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

OMB No 1545 0052

2011Department 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 , 2011, and endingHANSON FAMILY FOUNDATION
PO BOX 9295
AVON, CO 81620-9203**A** Employer identification number
25-6912093**B** Telephone number (see the instructions)
(970) 748-8639**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 4,208,756.**J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses**

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

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)**REVENUE****1** Contributions, gifts, grants, etc., received (att sch)**2** Check ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a 22,749.**7** Capital gain net income (from Part IV, line 2)**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/(loss) (att sch)**11** Other income (attach schedule)

See Statement 1

12 Total. Add lines 1 through 11**ADMINISTRATIVE EXPENSES****13** Compensation of officers, directors, trustees, etc**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) See St 2**c** Other prof fees (attach sch)**17** Interest**18** Taxes (attach schedule)(see instrs) See Stm 3**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)

See Statement 4

24 Total operating and administrative expenses. Add lines 13 through 23**25** Contributions, gifts, grants paid Part XV**26 Total expenses and disbursements.** Add lines 24 and 25**27** Subtract line 26 from line 12:**a Excess of revenue over expenses and disbursements****b** Net investment income (if negative, enter -0)**c** Adjusted net income (if negative, enter -0)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		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	824,001.	180,917.	180,917.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule)			
	b Investments – corporate stock (attach schedule) Statement 5	2,396,481.	2,935,190.	3,679,569.
	c Investments – corporate bonds (attach schedule)	226,630.	226,325.	266,325.
	LIABILITIES	11 Investments – land, buildings, and equipment basis		
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) Statement 6		49,606.	71,082.	80,416.
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe See Statement 7)		1,019.	1,529.	1,529.
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		3,497,737.	3,415,043.	4,208,756.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, & other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
NET ASSET BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X			
	27 Capital stock, trust principal, or current funds	3,497,737.	3,415,043.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	3,497,737.	3,415,043.		
31 Total liabilities and net assets/fund balances (see instructions)	3,497,737.	3,415,043.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,497,737.
2 Enter amount from Part I, line 27a	2	-106,832.
3 Other increases not included in line 2 (itemize) See Statement 8	3	26,167.
4 Add lines 1, 2, and 3	4	3,417,072.
5 Decreases not included in line 2 (itemize) See Statement 9	5	2,029.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,415,043.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Ocean Rig UDW Inc Shs (Cash/Lieu-divid)		P	10/13/11	10/13/11
b 200 Shs Oil Svc Hldrs Dep Rcpt		P	9/22/11	12/23/11
c 500 Shs Oil Svc Hldrs Dep Rcpt		P	7/16/09	12/23/11
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 5.		5.	0.
b 6,498.		6,205.	293.
c 16,246.		14,025.	2,221.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			0.
b			293.
c			2,221.
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	2,514.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	293.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	185,245.	3,657,839.	0.050643
2009	179,197.	2,793,884.	0.064139
2008	130,359.	3,401,303.	0.038326
2007	20,000.	3,438,124.	0.005817
2006			

2 Total of line 1, column (d)	2	0.158925
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	0.039731
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,456,840.
5 Multiply line 4 by line 3	5	177,075.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	990.
7 Add lines 5 and 6	7	178,065.
8 Enter qualifying distributions from Part XII, line 4	8	193,121.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)		1	990.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	990.
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	990.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	2,519.	
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	2,519.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,529.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
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>		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? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i> See Statement 10		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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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 <u>N/A</u>	13	X	
14	The books are in care of <u>John Nils Hanson</u> Telephone no <u>(858) 487-8518</u> Located at <u>PO BOX 9295 AVON CO</u> ZIP + 4 <u>81620-9203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country.				

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

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

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

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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 X

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John Nils Hanson PO BOX 9295 AVON, CO 81620-9203	Trustee 0	0.	0.	0.
Stephanie M. Hanson PO BOX 9295 AVON, CO 81620-9203	Trustee 0	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
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 See Statement 11	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 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	4,524,711.
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	4,524,711.
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	4,524,711.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	67,871.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,456,840.
6 Minimum investment return. Enter 5% of line 5	6	222,842.

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	222,842.
2a Tax on investment income for 2011 from Part VI, line 5	2a	990.	
b Income tax for 2011 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	990.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	221,852.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	221,852.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	221,852.

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	193,121.
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	193,121.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	990.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	192,131.

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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Form 990-PF (2011)

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				221,852.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007	4,184.			
c From 2008				
d From 2009	40,819.			
e From 2010	15,399.			
f Total of lines 3a through e	60,402.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 193,121.				
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				193,121.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	28,731.			28,731.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	31,671.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	31,671.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	16,272.			
d Excess from 2010	15,399.			
e Excess from 2011				

BAA

Form 990-PF (2011)

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 See Statement 13				
Total			3a	187,100.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) 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			14	15,720.	
4	Dividends and interest from securities			14	79,890.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					2,514.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	Energy Transfer Equity LP	211110	-6,687.			
b	Enterprise Products Ptnrs	211110	-4,758.			
c	Plains All Amer Pipeln LP	211110	600.			
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		-10,845.		95,610.	2,514.
13	Total. Add line 12, columns (b), (d), and (e)				13	87,279.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

HANSON FAMILY FOUNDATION

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Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Energy Transfer Equity LP	\$ -6,687.	\$ 66.	
Enterprise Products Ptnrs	-4,758.	932.	
Plains All Amer Pipeln LP	600.	29.	
Total	<u>\$ -10,845.</u>	<u>\$ 1,027.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Professional Fees	\$ 5,450.			\$ 5,450.
Total	<u>\$ 5,450.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,450.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax Based on Investment Income	\$ 990.			
Total	<u>\$ 990.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank, Certificate & Account Fees	\$ 171.	\$ 171.		\$ 171.
Total	<u>\$ 171.</u>	<u>\$ 171.</u>	<u>\$ 0.</u>	<u>\$ 171.</u>

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
20000 Shs Joy Global Inc	Cost	\$ 1,283,900.	\$ 1,499,400.
1000 Shs Altria Group Inc	Cost	19,595.	29,650.
1000 Shs Altria Group Inc	Cost	15,645.	29,650.
1000 Shs Ameren Corp	Cost	33,680.	33,130.
1000 Shs AT&T Inc	Cost	29,999.	30,240.
1000 Shs Bristol-Myers Squibb Co	Cost	21,359.	35,240.
1000 Shs Centurytel Inc	Cost	27,806.	37,200.
1000 Shs Emerson Elec Co	Cost	35,475.	46,590.
1000 Shs Kimco Realty Corp MD Com REIT	Cost	22,429.	16,240.
1000 Shs Pfizer Inc Del	Cost	18,531.	21,640.
1000 Shs Verizon Communications Com	Cost	30,960.	40,120.
1000 Shs Weingarten Rlty Invs SBI REIT	Cost	20,818.	21,820.
1000 Shs AT&T Inc	Cost	24,856.	30,240.
1000 Shs BHP Billiton Ltd	Cost	53,823.	70,630.
1000 Shs Bristol-Myers Squibb Co	Cost	18,221.	35,240.
1000 Shs Centerpoint Energy Inc	Cost	12,496.	20,090.
3000 Shs CPFL Energia S A Adr	Cost	56,745.	84,630.
1000 Shs Chubb Corp	Cost	40,228.	69,220.
1000 Shs Chubb Corp	Cost	37,394.	69,220.
1000 Shs Dryships Inc	Cost	9,662.	2,000.
2500 Shs Dryships Inc	Cost	10,335.	5,000.
1000 Shs Du Pont E I De Nemours	Cost	32,504.	45,780.
1000 Shs Emerson Elec Co	Cost	30,299.	46,590.
1000 Shs Freeprt-McMran CPR & GLD	Cost	46,297.	73,580.
1000 Shs Kimco Realty Corp MD Com REIT	Cost	9,722.	16,240.
1000 Shs Paychex Inc	Cost	28,901.	30,110.
1000 Shs Philip Morris Intl Inc	Cost	50,218.	78,480.
1000 Shs Pfizer Inc Del	Cost	15,195.	21,640.
1200 Shs Rio Tinto Plc Spnsrd Adr	Cost	39,858.	58,704.
1000 Shs Verizon Communications Com	Cost	26,063.	40,120.
1100 Shs Plains All Amern Pipl Lp	Cost	51,336.	80,795.
375 Shs Enterprise GP Hldgs LP UT Ltd	Cost	7,460.	17,393.
2100 Shs Enterprise GP Hldgs LP UT Ltd	Cost	41,766.	97,398.
150 Shs Enterprise GP Hldgs LP UT Ltd	Cost	2,984.	6,957.
1750 Shs Energy Transfer Equity L	Cost	49,938.	71,015.
1000 Shs Weingarten Rlty Invs SBI REIT	Cost	10,162.	21,820.
1000 Shs Ameren Corp	Cost	29,844.	33,130.
1500 Shs Dryships Inc	Cost	7,398.	3,000.
480 Shs Frontier Communications Corp	Cost	3,771.	2,473.
1000 Shs Paychex Inc	Cost	28,154.	30,110.
1000 Shs Philip Morris Intl Inc	Cost	60,654.	78,480.
300 Shs BHP Billiton Ltd	Cost	20,316.	21,189.
2000 Shs Firstenergy Corp	Cost	74,994.	88,600.
2000 Shs Novartis Adr	Cost	108,857.	114,340.
36 Shs Ocean Rig UDW Inc Shs	Cost	530.	439.
2000 Shs Progress Energy Inc	Cost	93,951.	112,040.
1000 Shs Proctor & Gamble Co	Cost	65,019.	66,710.
300 Shs Rio Tinto Plc Spnsrd Adr	Cost	13,969.	14,676.
2000 Shs Southern Company	Cost	76,914.	92,580.
3000 Shs Sysco Corporation	Cost	84,159.	87,990.
Total		\$ 2,935,190.	\$ 3,679,569.

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Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Publicly Traded Securities</u>			
700 Shs MARKET VECTORS OIL SVCS	Cost	\$ 71,082.	\$ 80,416.
500 Shs Oil SVC HLDRS DEP RCPT	Cost	0.	0.
Total		<u>\$ 71,082.</u>	<u>\$ 80,416.</u>

Statement 7
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Excise Tax Refund	\$ 1,529.	\$ 1,529.
Total	<u>\$ 1,529.</u>	<u>\$ 1,529.</u>

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

F/S Partnership Distribution	\$ 4,112.
F/S Partnership Distribution	4,296.
F/S Partnership Distribution	6,314.
Partnership K-1 (income)/loss	4,758.
Partnership K-1 (income)/loss	6,687.
Total	<u>\$ 26,167.</u>

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

Other decreases	\$ 1,429.
Partnership K-1 income/(loss)	600.
Total	<u>\$ 2,029.</u>

Statement 10
Form 990-PF, Part VII-A, Line 8b
Copies of Form 990-PF to State Officials

Not required to register with the Colorado Attorney General unless the Foundation solicits contributions from ten (10) or more individuals. No solicitations occurred.

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Statement 11
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

Direct Charitable ActivitiesExpenses

The Trustees shall use their best efforts to utilize the trust funds to promote traditional and conservative values in supporting music, the arts, education, public policy research and development that specifically qualifies as a charitable purpose, community development, and health related services.

Statement 12
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

John Nils Hanson
Stephanie M. Hanson

Statement 13
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The Leadership Institute 1101 North Highland Street Arlington, VA 22201	None	501C3	Promote leadership through education.	\$ 35,000.
The Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC, 20002	None	501C3	Promote research and leadership through education.	67,100.
Media Research Center 325 S. Patrick St. Alexandria, VA 22314	None	501C3	Promote research and leadership through education.	20,000.
Freedom Alliance 22570 Markey Ct. Ste. 240 Dulles, VA 20166	None	501C3	Support of injured troops.	5,000.
Coalition to Salute America's Heroes 2 Church St. Ste. 101 Ossining, NY 10562	None	501C3	Aid to severely wounded troops and families.	10,000.
Hillsdale College 33 East College Street Hillsdale, MI 49242	None	501C3	Promote research and leadership through education.	5,000.

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Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
San Diego Armed Services YMCA 3293 Santo Road San Diego, CA 92124	None	501C3	Support of active military families.	\$ 10,000.
The Claremont Institute 937 West Foothill Blvd, Suite E Claremont, CA 91711	None	501C3	Promote research and leadership through education.	5,000.
St Vincent De Paul Village 3350 E Street San Diego, CA 92101	None	501C3	Support for needy families.	10,000.
Americans for Prosperity Foundation 1726 M St NW, 10th Floor Washington DC, 20036	None	501C3	Promote leadership through education.	5,000.
National Center for Public Policy Resear 501 Capital Court, N. E., Suite 200 Washington, DC 20002	None	501C3	Support public policy research	5,000.
Navy Seal Warrior Fund P. O. Box 111 Essex, CT 06426	None	501C3	Support of active military families.	5,000.
Committee for a Constructive Tomorrow 1875 Eye St NW Washington DC, 20006	None	501C3	Expose students to accurate environmental science.	5,000.
Total				\$ <u>187,100.</u>

HANSON FAMILY FOUNDATION

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Other Income Producing Activities
Dividends/interest from securities.

Merrill Lynch Ordinary Dividends	\$	78,640.
Merrill Lynch Ordinary Dividends-Supplemental Stmt		721.
Merrill Lynch-Dry Ships Inc. (Partial spinoff Ocean Rig UDW)		529.
Total	\$	<u>79,890.</u>

Other Revenue
Net investment income-Plains All Amer Pipeln LP

Interest Income	\$	6.
Ordinary Dividends		18.
Net section 1231 gain/loss		5.
Total	\$	<u>29.</u>

Other Revenue
Net investment income-Energy Transfer Equity LP

Interest Income	\$	21.
Ordinary Dividends		28.
Net long-term capital gain (loss)		17.
Total	\$	<u>66.</u>

Other Revenue
Net investment income-Enterprise Products Ptnrs

Interest Income	\$	27.
Ordinary Dividends		1.
Net Section 1231 gain (loss)		-108.
Net long-term capital gain (loss)		1,012.
Total	\$	<u>932.</u>

Grants and Allocations (990-PF)
Cash amount given to the Heritage Foundation

Cash amount given	\$	67,500.
Less: Value of President's Club dinners		-400.
Total	\$	<u>67,100.</u>