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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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 01-01-2011, and ending 12-31-2011

Check all that apply: Initial return, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: KEYES FAMILY FOUNDATION; Employer identification number: 20-8023048; Telephone number; City: LONGBOAT KEY, FL 34228; Organization type: Section 501(c)(3) exempt private foundation; Fair market value: \$2,622,426; Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Excess of revenue (27a) of 921 and Adjusted net income (27c) of 28,676.

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	11,265	17,374	17,374			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges	683	1,774	1,774			
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)	2,808,845	2,802,566	2,603,278			
	c Investments—corporate bonds (attach schedule)						
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)						
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
15 Other assets (describe ▶ _____)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,820,793	2,821,714	2,622,426				
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶ _____)						
23 Total liabilities (add lines 17 through 22)		0					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24 Unrestricted	2,820,793	2,821,714				
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds							
30 Total net assets or fund balances (see page 17 of the instructions)	2,820,793	2,821,714					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,820,793	2,821,714					

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,820,793
2	Enter amount from Part I, line 27a	2	921
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,821,714
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,821,714

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			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)			
	If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	118,649	2,697,439	0.043986
2009	130,760	2,387,699	0.054764
2008	160,536	2,611,476	0.061473
2007	119	3,022,428	0.000039
2006		2,957,283	

2	Total of line 1, column (d).		2	0.160262
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.040066
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.		4	2,770,143
5	Multiply line 4 by line 3.		5	110,989
6	Enter 1% of net investment income (1% of Part I, line 27b).		6	809
7	Add lines 5 and 6.		7	111,798
8	Enter qualifying distributions from Part XII, line 4.		8	126,714

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	809
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	809
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	809
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,583
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	2,583
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	1,774
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 1,774 Refunded ▶	11	

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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <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>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
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>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CO _____		
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>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of PAUL L KEYES Telephone no (941) 383-7371 Located at 5941 GULF OF MEXICO DR LONGBOAT KEY FL ZIP+4 34228			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			<input type="checkbox"/>
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country N/A			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c			
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20___, 20___, 20___, 20___				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20___, 20___, 20___, 20___				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b			No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3. **▶**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	2,798,192
b	Average of monthly cash balances.	1b	12,907
c	Fair market value of all other assets (see page 24 of the instructions).	1c	1,229
d	Total (add lines 1a, b, and c).	1d	2,812,328
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,812,328
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	42,185
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,770,143
6	Minimum investment return. Enter 5% of line 5.	6	138,507

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	138,507
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	809
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	809
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	137,698
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	137,698
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	137,698

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	126,714
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	126,714
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	809
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	125,905

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				137,698
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			118,165	
b Total for prior years 20___, 20___, 20___				
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.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>126,714</u>				
a Applied to 2010, but not more than line 2a			118,165	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2011 distributable amount.				8,549
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				129,149
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
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.				

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

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

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

Table with 5 columns: (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII...; d Amounts included in line 2c not used directly...; e Qualifying distributions made directly...; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 120,000
b <i>Approved for future payment</i>				
Total				3b

Additional Data

Software ID:

Software Version:






EIN: 20-8023048

Name: KEYES FAMILY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 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
PAUL L KEYES  5941 GULF OF MEXICO DR LONGBOAT KEY, FL 34228	PRESIDENT 1 00	0	0	0
SALLY R KEYES  5941 GULF OF MEXICO DR LONGBOAT KEY, FL 34228	SECRETARY/TR 1 00	0	0	0
TIMOTHY P KEYES  64 ABBOTSFORD RD NORTH PLAINFIELD, NJ 07062	DIRECTOR 1 00	0	0	0
DIANA L KEYES  705 FAIRVIEW RD GEORGETOWN, TX 78628	DIRECTOR 1 00	0	0	0
JAMES L SMITH  80 E CORYDON STREET BRADFORD, PA 16701	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRESENT AVE PRESBY CHURCH 716 WATCHUNG AVENUE PLAINFIELD, NJ 07060			SCHOOL BUS/TRANSPORTATION	20,000
MOM'S HOUSE770 HARRY L DRIVE JOHNSON CITY, NY 13790			SINGLE PARENT EDUCATION	20,000
MAYO CLINIC ROCHESTER DEPARTMENT OF DEVELOPMENT 200 FIRST STREET SW ROCHESTER, MN 55905			ALZHEIMERS RESEARCH	40,000
TIM KEYES CONSORT A NJ NOC/O CRESCENT AVE PRESBY 716 WATCHUNG AVENUE PLAINFIELD, NJ 07060			MUSIC EDUCATION	20,000
THE GEORGETOWN PROJECT1003 ASH STREET PO BOX 197 GEORGETOWN, TX 78627			KIDS HEALTH/WELFARE	20,000
Total				120,000

3a

TY 2011 Accounting Fees Schedule

Name: KEYES FAMILY FOUNDATION

EIN: 20-8023048

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	775	581		194

TY 2011 Compensation Explanation

Name: KEYES FAMILY FOUNDATION

EIN: 20-8023048

Person Name	Explanation
PAUL L KEYES	
SALLY R KEYES	
TIMOTHY P KEYES	
DIANA L KEYES	
JAMES L SMITH	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: KEYES FAMILY FOUNDATION

EIN: 20-8023048

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
24 SHS HESS CORP	2010-07	PURCHASE	2011-01		1,865	1,258			607	
5 SHS HESS CORP	2010-08	PURCHASE	2011-01		388	264			124	
75 SHS ALCOA INC	2010-11	PURCHASE	2011-01		1,233	1,054			179	
45 SHS MICROSOFT CORP	2010-07	PURCHASE	2011-01		1,262	1,094			168	
15 SHS MICROSOFT CORP	2010-07	PURCHASE	2011-01		421	370			51	
50 SHS SOUTHWESTERN ENERGY	2010-10	PURCHASE	2011-01		1,967	1,701			266	
39 SHS COMCAST CORP-CL A	2010-05	PURCHASE	2011-01		898	774			124	
5 SHS COMCAST CORP-CL A	2010-06	PURCHASE	2011-01		115	90			25	
10 SHS CABLEVISION SYS CORP	2010-04	PURCHASE	2011-01		340	264			76	
45 SHS CABLEVISION SYS CORP	2010-06	PURCHASE	2011-01		1,529	1,091			438	
8 SHS FREEPORT-MCMORAN COPPER	2010-07	PURCHASE	2011-01		878	499			379	
55 SHS MICROSOFT CORP	2010-03	PURCHASE	2011-01		1,546	1,632			-86	
150 SHS SARA LEE CORP	2010-05	PURCHASE	2011-01		2,777	2,170			607	
125 SHS SARA LEE CORP	2010-06	PURCHASE	2011-01		2,314	1,847			467	
25 SHS CAPITAL ONE FINANCIAL CORP	2010-05	PURCHASE	2011-01		1,200	1,061			139	
8 SHS FREEPORT-MCMORAN COPPER	2010-07	PURCHASE	2011-01		844	499			345	
60 SHS GAP INC/THE	2010-02	PURCHASE	2011-01		1,202	1,192			10	
60 SHS NVIDIA CORP	2010-10	PURCHASE	2011-01		1,480	717			763	
30 SHS SOUTHWESTERN ENERGY	2010-10	PURCHASE	2011-01		1,177	1,021			156	
20 SHS TARGET CORP	2010-05	PURCHASE	2011-01		1,089	1,084			5	
13 SHS CF INDUSTRIES HOLDINGS INC	2010-08	PURCHASE	2011-02		1,786	1,039			747	
17 SHS CF INDUSTRIES HOLDINGS IN	2010-09	PURCHASE	2011-02		2,336	1,605			731	
55 SHS MICROSOFT CORP	2010-03	PURCHASE	2011-02		1,536	1,632			-96	
30 SHS AGRUUM INC	2010-08	PURCHASE	2011-02		2,761	1,989			772	
15 SHS AGRUUM INC	2010-11	PURCHASE	2011-02		1,380	1,293			87	
18 SHS COMCAST CORP-CL A	2010-06	PURCHASE	2011-02		416	324			92	
11 SHS POTASH CORP OF SASKATCHEWA	2010-12	PURCHASE	2011-02		2,004	1,529			475	
3 SHS POTASH CORP OF SASKATCHEWAN	2011-01	PURCHASE	2011-02		546	519			27	
19 SHS DEERE & CO	2010-09	PURCHASE	2011-02		1,792	1,387			405	
60 SHS NVIDIA CORP	2010-10	PURCHASE	2011-02		1,377	717			660	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
40 SHS NVIDIA CORP	2010-10	PURCHASE	2011-02		929	478			451	
14 SHS PEPSICO INC	2010-04	PURCHASE	2011-02		886	929			-43	
85 SHS SAFEWAY INC	2010-04	PURCHASE	2011-02		1,839	2,243			-404	
50 SHS SAFEWAY INC	2010-06	PURCHASE	2011-02		1,082	1,046			36	
5 SHS DEERE & CO	2010-09	PURCHASE	2011-02		467	365			102	
12 SHS DEERE & CO	2010-10	PURCHASE	2011-02		1,121	825			296	
14 SHS DEERE & CO	2010-10	PURCHASE	2011-02		1,339	962			377	
14 SHS DEERE & CO	2010-10	PURCHASE	2011-02		1,339	1,078			261	
55 SHS MICROSOFT CORP	2010-07	PURCHASE	2011-02		1,466	1,357			109	
50 SHS MICROSOFT CORP	2010-09	PURCHASE	2011-02		1,332	1,195			137	
8 SHS NETFLIX INC	2011-01	PURCHASE	2011-02		1,915	1,469			446	
35 SHS CLIFFS NATURAL RESOURCES I	2010-08	PURCHASE	2011-02		3,495	1,970			1,525	
5 SHS NETFLIX INC	2011-01	PURCHASE	2011-02		1,178	918			260	
200 SHS FIFTH THIRD BANCORP	2010-06	PURCHASE	2011-02		3,000	2,603			397	
75 SHS FIFTH THIRD BANCORP	2010-07	PURCHASE	2011-02		1,125	926			199	
4 SHS NETFLIX INC	2011-01	PURCHASE	2011-02		928	734			194	
24 SHS EATON CORP	2010-11	PURCHASE	2011-02		2,543	2,184			359	
40 SHS FORD MOTOR CO	2010-04	PURCHASE	2011-02		586	543			43	
25 SHS VERTEX PHARMACEUTICALS INC	2010-05	PURCHASE	2011-02		1,098	867			231	
25 SHS VERTEX PHARMACEUTICALS INC	2010-08	PURCHASE	2011-02		1,098	911			187	
75 SHS CISCO SYSTEMS INC	2010-04	PURCHASE	2011-02		1,372	1,994			-622	
15 SHS PARKER HANNIFIN CORP	2010-08	PURCHASE	2011-02		1,334	942			392	
30 SHS PARKER HANNIFIN CORP	2010-08	PURCHASE	2011-02		2,668	1,962			706	
145 SHS DELTA AIR LINES INC	2010-03	PURCHASE	2011-03		1,498	1,892			-394	
25 SHS DELTA AIR LINES INC	2010-03	PURCHASE	2011-03		258	361			-103	
11 SHS DEERE & CO	2010-10	PURCHASE	2011-03		1,019	847			172	
100 SHS FORD MOTOR CO	2010-04	PURCHASE	2011-03		1,481	1,358			123	
10 SHS FORD MOTOR CO	2010-04	PURCHASE	2011-03		148	136			12	
100 SHS FORD MOTOR CO	2010-05	PURCHASE	2011-03		1,481	1,220			261	
55 SHS VCDAFONE GROUP PLC-SP ADR	2010-06	PURCHASE	2011-03		1,608	1,121			487	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
55 SHS VCDAFONE GROUP PLC-SP ADR	2010-10	PURCHASE	2011-03		1,608	1,396			212	
30 SHS KIMBERLY-CLARK CORP	2010-08	PURCHASE	2011-03		1,932	1,952			-20	
35 SHS CAPITAL ONE FINANCIAL CORP	2010-05	PURCHASE	2011-03		1,723	1,485			238	
37 SHS EATON CORP	2010-11	PURCHASE	2011-03		1,975	1,684			291	
20 SHS ROYAL CARIBBEAN CRUISES LTD	2010-07	PURCHASE	2011-03		877	490			387	
5 SHS OCCIDENTAL PETROLEUM CORP	2010-06	PURCHASE	2011-03		508	413			95	
1 SHS PARKER HANNIFIN CORP	2010-12	PURCHASE	2011-03		84	85			-1	
22 SHS PARKER HANNIFIN CORP	2010-12	PURCHASE	2011-03		1,855	1,862			-7	
19 SHS POTASH CORP OF SASKATCHEWA	2011-01	PURCHASE	2011-03		1,031	1,096			-65	
16 SHS HONEYWELL INTERNATIONAL INC	2010-06	PURCHASE	2011-03		888	662			226	
2 SHS COSTCO WHOLESALE CORP	2010-05	PURCHASE	2011-03		140	114			26	
19 SHS GOODRICH CORP	2010-04	PURCHASE	2011-03		1,546	1,335			211	
4 SHS CME GROUP INC	2010-05	PURCHASE	2011-03		1,148	1,234			-86	
1 SHS CME GROUP INC	2010-11	PURCHASE	2011-03		287	288			-1	
3 SHS CME GROUP INC	2010-11	PURCHASE	2011-03		861	865			-4	
50 SHS CISCO SYSTEMS INC	2010-09	PURCHASE	2011-03		850	1,089			-239	
45 SHS CISCO SYSTEMS INC	2010-10	PURCHASE	2011-03		765	988			-223	
13 SHS COSTCO WHOLESALE CORP	2010-05	PURCHASE	2011-03		916	740			176	
6 SHS ALCON INC	2010-05	PURCHASE	2011-03		987	909			78	
45 SHS CONSTELLATION ENERGY GROUP	2010-05	PURCHASE	2011-03		1,378	1,614			-236	
130 SHS DELTA AIR LINES INC	2010-03	PURCHASE	2011-03		1,306	1,877			-571	
70 SHS DELTA AIR LINES INC	2010-11	PURCHASE	2011-03		703	963			-260	
5 SHS OCCIDENTAL PETROLEUM CORP	2010-06	PURCHASE	2011-03		499	413			86	
7 SHS OCCIDENTAL PETROLEUM CORP	2010-07	PURCHASE	2011-03		699	568			131	
20 SHS KOHLS CORP	2010-09	PURCHASE	2011-03		1,069	966			103	
40 SHS EMERSON ELECTRIC CO	2011-02	PURCHASE	2011-03		2,300	2,393			-93	
30 SHS EMERSON ELECTRIC CO	2011-02	PURCHASE	2011-03		1,725	1,839			-114	
25 SHS EMERSON ELECTRIC CO	2011-02	PURCHASE	2011-03		1,438	1,546			-108	
25 SHS KOHLS CORP	2010-09	PURCHASE	2011-03		1,324	1,207			117	
5 SHS CISCO SYSTEMS INC	2010-10	PURCHASE	2011-04		85	110			-25	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
50 SHS CISCO SYSTEMS INC	2010-10	PURCHASE	2011-04		852	1,110			-258	
25 SHS MCKESSON CORP	2011-02	PURCHASE	2011-04		1,974	1,997			-23	
5 SHS CAPITAL ONE FINANCIAL CORP	2010-05	PURCHASE	2011-04		260	212			48	
35 SHS CAPITAL ONE FINANCIAL CORP	2010-08	PURCHASE	2011-04		1,820	1,337			483	
65 SHS COMERICA INC	2010-05	PURCHASE	2011-04		2,425	2,668			-243	
15 SHS KIMBERLY-CLARK CORP	2010-08	PURCHASE	2011-04		989	976			13	
15 SHS KIMBERLY-CLARK CORP	2010-08	PURCHASE	2011-04		989	978			11	
15 SHS KOHLS CORP	2010-05	PURCHASE	2011-04		815	752			63	
29 SHS HONEYWELL INTERNATIONAL INC	2010-06	PURCHASE	2011-04		1,702	1,199			503	
40 SHS CARNIVAL CORP	2010-10	PURCHASE	2011-04		1,508	1,582			-74	
10 SHS CARNIVAL CORP	2010-10	PURCHASE	2011-04		377	396			-19	
30 SHS CARNIVAL CORP	2010-10	PURCHASE	2011-04		1,131	1,286			-155	
20 SHS CARNIVAL CORP	2010-11	PURCHASE	2011-04		754	822			-68	
5 SHS CARNIVAL CORP	2011-03	PURCHASE	2011-04		188	200			-12	
25 SHS CARNIVAL CORP	2011-03	PURCHASE	2011-04		942	1,000			-58	
25 SHS AON CORP	2011-01	PURCHASE	2011-04		1,305	1,155			150	
15 SHS AON CORP	2011-01	PURCHASE	2011-04		783	693			90	
5 SHS EATON CORP	2010-11	PURCHASE	2011-04		261	228			33	
30 SHS EATON CORP	2010-12	PURCHASE	2011-04		1,569	1,479			90	
10 SHS HONEYWELL INTERNATIONAL INC	2010-06	PURCHASE	2011-04		570	413			157	
25 SHS HONEYWELL INTERNATIONAL INC	2011-02	PURCHASE	2011-04		1,426	1,433			-7	
50 SHS AON CORP	2011-01	PURCHASE	2011-04		2,576	2,240			336	
11 SHS AON CORP	2011-02	PURCHASE	2011-04		567	579			-12	
35 SHS DIRECTV-CLASS A	2010-04	PURCHASE	2011-04		1,609	1,253			356	
15 SHS KOHLS CORP	2010-09	PURCHASE	2011-04		780	724			56	
20 SHS KOHLS CORP	2010-09	PURCHASE	2011-04		1,040	994			46	
20 SHS KOHLS CORP	2010-10	PURCHASE	2011-04		1,040	1,047			-7	
15 SHS ROCKWELL AUTOMATION INC	2011-01	PURCHASE	2011-04		1,426	1,227			199	
9 SHS GOLDMAN SACHS GROUP INC	2010-12	PURCHASE	2011-04		1,366	1,460			-94	
30 SHS CONSTELLATION ENERGY GROUP	2010-05	PURCHASE	2011-04		982	1,076			-94	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
35 SHS CONSTELLATION ENERGY GROUP	2010-10	PURCHASE	2011-04		1,145	1,131			14	
25 SHS DIRECTV-CLASS A	2010-04	PURCHASE	2011-04		1,199	895			304	
50 SHS HCA HOLDINGS INC	2011-03	PURCHASE	2011-04		1,632	1,692			-60	
5 SHS HCA HOLDINGS INC	2011-04	PURCHASE	2011-04		163	159			4	
45 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-05		1,842	1,340			502	
15 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-05		614	475			139	
60 SHS EDISON INTERNATIONAL	2010-10	PURCHASE	2011-05		2,347	2,158			189	
30 SHS JOHNSON & JOHNSON	2010-06	PURCHASE	2011-05		1,949	1,797			152	
100 SHS LOWE'S COS INC	2010-05	PURCHASE	2011-05		2,570	2,673			-103	
10 SHS LOWE'S COS INC	2010-05	PURCHASE	2011-05		257	269			-12	
55 SHS JUNIPER NETWORKS INC	2011-01	PURCHASE	2011-05		2,076	2,046			30	
30 SHS LEAR CORP	2010-06	PURCHASE	2011-05		1,547	1,060			487	
12 SHS GOLDMAN SACHS GROUP INC	2010-07	PURCHASE	2011-05		1,703	1,801			-98	
8 SHS GOLDMAN SACHS GROUP INC	2010-07	PURCHASE	2011-05		1,135	1,182			-47	
45 SHS MORGAN STANLEY	2010-09	PURCHASE	2011-05		1,101	1,186			-85	
30 SHS ROVI CORP	2011-01	PURCHASE	2011-05		1,750	1,931			-181	
5 SHS ROVI CORP	2011-02	PURCHASE	2011-05		292	318			-26	
40 SHS DOW CHEMICAL	2010-06	PURCHASE	2011-05		1,527	1,042			485	
60 SHS DOW CHEMICAL	2011-01	PURCHASE	2011-05		2,291	2,086			205	
45 SHS BB&T CORP	2010-07	PURCHASE	2011-05		1,215	1,149			66	
25 SHS EDISON INTERNATIONAL	2010-10	PURCHASE	2011-05		981	899			82	
25 SHS EDISON INTERNATIONAL	2011-03	PURCHASE	2011-05		981	945			36	
30 SHS ARCHER-DANIELS-MIDLAND CO	2010-10	PURCHASE	2011-05		945	959			-14	
35 SHS ARCHER-DANIELS-MIDLAND CO	2010-11	PURCHASE	2011-05		1,102	1,043			59	
40 SHS ARCHER-DANIELS-MIDLAND CO	2011-02	PURCHASE	2011-05		1,260	1,453			-193	
35 SHS DOW CHEMICAL	2010-06	PURCHASE	2011-05		1,300	912			388	
5 SHS GOLDMAN SACHS GROUP INC	2010-07	PURCHASE	2011-05		677	739			-62	
15 SHS GOLDMAN SACHS GROUP INC	2010-08	PURCHASE	2011-05		2,031	2,310			-279	
19 SHS AON CORP	2011-02	PURCHASE	2011-05		986	1,000			-14	
25 SHS CAMERON INTERNATIONAL CORP	2011-01	PURCHASE	2011-05		1,194	1,298			-104	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
150 SHS DELL INC	2010-09	PURCHASE	2011-05		2,402	1,881			521	
5 SHS SOUTHWESTERN ENERGY	2010-10	PURCHASE	2011-05		216	170			46	
25 SHS SOUTHWESTERN ENERGY	2010-11	PURCHASE	2011-05		1,080	879			201	
10 SHS SOUTHWESTERN ENERGY	2010-12	PURCHASE	2011-05		432	356			76	
30 SHS TIME WARNER INC	2010-08	PURCHASE	2011-06		1,054	966			88	
45 SHS TIME WARNER INC	2011-02	PURCHASE	2011-06		1,581	1,621			-40	
35 SHS DTE ENERGY COMPANY	2011-03	PURCHASE	2011-06		1,742	1,703			39	
11 SHS HUNTINGTON INGALLS INDUST-	2010-09	PURCHASE	2011-06		401	385			16	
9 SHS HUNTINGTON INGALLS INDUST-W	2010-12	PURCHASE	2011-06		328	327			1	
15 SHS NEWFIELD EXPLORATION CO	2010-09	PURCHASE	2011-06		971	837			134	
250 SHS SPRINT NEXTEL CORP	2011-03	PURCHASE	2011-06		1,276	1,255			21	
12 SHS PARKER HANNIFIN CORP	2010-12	PURCHASE	2011-06		1,029	1,016			13	
10 SHS PARKER HANNIFIN CORP	2010-12	PURCHASE	2011-06		857	859			-2	
20 SHS ACCENTURE PLC-CL A	2010-10	PURCHASE	2011-06		1,147	904			243	
50 SHS MOTOROLA SOLUTIONS INC	2011-03	PURCHASE	2011-07		2,284	1,911			373	
40 SHS RELIANCE STEEL & ALUMINUM	2011-01	PURCHASE	2011-07		1,985	2,115			-130	
45 SHS MOTOROLA SOLUTIONS INC	2011-03	PURCHASE	2011-07		2,034	1,815			219	
50 SHS AT&T INC	2011-03	PURCHASE	2011-07		1,520	1,426			94	
5 SHS NEWS CORP	2010-10	PURCHASE	2011-07		75	69			6	
75 SHS AT&T INC	2011-03	PURCHASE	2011-07		2,256	2,139			117	
150 SHS SPRINT NEXTEL CORP	2011-03	PURCHASE	2011-07		788	753			35	
50 SHS SPRINT NEXTEL CORP	2011-04	PURCHASE	2011-07		263	242			21	
50 SHS AT&T INC	2011-03	PURCHASE	2011-07		1,515	1,436			79	
5 SHS EXPRESS SCRIPTS INC	2010-11	PURCHASE	2011-07		277	264			13	
10 SHS GOODRICH CORP	2010-08	PURCHASE	2011-07		981	737			244	
100 SHS STEEL DYNAMICS INC	2011-01	PURCHASE	2011-07		1,644	1,901			-257	
35 SHS RIVERBED TECHNOLOGY INC	2011-02	PURCHASE	2011-07		1,125	1,294			-169	
25 SHS DELL INC	2010-09	PURCHASE	2011-07		429	313			116	
75 SHS DELL INC	2010-09	PURCHASE	2011-07		1,288	965			323	
50 SHS DELL INC	2010-10	PURCHASE	2011-07		858	670			188	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
55 SHS 5CO PLC- SPON ADR	2011-05	PURCHASE	2011-07		2,888	2,975			-87	
40 SHS SOUTHWESTERN ENERGY	2010-12	PURCHASE	2011-07		1,935	1,426			509	
25 SHS AT&T INC	2011-03	PURCHASE	2011-07		733	718			15	
75 SHS AT&T INC	2011-03	PURCHASE	2011-07		2,199	2,303			-104	
40 SHS AT&T INC	2011-04	PURCHASE	2011-07		1,173	1,222			-49	
8 SHS OCCIDENTAL PETROLEUM CORP	2010-10	PURCHASE	2011-07		809	630			179	
200 SHS SPRINT NEXTEL CORP	2011-04	PURCHASE	2011-07		839	969			-130	
50 SHS SPRINT NEXTEL CORP	2011-05	PURCHASE	2011-07		210	259			-49	
15 SHS MONSANTO CO	2010-08	PURCHASE	2011-08		1,080	906			174	
30 SHS LOWE'S COS INC	2010-12	PURCHASE	2011-08		625	751			-126	
35 SHS LOWE'S COS INC	2011-02	PURCHASE	2011-08		729	889			-160	
35 SHS LOWE'S COS INC	2011-03	PURCHASE	2011-08		729	929			-200	
47 SHS DEVON ENERGY CORPORATION	2010-08	PURCHASE	2011-08		3,544	2,969			575	
20 SHS DEVON ENERGY CORPORATION	2010-12	PURCHASE	2011-08		1,508	1,564			-56	
20 SHS DIRECTV-CLASS A	2011-01	PURCHASE	2011-08		985	836			149	
35 SHS HCA HOLDINGS INC	2011-04	PURCHASE	2011-08		835	1,111			-276	
45 SHS HCA HOLDINGS INC	2011-05	PURCHASE	2011-08		1,073	1,547			-474	
35 SHS NETAPP INC	2011-05	PURCHASE	2011-08		1,601	1,890			-289	
75 SHS DELL INC	2010-10	PURCHASE	2011-08		1,137	1,005			132	
10 SHS RAYTHEON COMPANY	2011-03	PURCHASE	2011-08		421	513			-92	
75 SHS NABORS INDUSTRIES LTD	2011-02	PURCHASE	2011-08		1,593	2,061			-468	
65 SHS NABORS INDUSTRIES LTD	2011-03	PURCHASE	2011-08		1,380	1,847			-467	
250 SHS SPRINT NEXTEL CORP	2011-05	PURCHASE	2011-08		801	1,294			-493	
30 SHS HESS CORP	2010-08	PURCHASE	2011-08		1,662	1,583			79	
20 SHS HESS CORP	2010-11	PURCHASE	2011-08		1,108	1,313			-205	
30 SHS HESS CORP	2011-05	PURCHASE	2011-08		1,662	2,249			-587	
25 SHS HESS CORP	2011-05	PURCHASE	2011-08		1,385	1,944			-559	
12 SHS OCCIDENTAL PETROLEUM CORP	2010-10	PURCHASE	2011-08		1,016	946			70	
5 SHS OCCIDENTAL PETROLEUM CORP	2011-04	PURCHASE	2011-08		423	508			-85	
80 SHS TESORO CORPORATION	2011-02	PURCHASE	2011-08		1,544	1,904			-360	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
145 SHS NEWS CORP	2010-10	PURCHASE	2011-08		2,404	2,005			399	
20 SHS RAYTHEON COMPANY	2011-03	PURCHASE	2011-08		821	1,026			-205	
30 SHS RAYTHEON COMPANY	2011-04	PURCHASE	2011-08		1,232	1,465			-233	
25 SHS ROYAL CARIBBEAN CRUISES LT	2011-02	PURCHASE	2011-08		627	1,131			-504	
20 SHS RIVERBED TECHNOLOGY INC	2011-02	PURCHASE	2011-08		426	739			-313	
40 SHS RIVERBED TECHNOLOGY INC	2011-02	PURCHASE	2011-08		853	1,615			-762	
4 SHS DOW CHEMICAL	2011-01	PURCHASE	2011-08		106	139			-33	
50 SHS DOW CHEMICAL	2011-01	PURCHASE	2011-08		1,320	1,749			-429	
30 SHS DOW CHEMICAL	2011-01	PURCHASE	2011-08		792	1,074			-282	
30 SHS DOW CHEMICAL	2011-01	PURCHASE	2011-08		792	1,069			-277	
20 SHS STANLEY BLACK & DECKER IN	2010-12	PURCHASE	2011-08		1,237	1,343			-106	
13 SHS OCCIDENTAL PETROLEUM CORP	2011-04	PURCHASE	2011-09		1,029	1,321			-292	
15 SHS STANLEY BLACK & DECKER IN	2010-12	PURCHASE	2011-09		855	1,007			-152	
15 SHS STANLEY BLACK & DECKER IN	2011-04	PURCHASE	2011-09		855	1,135			-280	
30 SHS TRANSOCEAN LTD	2011-05	PURCHASE	2011-09		1,756	2,074			-318	
25 SHS UNITEDHEALTH GROUP INC	2011-06	PURCHASE	2011-09		1,264	1,252			12	
20 SHS ACCENTURE PLC-CL A	2010-10	PURCHASE	2011-09		1,087	904			183	
50 SHS NEXEN INC	2010-11	PURCHASE	2011-09		884	1,086			-202	
30 SHS PROCTER & GAMBLE CO	2011-03	PURCHASE	2011-09		1,825	1,808			17	
15 SHS STANLEY BLACK & DECKER IN	2011-04	PURCHASE	2011-09		811	1,108			-297	
15 SHS STANLEY BLACK & DECKER IN	2011-05	PURCHASE	2011-09		811	1,094			-283	
65 SHS ALCOA INC	2010-11	PURCHASE	2011-09		637	913			-276	
40 SHS ALCOA INC	2010-12	PURCHASE	2011-09		392	567			-175	
30 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-09		1,164	950			214	
5 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-09		194	165			29	
10 SHS OCCIDENTAL PETROLEUM CORP	2011-04	PURCHASE	2011-10		704	1,008			-304	
120 SHS ALCOA INC	2010-12	PURCHASE	2011-10		1,119	1,702			-583	
75 SHS ALCOA INC	2011-07	PURCHASE	2011-10		699	1,191			-492	
25 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-10		1,051	826			225	
50 SHS ARUBA NETWORKS INC	2011-07	PURCHASE	2011-10		1,149	1,231			-82	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
45 SHS JUNIPER NETWORKS INC	2011-02	PURCHASE	2011-10		939	1,973			-1,034	
25 SHS UNITED TECHNOLOGIES CORP	2011-07	PURCHASE	2011-10		1,842	2,197			-355	
30 SHS RIVERBED TECHNOLOGY INC	2011-04	PURCHASE	2011-10		740	1,001			-261	
15 SHS RIVERBED TECHNOLOGY INC	2011-05	PURCHASE	2011-10		370	519			-149	
15 SHS ALLERGAN INC	2010-11	PURCHASE	2011-10		1,324	1,028			296	
55 SHS AT&T INC	2011-04	PURCHASE	2011-10		1,618	1,680			-62	
15 SHS CITRIX SYSTEMS INC	2010-10	PURCHASE	2011-10		1,129	964			165	
50 SHS WELLS FARGO & COMPANY	2011-02	PURCHASE	2011-10		1,358	1,634			-276	
4 SHS GOODRICH CORP	2011-02	PURCHASE	2011-10		491	349			142	
10 SHS LIMITED BRANDS INC	2010-11	PURCHASE	2011-10		432	331			101	
15 SHS LIMITED BRANDS INC	2011-01	PURCHASE	2011-10		648	451			197	
20 SHS PROCTER & GAMBLE CO	2011-03	PURCHASE	2011-10		1,289	1,214			75	
25 SHS DEVON ENERGY CORPORATION	2010-12	PURCHASE	2011-11		1,548	1,955			-407	
11 SHS ANADARKO PETROLEUM CORP	2011-06	PURCHASE	2011-11		908	806			102	
25 SHS ANADARKO PETROLEUM CORP	2011-07	PURCHASE	2011-11		2,065	1,978			87	
20 SHS PROCTER & GAMBLE CO	2011-04	PURCHASE	2011-11		1,267	1,277			-10	
20 SHS ROVI CORP	2011-02	PURCHASE	2011-11		568	1,272			-704	
25 SHS ROVI CORP	2011-02	PURCHASE	2011-11		710	1,492			-782	
45 SHS ARUBA NETWORKS INC	2011-07	PURCHASE	2011-11		1,058	1,108			-50	
40 SHS ARUBA NETWORKS INC	2011-10	PURCHASE	2011-11		940	834			106	
30 SHS LAS VEGAS SANDS CORP	2011-08	PURCHASE	2011-11		1,435	1,234			201	
8 SHS GILEAD SCIENCES INC	2011-07	PURCHASE	2011-11		308	334			-26	
25 SHS GILEAD SCIENCES INC	2011-07	PURCHASE	2011-11		964	1,044			-80	
20 SHS GILEAD SCIENCES INC	2011-08	PURCHASE	2011-11		771	749			22	
25 SHS WELLPOINT INC	2011-03	PURCHASE	2011-12		1,729	1,714			15	
6 SHS GOODRICH CORP	2011-02	PURCHASE	2011-12		734	523			211	
5 SHS GOODRICH CORP	2011-05	PURCHASE	2011-12		612	450			162	
45 SHS RIVERBED TECHNOLOGY INC	2011-05	PURCHASE	2011-12		1,196	1,557			-361	
5 SHS RIVERBED TECHNOLOGY INC	2011-06	PURCHASE	2011-12		133	193			-60	
15 SHS CONOCOPHILLIPS	2011-04	PURCHASE	2011-12		1,080	1,159			-79	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
25 SHS CONOCOPHILLIPS	2011-04	PURCHASE	2011-12		1,800	1,939			-139	
15 SHS CONOCOPHILLIPS	2011-05	PURCHASE	2011-12		1,080	1,096			-16	
30 SHS CONOCOPHILLIPS	2011-06	PURCHASE	2011-12		2,160	2,148			12	
14 SHS COMCAST CORP-CL A	2011-01	PURCHASE	2011-12		327	319			8	
50 SHS COMCAST CORP-CL A	2011-01	PURCHASE	2011-12		1,170	1,169			1	
29 SHS CELGENE CORP	2011-02	PURCHASE	2011-12		1,856	1,529			327	
35 SHS RIVERBED TECHNOLOGY INC	2011-06	PURCHASE	2011-12		801	1,350			-549	
75 SHS DELTA AIR LINES INC	2011-01	PURCHASE	2011-12		645	882			-237	
15 SHS BORGWARNER INC	2011-02	PURCHASE	2011-12		959	1,189			-230	
25 SHS CONOCOPHILLIPS	2011-06	PURCHASE	2011-12		1,762	1,790			-28	
30 SHS CONOCOPHILLIPS	2011-07	PURCHASE	2011-12		2,114	2,264			-150	
25 SHS PEPSICO INC	2011-09	PURCHASE	2011-12		1,652	1,538			114	
15 SHS UNITEDHEALTH GROUP INC	2011-06	PURCHASE	2011-12		755	751			4	
50 SHS UNITEDHEALTH GROUP INC	2011-06	PURCHASE	2011-12		2,518	2,613			-95	
2 SHS ALCON INC	2009-08	PURCHASE	2011-01		326	260			66	
4 SHS ALCON INC	2009-09	PURCHASE	2011-01		653	519			134	
85 SHS XL GROUP PLC	2009-07	PURCHASE	2011-01		1,885	938			947	
6 SHS ALCON INC	2009-09	PURCHASE	2011-01		975	779			196	
6 SHS ALCON INC	2009-09	PURCHASE	2011-01		975	861			114	
15 SHS AT&T INC	2009-06	PURCHASE	2011-01		426	361			65	
100 SHS AT&T INC	2009-06	PURCHASE	2011-01		2,838	2,481			357	
10 SHS SCHLUMBERGER LTD	2007-03	PURCHASE	2011-01		820	657			163	
15 SHS SCHLUMBERGER LTD	2007-05	PURCHASE	2011-01		1,231	1,184			47	
4 SHS ALCON INC	2009-09	PURCHASE	2011-01		652	574			78	
5 SHS ALCON INC	2009-09	PURCHASE	2011-01		815	705			110	
12 SHS ALCON INC	2009-10	PURCHASE	2011-01		1,955	1,725			230	
24 SHS GILEAD SCIENCES INC	2007-03	PURCHASE	2011-01		918	843			75	
1 SHS GILEAD SCIENCES INC	2007-11	PURCHASE	2011-01		38	45			-7	
39 SHS KOHLS CORP	2008-08	PURCHASE	2011-01		2,008	1,701			307	
5 SHS EMC CORP/MASS	2009-09	PURCHASE	2011-01		121	85			36	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
5 SHS COSTCO WHOLESALE CORP	2009-02	PURCHASE	2011-01		362	222			140	
7 SHS COSTCO WHOLESALE CORP	2009-06	PURCHASE	2011-01		507	334			173	
25 SHS GILEAD SCIENCES INC	2007-11	PURCHASE	2011-01		958	1,123			-165	
3 SHS GOOGLE INC-CL A	2007-03	PURCHASE	2011-01		1,823	1,378			445	
25 SHS TYCO ELECTRONICS LTD	2009-05	PURCHASE	2011-01		925	431			494	
8 SHS TARGET CORP	2009-10	PURCHASE	2011-01		436	393			43	
11 SHS ALCON INC	2009-10	PURCHASE	2011-01		1,796	1,581			215	
23 SHS COOPER INDUSTRIES PLC	2009-10	PURCHASE	2011-01		1,411	909			502	
5 SHS TYCO ELECTRONICS LTD	2009-05	PURCHASE	2011-02		185	86			99	
50 SHS TYCO ELECTRONICS LTD	2009-09	PURCHASE	2011-02		1,854	1,081			773	
50 SHS PFIZER INC	2007-03	PURCHASE	2011-02		945	1,269			-324	
25 SHS PFIZER INC	2007-03	PURCHASE	2011-02		473	629			-156	
20 SHS KOHLS CORP	2008-11	PURCHASE	2011-02		1,036	635			401	
3 SHS KOHLS CORP	2009-01	PURCHASE	2011-02		155	113			42	
8 SHS APPLE INC	2007-11	PURCHASE	2011-02		2,861	1,392			1,469	
2 SHS ALCON INC	2009-10	PURCHASE	2011-02		328	288			40	
6 SHS ALCON INC	2010-01	PURCHASE	2011-02		985	925			60	
115 SHS CISCO SYSTEMS INC	2007-11	PURCHASE	2011-02		2,159	3,445			-1,286	
25 SHS GILEAD SCIENCES INC	2007-11	PURCHASE	2011-02		954	1,123			-169	
8 SHS TIME WARNER CABLE	2009-03	PURCHASE	2011-02		568	200			368	
4 SHS TIME WARNER CABLE	2009-04	PURCHASE	2011-02		284	116			168	
55 SHS CISCO SYSTEMS INC	2007-11	PURCHASE	2011-02		1,035	1,648			-613	
25 SHS CISCO SYSTEMS INC	2007-11	PURCHASE	2011-02		466	749			-283	
65 SHS CISCO SYSTEMS INC	2009-09	PURCHASE	2011-02		1,211	1,527			-316	
125 SHS FORD MOTOR CO	2010-02	PURCHASE	2011-02		2,003	1,387			616	
24 SHS GILEAD SCIENCES INC	2007-11	PURCHASE	2011-02		944	1,078			-134	
1 SHS GILEAD SCIENCES INC	2008-11	PURCHASE	2011-02		39	44			-5	
3 SHS CME GROUP INC	2008-05	PURCHASE	2011-02		909	1,364			-455	
3 SHS CME GROUP INC	2008-10	PURCHASE	2011-02		909	1,186			-277	
35 SHS WELLS FARGO & COMPANY	2009-12	PURCHASE	2011-02		1,106	879			227	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
20 SHS WELLS FARGO & COMPANY	2009-12	PURCHASE	2011-02		632	520			112	
4 SHS ALCON INC	2010-01	PURCHASE	2011-02		662	617			45	
2 SHS ALCON INC	2010-02	PURCHASE	2011-02		331	314			17	
50 SHS FORD MOTOR CO	2010-02	PURCHASE	2011-02		733	555			178	
20 SHS SUNCOR ENERGY INC	2009-10	PURCHASE	2011-02		940	704			236	
35 SHS VERTEX PHARMACEUTICALS INC	2009-11	PURCHASE	2011-02		1,537	1,424			113	
15 SHS CISCO SYSTEMS INC	2009-09	PURCHASE	2011-02		274	352			-78	
75 SHS EMC CORP/MASS	2009-09	PURCHASE	2011-02		1,983	1,276			707	
18 SHS KOHLS CORP	2009-01	PURCHASE	2011-02		962	677			285	
6 SHS SCHLUMBERGER LTD	2007-05	PURCHASE	2011-03		556	473			83	
9 SHS SCHLUMBERGER LTD	2007-07	PURCHASE	2011-03		834	794			40	
5 SHS SCHLUMBERGER LTD	2007-07	PURCHASE	2011-03		462	441			21	
6 SHS SCHLUMBERGER LTD	2007-11	PURCHASE	2011-03		555	583			-28	
9 SHS ALCON INC	2010-02	PURCHASE	2011-03		1,494	1,414			80	
3 SHS CME GROUP INC	2008-10	PURCHASE	2011-03		910	1,186			-276	
25 SHS VODAFONE GROUP PLC-SP ADR	2009-05	PURCHASE	2011-03		731	482			249	
90 SHS VODAFONE GROUP PLC-SP ADR	2009-05	PURCHASE	2011-03		2,632	1,736			896	
95 SHS NEWS CORP	2009-02	PURCHASE	2011-03		1,659	639			1,020	
35 SHS ENSCO PLC- SPON ADR	2009-05	PURCHASE	2011-03		1,904	1,251			653	
10 SHS JPMORGAN CHASE & CO	2008-09	PURCHASE	2011-03		454	405			49	
15 SHS JPMORGAN CHASE & CO	2009-05	PURCHASE	2011-03		681	544			137	
20 SHS JPMORGAN CHASE & CO	2008-09	PURCHASE	2011-03		933	810			123	
11 SHS OCCIDENTAL PETROLEUM CORP	2009-09	PURCHASE	2011-03		1,117	794			323	
24 SHS GILEAD SCIENCES INC	2008-11	PURCHASE	2011-03		982	1,050			-68	
6 SHS GILEAD SCIENCES INC	2009-03	PURCHASE	2011-03		246	277			-31	
50 SHS INTEL CORP	2009-09	PURCHASE	2011-03		1,043	971			72	
5 SHS INTEL CORP	2009-11	PURCHASE	2011-03		104	94			10	
19 SHS KOHLS CORP	2009-01	PURCHASE	2011-03		1,022	715			307	
14 SHS COOPER INDUSTRIES PLC	2009-10	PURCHASE	2011-03		855	553			302	
13 SHS COSTCO WHOLESALE CORP	2009-06	PURCHASE	2011-03		909	620			289	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
20 SHS THE WALT DISNEY CO	2009-02	PURCHASE	2011-03		817	357			460	
5 SHS GOLDMAN SACHS GROUP INC	2010-01	PURCHASE	2011-03		776	784			-8	
5 SHS GOLDMAN SACHS GROUP INC	2010-01	PURCHASE	2011-03		776	786			-10	
2 SHS GOLDMAN SACHS GROUP INC	2010-01	PURCHASE	2011-03		310	299			11	
1 SHS CME GROUP INC	2008-10	PURCHASE	2011-03		287	395			-108	
45 SHS INTEL CORP	2009-11	PURCHASE	2011-03		896	848			48	
5 SHS INTEL CORP	2009-11	PURCHASE	2011-03		100	97			3	
9 SHS ALCON INC	2010-02	PURCHASE	2011-03		1,481	1,414			67	
13 SHS NEWFIELD EXPLORATION CO	2010-02	PURCHASE	2011-03		984	663			321	
27 SHS NEWFIELD EXPLORATION CO	2010-02	PURCHASE	2011-03		1,989	1,377			612	
15 SHS ENSCO PLC- SPON ADR	2009-05	PURCHASE	2011-03		858	536			322	
15 SHS ENSCO PLC- SPON ADR	2009-12	PURCHASE	2011-03		858	608			250	
20 SHS ENSCO PLC- SPON ADR	2009-12	PURCHASE	2011-03		1,163	811			352	
25 SHS GILEAD SCIENCES INC	2007-03	PURCHASE	2011-03		1,054	879			175	
10 SHS KOHLS CORP	2007-03	PURCHASE	2011-03		534	709			-175	
4 SHS SCHLUMBERGER LTD	2007-11	PURCHASE	2011-03		363	389			-26	
19 SHS SCHLUMBERGER LTD	2007-11	PURCHASE	2011-03		1,725	1,875			-150	
40 SHS BB&T CORP	2009-09	PURCHASE	2011-03		1,109	1,065			44	
10 SHS KOHLS CORP	2009-01	PURCHASE	2011-03		529	376			153	
20 SHS KOHLS CORP	2009-05	PURCHASE	2011-03		1,059	881			178	
5 SHS KOHLS CORP	2009-05	PURCHASE	2011-03		265	210			55	
1 SHS SCHLUMBERGER LTD	2007-11	PURCHASE	2011-03		94	99			-5	
10 SHS SCHLUMBERGER LTD	2007-11	PURCHASE	2011-03		937	958			-21	
45 SHS INTEL CORP	2009-11	PURCHASE	2011-04		889	872			17	
36 SHS JPMORGAN CHASE & CO	2009-05	PURCHASE	2011-04		1,668	1,306			362	
14 SHS JPMORGAN CHASE & CO	2009-06	PURCHASE	2011-04		649	490			159	
15 SHS KOHLS CORP	2009-05	PURCHASE	2011-04		815	630			185	
5 SHS SUNCOR ENERGY INC	2009-10	PURCHASE	2011-04		224	176			48	
30 SHS SUNCOR ENERGY INC	2010-01	PURCHASE	2011-04		1,342	1,083			259	
40 SHS SMITHFIELD FOODS INC	2009-07	PURCHASE	2011-04		922	526			396	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
30 SHS GARMIN LTD	2009-11	PURCHASE	2011-04		1,018	967			51	
5 SHS GARMIN LTD	2009-12	PURCHASE	2011-04		170	153			17	
40 SHS GARMIN LTD	2009-12	PURCHASE	2011-04		1,357	1,220			137	
50 SHS GARMIN LTD	2010-01	PURCHASE	2011-04		1,697	1,665			32	
100 SHS DELL INC	2009-08	PURCHASE	2011-04		1,519	1,388			131	
125 SHS DELL INC	2009-11	PURCHASE	2011-04		1,898	1,837			61	
75 SHS TE CONNECTIVITY LTD	2009-11	PURCHASE	2011-04		2,679	1,825			854	
14 SHS TEVA PHARMACEUTICAL-SP ADR	2008-02	PURCHASE	2011-04		644	647			-3	
25 SHS TEVA PHARMACEUTICAL-SP ADR	2008-05	PURCHASE	2011-04		1,149	1,145			4	
50 SHS TEVA PHARMACEUTICAL-SP ADR	2008-07	PURCHASE	2011-04		2,299	2,288			11	
15 SHS TEVA PHARMACEUTICAL-SP ADR	2009-11	PURCHASE	2011-04		690	796			-106	
3 SHS GOLDMAN SACHS GROUP INC	2010-01	PURCHASE	2011-04		455	449			6	
105 SHS WELLS FARGO & COMPANY	2009-12	PURCHASE	2011-04		3,074	2,729			345	
50 SHS WELLS FARGO & COMPANY	2010-01	PURCHASE	2011-04		1,464	1,403			61	
50 SHS WELLS FARGO & COMPANY	2010-01	PURCHASE	2011-05		1,394	1,379			15	
15 SHS WELLS FARGO & COMPANY	2010-01	PURCHASE	2011-05		418	416			2	
15 SHS CAMERON INTERNATIONAL CORP	2008-04	PURCHASE	2011-05		722	701			21	
10 SHS CAMERON INTERNATIONAL CORP	2009-03	PURCHASE	2011-05		481	223			258	
5 SHS LOWE'S COS INC	2010-04	PURCHASE	2011-05		129	133			-4	
15 SHS MORGAN STANLEY	2008-10	PURCHASE	2011-05		367	339			28	
90 SHS MORGAN STANLEY	2009-09	PURCHASE	2011-05		2,203	2,504			-301	
18 SHS GILEAD SCIENCES INC	2010-02	PURCHASE	2011-05		742	832			-90	
25 SHS GILEAD SCIENCES INC	2010-02	PURCHASE	2011-05		1,031	1,167			-136	
25 SHS JPMORGAN CHASE & CO	2008-09	PURCHASE	2011-05		1,078	1,013			65	
24 SHS COMCAST CORP-CL A	2010-03	PURCHASE	2011-05		597	405			192	
57 SHS COMCAST CORP-CL A	2010-03	PURCHASE	2011-05		1,417	997			420	
30 SHS DOW CHEMICAL	2010-02	PURCHASE	2011-05		1,146	790			356	
35 SHS DOW CHEMICAL	2010-02	PURCHASE	2011-05		1,337	922			415	
30 SHS JPMORGAN CHASE & CO	2008-09	PURCHASE	2011-05		1,295	1,215			80	
25 SHS JPMORGAN CHASE & CO	2008-10	PURCHASE	2011-05		1,079	1,016			63	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
95 SHS JPMORGAN CHASE & CO	2009-04	PURCHASE	2011-05		4,101	3,239			862	
11 SHS JPMORGAN CHASE & CO	2009-06	PURCHASE	2011-05		475	385			90	
25 SHS JPMORGAN CHASE & CO	2009-07	PURCHASE	2011-05		1,079	801			278	
64 SHS JPMORGAN CHASE & CO	2009-12	PURCHASE	2011-05		2,763	2,616			147	
60 SHS BB&T CORP	2009-09	PURCHASE	2011-05		1,620	1,598			22	
35 SHS WELLS FARGO & COMPANY	2010-01	PURCHASE	2011-05		1,000	971			29	
25 SHS WELLS FARGO & COMPANY	2010-04	PURCHASE	2011-05		714	814			-100	
35 SHS CAMERON INTERNATIONAL CORP	2009-03	PURCHASE	2011-05		1,672	780			892	
13 SHS DEVON ENERGY CORPORATION	2009-07	PURCHASE	2011-06		1,050	707			343	
15 SHS DEVON ENERGY CORPORATION	2009-11	PURCHASE	2011-06		1,211	1,063			148	
15 SHS DEVON ENERGY CORPORATION	2009-11	PURCHASE	2011-06		1,211	1,035			176	
30 SHS TIME WARNER INC	2009-04	PURCHASE	2011-06		1,054	650			404	
3 SHS HUNTINGTON INGALLS INDUST-WI	2009-04	PURCHASE	2011-06		109	89			20	
7 SHS HUNTINGTON INGALLS INDUST-WI	2009-08	PURCHASE	2011-06		255	177			78	
10 SHS NEWFIELD EXPLORATION CO	2010-02	PURCHASE	2011-06		648	510			138	
50 SHS CONSTELLATION BRANDS INC-A	2009-08	PURCHASE	2011-06		1,058	723			335	
43 SHS TIME WARNER CABLE	2009-04	PURCHASE	2011-06		3,198	1,252			1,946	
70 SHS SMITHFIELD FOODS INC	2009-07	PURCHASE	2011-06		1,535	921			614	
130 SHS COMMERCIAL METALS CO	2010-04	PURCHASE	2011-06		1,873	2,098			-225	
28 SHS COOPER INDUSTRIES PLC	2009-10	PURCHASE	2011-07		1,639	1,106			533	
25 SHS COOPER INDUSTRIES PLC	2009-12	PURCHASE	2011-07		1,463	1,074			389	
25 SHS NEWS CORP	2010-06	PURCHASE	2011-07		374	348			26	
165 SHS NEWS CORP	2010-06	PURCHASE	2011-07		2,466	2,296			170	
5 SHS NEWS CORP	2010-06	PURCHASE	2011-07		75	70			5	
15 SHS NEWS CORP	2010-06	PURCHASE	2011-07		224	209			15	
25 SHS NEWS CORP	2009-02	PURCHASE	2011-07		400	168			232	
25 SHS NEWS CORP	2009-03	PURCHASE	2011-07		400	143			257	
50 SHS NEWS CORP	2009-03	PURCHASE	2011-07		800	285			515	
5 SHS APPLE INC	2007-11	PURCHASE	2011-07		1,939	870			1,069	
38 SHS EXPRESS SCRIPTS INC	2010-05	PURCHASE	2011-07		2,108	1,901			207	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
32 SHS EXPRESS SCRIPTS INC	2010-06	PURCHASE	2011-07		1,775	1,662			113	
16 SHS GOODRICH CORP	2010-04	PURCHASE	2011-07		1,569	1,136			433	
25 SHS ENSCO PLC- SPON ADR	2010-04	PURCHASE	2011-07		1,313	1,208			105	
30 SHS ENSCO PLC- SPON ADR	2010-05	PURCHASE	2011-07		1,575	1,172			403	
12 SHS OCCIDENTAL PETROLEUM CORP	2010-07	PURCHASE	2011-07		1,214	974			240	
25 SHS COOPER INDUSTRIES PLC	2010-01	PURCHASE	2011-07		1,307	1,078			229	
19 SHS COOPER INDUSTRIES PLC	2010-04	PURCHASE	2011-07		993	960			33	
6 SHS COOPER INDUSTRIES PLC	2010-04	PURCHASE	2011-07		314	303			11	
70 SHS LOWE'S COS INC	2010-04	PURCHASE	2011-08		1,457	1,867			-410	
25 SHS LOWE'S COS INC	2010-05	PURCHASE	2011-08		520	672			-152	
15 SHS LOWE'S COS INC	2010-05	PURCHASE	2011-08		312	403			-91	
20 SHS DIRECTV-CLASS A	2010-04	PURCHASE	2011-08		985	716			269	
15 SHS GAP INC/THE	2010-02	PURCHASE	2011-08		257	298			-41	
75 SHS GAP INC/THE	2010-03	PURCHASE	2011-08		1,283	1,720			-437	
50 SHS GAP INC/THE	2010-03	PURCHASE	2011-08		856	1,157			-301	
50 SHS GAP INC/THE	2010-07	PURCHASE	2011-08		856	935			-79	
15 SHS RAYTHEON COMPANY	2010-02	PURCHASE	2011-08		631	841			-210	
25 SHS RAYTHEON COMPANY	2010-02	PURCHASE	2011-08		1,051	1,411			-360	
275 SHS OFFICE DEPOT INC	2009-10	PURCHASE	2011-08		693	1,974			-1,281	
325 SHS OFFICE DEPOT INC	2009-11	PURCHASE	2011-08		819	2,027			-1,208	
7 SHS BUNGE LTD	2009-03	PURCHASE	2011-08		422	400			22	
23 SHS BUNGE LTD	2009-04	PURCHASE	2011-08		1,387	1,076			311	
15 SHS BUNGE LTD	2009-12	PURCHASE	2011-08		904	932			-28	
35 SHS WELLS FARGO & COMPANY	2010-04	PURCHASE	2011-08		859	1,139			-280	
1 SHS WELLS FARGO & COMPANY	2010-04	PURCHASE	2011-08		25	33			-8	
15 SHS WELLS FARGO & COMPANY	2010-04	PURCHASE	2011-08		368	502			-134	
20 SHS ROYAL CARIBBEAN CRUISES LT	2010-07	PURCHASE	2011-08		502	490			12	
4 SHS APPLE INC	2008-02	PURCHASE	2011-08		1,562	523			1,039	
15 SHS MONSANTO CO	2010-08	PURCHASE	2011-08		1,053	906			147	
125 SHS NEWS CORP	2009-03	PURCHASE	2011-09		2,057	713			1,344	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
100 SHS NEWS CORP	2009-07	PURCHASE	2011-09		1,646	849			797	
20 SHS NORTHROP GRUMMAN CORP	2009-04	PURCHASE	2011-09		1,027	870			157	
20 SHS NORTHROP GRUMMAN CORP	2009-08	PURCHASE	2011-09		1,027	864			163	
10 SHS GOLDMAN SACHS GROUP INC	2010-08	PURCHASE	2011-09		1,049	1,436			-387	
85 SHS GENERAL ELECTRIC CO	2009-11	PURCHASE	2011-09		1,352	1,312			40	
1 SHS CELGENE CORP	2008-03	PURCHASE	2011-09		64	57			7	
19 SHS CELGENE CORP	2008-07	PURCHASE	2011-09		1,220	1,324			-104	
20 SHS NEXEN INC	2009-08	PURCHASE	2011-09		354	411			-57	
70 SHS NEXEN INC	2009-09	PURCHASE	2011-09		1,238	1,420			-182	
65 SHS NEXEN INC	2010-01	PURCHASE	2011-09		1,149	1,412			-263	
45 SHS NEXEN INC	2010-06	PURCHASE	2011-09		796	949			-153	
15 SHS NOBLE ENERGY INC	2010-02	PURCHASE	2011-09		1,128	1,151			-23	
5 SHS APPLE INC	2008-02	PURCHASE	2011-09		2,006	654			1,352	
25 SHS CITRIX SYSTEMS INC	2010-09	PURCHASE	2011-09		1,411	1,718			-307	
25 SHS STARBUCKS CORP	2010-09	PURCHASE	2011-10		916	620			296	
26 SHS INGERSOLL-RAND PLC	2009-06	PURCHASE	2011-10		685	510			175	
70 SHS INGERSOLL-RAND PLC	2009-11	PURCHASE	2011-10		1,844	2,361			-517	
20 SHS BUNGE LTD	2010-05	PURCHASE	2011-10		1,151	981			170	
5 SHS BUNGE LTD	2010-05	PURCHASE	2011-10		288	245			43	
30 SHS BUNGE LTD	2010-05	PURCHASE	2011-10		1,694	1,472			222	
20 SHS NORTHROP GRUMMAN CORP	2009-08	PURCHASE	2011-10		1,110	864			246	
20 SHS NORTHROP GRUMMAN CORP	2010-09	PURCHASE	2011-10		1,110	1,076			34	
50 SHS ALTRIA GROUP INC	2010-09	PURCHASE	2011-10		1,381	1,203			178	
5 SHS MONSANTO CO	2010-08	PURCHASE	2011-10		366	302			64	
10 SHS MONSANTO CO	2010-08	PURCHASE	2011-10		732	565			167	
6 SHS CELGENE CORP	2008-07	PURCHASE	2011-10		387	418			-31	
9 SHS CELGENE CORP	2010-07	PURCHASE	2011-10		580	473			107	
100 SHS DELL INC	2010-10	PURCHASE	2011-10		1,556	1,350			206	
35 SHS NORTHROP GRUMMAN CORP	2010-09	PURCHASE	2011-10		1,975	1,883			92	
6 SHS CELGENE CORP	2010-07	PURCHASE	2011-10		399	316			83	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
9 SHS CELGENE CORP	2010-08	PURCHASE	2011-10		598	512			86	
60 SHS CONOCOPHILLIPS	2009-11	PURCHASE	2011-10		4,374	3,090			1,284	
15 SHS CONOCOPHILLIPS	2009-11	PURCHASE	2011-10		1,094	802			292	
39 SHS WELLS FARGO & COMPANY	2010-10	PURCHASE	2011-10		1,060	1,020			40	
15 SHS CITRIX SYSTEMS INC	2010-10	PURCHASE	2011-10		1,094	964			130	
21 SHS CELGENE CORP	2010-08	PURCHASE	2011-10		1,385	1,195			190	
10 SHS GOODRICH CORP	2010-08	PURCHASE	2011-10		1,227	703			524	
30 SHS STARBUCKS CORP	2010-09	PURCHASE	2011-10		1,275	744			531	
15 SHS GOLDMAN SACHS GROUP INC	2010-09	PURCHASE	2011-11		1,572	2,310			-738	
50 SHS JOHNSON CONTROLS INC	2009-08	PURCHASE	2011-11		1,576	1,349			227	
2 SHS NVR INC	2009-06	PURCHASE	2011-11		1,272	1,001			271	
15 SHS COMCAST CORP-CL A	2010-03	PURCHASE	2011-11		328	253			75	
57 SHS COMCAST CORP-CL A	2010-03	PURCHASE	2011-11		1,247	997			250	
2 SHS COMCAST CORP-CL A	2010-04	PURCHASE	2011-11		44	38			6	
40 SHS SMITHFIELD FOODS INC	2009-07	PURCHASE	2011-11		892	526			366	
50 SHS SMITHFIELD FOODS INC	2010-04	PURCHASE	2011-11		1,114	967			147	
5 SHS COMCAST CORP-CL A	2010-04	PURCHASE	2011-11		112	95			17	
60 SHS COMCAST CORP-CL A	2010-04	PURCHASE	2011-11		1,340	1,135			205	
57 SHS MARATHON PETROLEUM CORP	2010-05	PURCHASE	2011-11		1,961	1,459			502	
33 SHS MARATHON PETROLEUM CORP	2010-06	PURCHASE	2011-11		1,135	859			276	
10 SHS MARATHON PETROLEUM CORP	2010-06	PURCHASE	2011-11		344	271			73	
15 SHS NOBLE ENERGY INC	2010-02	PURCHASE	2011-11		1,437	1,151			286	
15 SHS GOLDMAN SACHS GROUP INC	2010-09	PURCHASE	2011-11		1,388	2,301			-913	
282 486 SHS BERNSTEIN INTERMEDIATE	2007-03	PURCHASE	2011-11		4,000	3,749			251	
25 SHS GILEAD SCIENCES INC	2007-03	PURCHASE	2011-11		964	879			85	
15 SHS GILEAD SCIENCES INC	2009-03	PURCHASE	2011-11		578	692			-114	
76 SHS GILEAD SCIENCES INC	2010-04	PURCHASE	2011-11		2,929	3,476			-547	
25 SHS GILEAD SCIENCES INC	2010-05	PURCHASE	2011-11		964	902			62	
20 SHS JOHNSON CONTROLS INC	2009-08	PURCHASE	2011-11		559	539			20	
15 SHS JOHNSON CONTROLS INC	2009-09	PURCHASE	2011-11		419	414			5	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
51 SHS JPMORGAN CHASE & CO	2009-05	PURCHASE	2011-11		1,461	1,788			-327	
15 SHS JPMORGAN CHASE & CO	2009-04	PURCHASE	2011-11		444	511			-67	
34 SHS JPMORGAN CHASE & CO	2009-05	PURCHASE	2011-11		1,007	1,192			-185	
20 SHS MONSANTO CO	2010-08	PURCHASE	2011-12		1,423	1,131			292	
10 SHS CONOCOPHILLIPS	2009-11	PURCHASE	2011-12		720	534			186	
15 SHS ACCENTURE PLC-CL A	2010-10	PURCHASE	2011-12		845	678			167	
5 SHS ACCENTURE PLC-CL A	2010-10	PURCHASE	2011-12		282	224			58	
55 SHS DELTA AIR LINES INC	2010-11	PURCHASE	2011-12		473	757			-284	
20 SHS ACCENTURE PLC-CL A	2010-10	PURCHASE	2011-12		1,030	895			135	
50 SHS EMC CORP/MASS	2009-09	PURCHASE	2011-12		1,072	851			221	
60 SHS LOWE'S COS INC	2010-12	PURCHASE	2011-12		1,546	1,502			44	
7241 13 SHS BERNSTEIN INTERMEDIATE	2007-03	PURCHASE	2011-12		100,000	96,090			3,910	
1451 379 SHS BERNSTEIN INTERMEDIATE	2007-03	PURCHASE	2011-12		20,000	19,260			740	
HUNTINGTON INGALLS INDUST-WI		PURCHASE	2011-04		32				32	
MARATHON PETROLEUM CORP		PURCHASE	2011-07		20				20	

**TY 2011 Investments Corporate
Stock Schedule****Name:** KEYES FAMILY FOUNDATION**EIN:** 20-8023048

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BERNSTEIN A/C	2,802,566	2,603,278

TY 2011 Other Professional Fees Schedule

Name: KEYES FAMILY FOUNDATION

EIN: 20-8023048

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BERNSTEIN INVESTMENT MANAGEMENT	16,907	16,907		
FOUNDATION SOURCE ADMINIST FEES	16,301	9,781		6,520

TY 2011 Taxes Schedule

Name: KEYES FAMILY FOUNDATION

EIN: 20-8023048

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	809			
FOREIGN TAXES PAID ON DIVIDENDS	1,407	1,407		