	10,636.76	11,188.80	552.04 LT A		
	5/27/10	240,000	24.547	5,891.30	7,257.60	1,366.30 LT		
Total		610,000		16,528.06	18,446.40	1,918.34 LT	1,073.60	5.82
Share Price: \$30.240; Next Dividend Payable Q2/12								
BABCOCK & WILCOX COMPANY (BWC)	8/5/09	245,000	21.255	5,207.50	5,914.30	706.80 LT		
	8/19/10	220,000	23.490	5,167.80	5,310.80	143.00 LT		
	8/30/10	170,000	23.225	3,948.25	4,103.80	155.55 LT		
Total		635,000		14,323.55	15,328.90	1,005.35 LT		
Share Price: \$24.140								
BANK OF AMERICA CORP (BAC)	12/16/10	1,190,000	12.648	15,051.12	6,516.40	(8,434.72) LT		
	5/17/11	400,000	11.880	4,752.00	2,224.00	(2,528.00) ST		
	10/14/11	690,000	6.176	4,261.10	3,836.40	(424.70) ST		
Total		2,280,000		24,064.22	12,576.80	(8,434.72) LT	91.20	0.71
Share Price: \$5.560; Next Dividend Payable Q3/12								
BANK OF NEW YORK MELLON CORP (BK)	9/19/11	710,000	20.326	14,431.18	14,136.10	(295.08) ST	369.20	2.61
Share Price: \$19.910; Next Dividend Payable Q2/12								
BAXTER INTL INC (BAX)	11/24/09	130,000	55.008	7,151.04	6,432.40	(718.64) LT		
	4/23/10	110,000	50.350	5,538.46	5,442.80	(95.66) LT		

CONTINUED



Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2011

Holdings Consulting and Evaluation Services Active Assets Account 079350-1241 EAST MAIN STREET VINCE & LINDA MCMAHON FAMILY EDTN

INTERESTED PARTY COPY

STOCKS COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Total		240,000		12,689.50	11,875.20	(814.30) LT	321.60	2.70
<i>Share Price: \$49.480; Next Dividend Payable 01/04/12</i>								
BROOKLINE BANCORP INC NEW (BRKL)	6/23/11	1,680,000	9.096	15,281.78	14,179.20	(1,102.58) ST		
	12/29/11	380,000	8.400	3,192.15	3,207.20	15.05 ST		
Total		2,060,000		18,473.93	17,386.40	(1,087.53) ST	700.40	4.02
<i>Share Price: \$8.440; Next Dividend Payable 02/12</i>								
CABELA'S INC (CAB)	10/20/11	350,000	24.394	8,537.76	8,897.00	359.24 ST		
	11/22/11	160,000	23.400	3,744.06	4,067.20	323.14 ST		
Total		510,000		12,281.82	12,964.20	682.38 ST	--	--
<i>Share Price: \$25.420</i>								
CLEAR CHANNEL OUTDOOR CL A (CCO)	7/27/10	720,000	11.679	8,408.88	9,036.00	627.12 LT		
	8/13/10	450,000	10.776	4,849.25	5,647.50	798.25 LT		
	10/14/11	260,000	10.257	2,666.69	3,263.00	596.31 ST		
Total		1,430,000		15,924.82	17,946.50	1,425.37 LT	--	--
<i>Share Price: \$12.550</i>								
CLOUD PEAK ENERGY INC (CLD)	3/4/10	210,000	16.014	3,362.94	4,057.20	694.26 LT		
	3/25/10	370,000	16.224	6,002.88	7,148.40	1,145.52 LT		
	4/15/10	230,000	16.500	3,795.00	4,443.60	648.60 LT		
Total		810,000		13,160.82	15,649.20	2,488.38 LT	--	--
<i>Share Price: \$19.320</i>								
COMMERCIAL METALS CO (CMC)	12/31/08	640,000	11.706	7,491.84	8,851.20	1,359.36 LT A		
	5/25/11	390,000	15.028	5,860.92	5,393.70	(467.22) ST		
	8/16/11	300,000	11.737	3,521.13	4,149.00	627.87 ST		
Total		1,330,000		16,873.89	18,393.90	1,359.36 LT	638.40	3.47
<i>Share Price: \$13.830; Next Dividend Payable 02/12</i>								
EXELIS INC COM (XLS)	8/11/11	280,000	11.218	3,141.07	2,534.00	(607.07) ST		
	9/8/11	70,000	10.834	758.35	633.50	(124.85) ST		
	11/8/11	670,000	11.046	7,401.09	6,063.50	(1,337.59) ST		

CONTINUED

PERSONAL ACCOUNTS	RETIREMENT ACCOUNTS	EDUCATION ACCOUNTS	TRUST ACCOUNTS	BUSINESS ACCOUNTS
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Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2011

Holdings
Consulting and Evaluation Services Active Assets Account: VINCE & LINDA MCMAHON FAMILY FDTN
079350-1241 EAST MAIN STREET

INTERESTED PARTY COPY

STOCKS COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Share Price: \$9.050; Next Dividend Payable 01/01/12								
EXELON CORP (EXC)	Total	1,020,000		11,300.51	9,231.00	(2,069.51) ST		
	10/19/10	310,000	44.087	13,667.00	13,444.70	(222.30) LT		
	11/2/10	90,000	41.040	3,693.60	3,903.30	209.70 LT		
Total		400,000		17,360.60	17,348.00	(12.60) LT	840.00	4.84
Share Price: \$43.370; Next Dividend Payable 03/12								
GOLDMAN SACHS GRP INC (GS)	12/31/08	15,000	84.420	1,266.30	1,356.45	90.15 LT A		
	5/12/11	60,000	141.610	8,496.60	5,425.80	(3,070.80) ST		
Total		75,000		9,762.90	6,782.25	90.15 LT	105.00	1.54
Share Price: \$90.430; Next Dividend Payable 03/12								
GOODYEAR TIRE & RUBBER (GT)	7/2/09	750,000	11.588	8,691.00	10,627.50	1,936.50 LT		
	11/6/09	260,000	13.098	3,405.48	3,684.20	278.72 LT		
Total		1,010,000		12,096.48	14,311.70	2,215.22 LT		
Share Price: \$14.170								
GRACE WR & CO DELA NEW (GRA)	1/26/09	150,000	7.167	1,074.99	6,888.00	5,813.01 LT A		
Share Price: \$45.920								
HUNTSMAN CORP (HUN)	5/7/10	590,000	10.000	5,899.71	5,900.00	0.29 LT	236.00	4.00
Share Price: \$10.000; Next Dividend Payable 03/12								
MARATHON PETROLEUM CORP (MPC)	8/1/11	350,000	44.606	15,611.96	11,651.50	(3,960.46) ST		
	9/20/11	110,000	34.070	3,747.70	3,661.90	(85.80) ST		
Total		460,000		19,359.66	15,313.40	(4,046.26) ST	460.00	3.00
Share Price: \$33.290; Next Dividend Payable 03/12								
MGIC INVT CORP (MTG)	11/19/09	300,000	4.397	1,318.95	1,119.00	(199.95) LT		
	11/23/09	940,000	4.388	4,124.72	3,506.20	(618.52) LT		
	2/8/11	300,000	8.958	2,687.34	1,119.00	(1,568.34) ST		
	9/9/11	920,000	2.507	2,306.44	3,431.60	1,125.16 ST		
	10/7/11	790,000	2.220	1,753.80	2,946.70	1,192.90 ST		
	11/22/11	1,060,000	2.526	2,677.98	3,953.80	1,275.82 ST		
Total		4,310,000		14,869.23	16,076.30	(818.47) LT		
Share Price: \$3.730								
						2,025.54 ST		

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CLIENT STATEMENT | For the Period December 1-31, 2011

Holdings
Consulting and Evaluation Services Active Assets Account
VINC & LINDA MCMAHON FAMILY FDTN
1241 EAST MAIN STREET
079350-0000

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STOCKS
COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
MICRON TECH INC (MU)	12/4/09	920.000	8.520	7,838.31	5,786.80	(2,051.51) LT		
	2/16/10	330.000	8.700	2,870.97	2,075.70	(795.27) LT		
	8/27/10	390.000	6.760	2,636.40	2,453.10	(183.30) LT		
	6/23/11	560.000	8.196	4,589.54	3,522.40	(1,067.14) ST		
	10/7/11	430.000	4.946	2,126.69	2,704.70	578.01 ST		
Total		2,630.000		20,061.91	16,542.70	(3,030.08) LT (489.13) ST		
Share Price: \$6.290								
MPG OFFICE TR INC COM (MPG)	4/8/10	1,170.000	3.681	4,306.77	2,328.30	(1,978.47) LT		
Share Price: \$1.990								
NEXEN INC (NXY)	9/23/10	540.000	18.979	10,248.72	8,591.40	(1,657.32) LT		
	10/15/10	270.000	22.068	5,958.23	4,295.70	(1,662.53) LT		
Total		810.000		16,206.95	12,887.10	(3,319.85) LT	163.62	1.26
Share Price: \$15.910; Next Dividend Payable 01/01/12								
O CHARLEYS INC (CHUX)	1/26/11	590.000	7.907	4,664.84	3,239.10	(1,425.74) ST		
Share Price: \$5.490								
OSHKOSH CORP (OSK)	11/8/11	640.000	20.935	13,398.66	13,683.20	284.54 ST		
Share Price: \$21.380								
PPL CORPORATION (PPL)	5/7/10	300.000	24.927	7,478.01	8,826.00	1,347.99 LT		
	12/3/10	190.000	25.847	4,910.95	5,589.80	678.85 LT		
Total		490.000		12,388.96	14,415.80	2,026.84 LT	686.00	4.75
Share Price: \$29.420; Next Dividend Payable 01/03/12								
SEMPRA ENERGY (SRE)	9/3/10	230.000	53.080	12,208.37	12,650.00	441.63 LT		
	11/9/10	90.000	51.970	4,677.30	4,950.00	272.70 LT		
Total		320.000		16,885.67	17,600.00	714.33 LT	614.40	3.49
Share Price: \$55.000; Next Dividend Payable 01/15/12								
TESCO CORPORATION (TESO)	7/29/09	420.000	9.901	4,158.34	5,308.80	1,150.46 LT		
	3/25/10	360.000	11.200	4,032.00	4,550.40	518.40 LT		

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PERSONAL ACCOUNTS	RETIREMENT ACCOUNTS	EDUCATION ACCOUNTS	TRUST ACCOUNTS	BUSINESS ACCOUNTS
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Morgan Stanley Smith Barney

CLIENT STATEMENT | For the Period December 1-31, 2011

VINCE & LINDA MCMAHON-FAMILY FDTN
1241 EAST MAIN STREET

Consulting and Evaluation Services Active Assets Account
079350-0000

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STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Share Price: \$12.640								
TEXTAINER GROUP HOLDINGS LTD (TGH)	5/17/10	220,000	24.691	5,432.08	6,406.40	974.32 LT		
	5/25/10	250,000	21.902	5,475.50	7,280.00	1,804.50 LT		
Total		470,000		10,907.58	13,686.40	2,778.82 LT	658.00	4.80
Share Price: \$29.120; Next Dividend Payable 02/12								
UNITED STS STL CP (NEW) (X)	12/16/11	490,000	25.888	12,685.02	12,965.40	280.38 ST	98.00	0.75
Share Price: \$26.460; Next Dividend Payable 03/12								
WEYERHAEUSER CO (WY)	11/23/10	840,000	16.927	14,218.68	15,582.80	1,464.12 LT		
	12/23/11	70,000	18.090	1,266.27	1,306.90	40.63 ST		
Total		910,000		15,484.95	16,989.70	1,464.12 LT	546.00	3.21
Share Price: \$18.670; Next Dividend Payable 03/12								
XYLEM INC COM (XYL)	8/11/11	280,000	25.968	7,270.91	7,193.20	(77.71) ST		
	9/8/11	70,000	25.078	1,755.43	1,798.30	42.87 ST		
	11/2/11	120,000	26.471	3,176.54	3,082.80	(93.74) ST		
	12/12/11	170,000	23.782	4,043.01	4,367.30	324.29 ST		
Total		640,000		16,245.89	16,441.60	195.71 ST		
Share Price: \$25.690; Next Dividend Payable 03/12								
STOCKS								
		Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %	
		96.4%	\$427,941.40	\$424,617.65	\$8,269.33 LT	\$8,257.42	1.94%	
						\$0.00		

TOTAL MARKET VALUE

Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
100.0%	\$427,941.40	\$443,677.64	\$8,269.33 LT	\$8,266.42	1.88%
				\$0.00	

TOTAL VALUE (includes accrued interest)

\$440,485.49

A - You executed this transaction elsewhere and later transferred the security to your Morgan Stanley Smith Barney Account. Another financial institution has provided Morgan Stanley Smith Barney the transaction detail for this position.