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

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

, 2011, and ending

WREYFORD FAMILY FOUNDATION
P. O. BOX 1367
KINGSLAND, TX 78639

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 **J** Accounting method: Cash Accrual
 (from Part II, column (c), line 16) Other (specify) **I** **J** **I** **J**
 ► \$ 775,515. (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)
1 Contributions, gifts, grants, etc, received (att sch) 2 Ck ► <input type="checkbox"/> 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 340,203. 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) 12 Total. Add lines 1 through 11 174,588. 39,880. 39,880. 13 Compensation of officers, directors, trustees, etc 0. 14 Other employee salaries and wages. 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach sch) c Other prof fees (attach sch) SEE ST 1 4,331. 4,331. 17 Interest 105. 105. 18 Taxes (attach schedule)(see instrs) SEE STM 2 349. 19 Depreciation (attach sch) and depletion 20 Occupancy 21 Travel, conferences, and meetings 24,935. 24,935. 22 Printing and publications 23 Other expenses (attach schedule) SEE STATEMENT 3 2,474. 2,219. 24 Total operating and administrative expenses. Add lines 13 through 23 32,194. 4,436. 27,154. 25 Contributions, gifts, grants paid PART XV 82,910. 82,910. 26 Total expenses and disbursements. Add lines 24 and 25 115,104. 4,436. 0. 110,064. 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements 59,484. b Net investment income (if negative, enter -0-) 35,444. c Adjusted net income (if negative, enter -0-) 39,880.	150,000.	39,880.	39,880.	RECEIVED	
	RE	E	V	E	N
	S	C	S	C	S
	ADMINISTRATIVE EXPENSES	OPERATING EXPENSES	ADMINISTRATIVE EXPENSES	OPERATING EXPENSES	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)	17 Interest
	b Accounting fees (attach sch)	c Other prof fees (attach sch) SEE ST 1	4,331.	4,331.	105.
	18 Taxes (attach schedule)(see instrs) SEE STM 2	19 Depreciation (attach sch) and depletion	349.	24,935.	24,935.
	20 Occupancy	21 Travel, conferences, and meetings	22 Printing and publications	23 Other expenses (attach schedule) SEE STATEMENT 3	2,474.
	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	115,104.	4,436.
	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-)	39,880.

P 23

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	142,859.	299,229.	299,229.
	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)	15,389.	30,120.	30,120.
	c	Investments — corporate bonds (attach schedule)	477,492.	446,166.	446,166.
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)	65,397.			
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)	701,137.	775,515.	775,515.	
LIABILITIES	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 FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			<input type="checkbox"/>	
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			<input checked="" type="checkbox"/>	
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	701,137.	775,515.	
	30	Total net assets or fund balances (see instructions)	701,137.	775,515.	
	31	Total liabilities and net assets/fund balances (see instructions)	701,137.	775,515.	

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	701,137.
2	Enter amount from Part I, line 27a	2	59,484.
3	Other increases not included in line 2 (itemize) ► <u>SEE STATEMENT 4</u>	3	14,894.
4	Add lines 1, 2, and 3	4	775,515.
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	775,515.

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 MARKETABLE SECURITIES, SEE ATTACHED		P	VARIOUS	VARIOUS
b				
c				
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 340,203.		355,495.	-15,292.	
b				
c				
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			-15,292.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	-15,292.
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 instructions). If (loss), enter -0- in Part I, line 8			3	0.

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	34,901.	569,941.	0.061236
2009	8,708.	378,723.	0.022993
2008	15,289.	285,817.	0.053492
2007	1,500.	117,534.	0.012762
2006			

2 Total of line 1, column (d)	2	0.150483
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	0.037621
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	686,498.
5 Multiply line 4 by line 3	5	25,827.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	354.
7 Add lines 5 and 6	7	26,181.
8 Enter qualifying distributions from Part XII, line 4	8	110,064.

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)	
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	1 354.
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	3 354.
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-	5 354.
6	Credits/Payments	
a	2011 estimated tax pmts and 2010 overpayment credited to 2011	6a 500.
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	7 500.
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 0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 146.
11	Enter the amount of line 10 to be. Credited to 2012 estimated tax ► 146. Refunded ► 11 0.	11

Part VII-A Statements Regarding Activities

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?	Yes X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c	Did the foundation file Form 1120-POL for this year?	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? If 'Yes,' has it filed a tax return on Form 990-T for this year?	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX	
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV	X
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► DON & ANNENETTE WREYFORD Telephone no ► (415) 506-3070 Located at ► P.O. BOX 1367 KINGSLAND TX ZIP + 4 ► 78639		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A ► N/A		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►	16	Yes X No

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

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

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> 1b X		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 1c X		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years ► 20__, 20__, 20__, 20__ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 2b N/A		
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. ► 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 3b N/A		
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		

BAA

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))?

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(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)

(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 Yes No Yes No Yes No 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?

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

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
SEE STATEMENT 5		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	N/A	
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		
3		
All other program-related investments. See instructions.		
Total. Add lines 1 through 3		► 0.

All other program-related investments. See instructions.

3

Total. Add lines 1 through 3

Form 990-PF (2011)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:
 a Average monthly fair market value of securities

1a	613,787.
1b	83,165.
1c	
1d	696,952.

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and 1c
 (attach detailed explanation)

1e | 0.

2	0.
3	696,952.
4	10,454.
5	686,498.
6	34,325.

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
 (for greater amount, see instructions)

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

6 **Minimum investment return.** Enter 5% of line 5

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 | 34,325.

2a Tax on investment income for 2011 from Part VI, line 5

2a | 354.

b Income tax for 2011 (This does not include the tax from Part VI)

2b |

c Add lines 2a and 2b

2c | 354.

3 Distributable amount before adjustments. Subtract line 2c from line 1

3 | 33,971.

4 Recoveries of amounts treated as qualifying distributions.

4 |

5 Add lines 3 and 4

5 | 33,971.

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 | 33,971.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:

1a | 110,064.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b |

b Program-related investments – total from Part IX-B

2 |

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3a |

3 Amounts set aside for specific charitable projects that satisfy the:

3b |

a Suitability test (prior IRS approval required)

4 |

b Cash distribution test (attach the required schedule)

5 |

4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

4 | 110,064.

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 | 354.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

6 | 109,710.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				33,971.
2 Undistributed income, if any, as of the end of 2011			1,804.	
a Enter amount for 2010 only		0.		
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	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 110,064.				
a Applied to 2010, but not more than line 2a			1,804.	
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				33,971.
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))	74,289.	0.		
6 Enter the net total of each column as indicated below:	74,289.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
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	74,289.			
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	74,289.			

BAA

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

N/A

1 a	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 foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 4942(j)(5)			
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon.			
a	'Assets' alternative test — enter:			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed			
c	'Support' alternative test — enter:			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

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 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))

SEE STATEMENT 6

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

NONE

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 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	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)				
<i>a Paid during the year</i>				
SEE STATEMENT 7				
Total			► 3a	82,910.
<i>b Approved for future payment</i>				
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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					24,588.
13 Total. Add line 12, columns (b), (d), and (e)				13	24,588.
(See worksheet in line 13 instructions to verify calculations.)					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
N/A	

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c	X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

Yes No

b If 'Yes,' complete the following schedule:

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

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

►  8/6/12 ► SECRETARY
Signature of officer or trustee Date Title
May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name KENNETH A. PRESTON	Preparer's signature 	Date 8/6/12	Check <input type="checkbox"/> if self-employed	PTIN P01437149
	Firm's name ► BREGANTE + COMPANY LLP, CPA'S	Firm's EIN ► 94-2861940			
	Firm's address ► 330 IGNACIO BLVD, SUITE 201 NOVATO, CA 94949-6036	Phone no (415) 883-4262			

BAA

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

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

2011

Name of the organization

WREYFORD FAMILY FOUNDATION

Employer identification number

26-0593539

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990,
990EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

WREYFORD FAMILY FOUNDATION

Employer identification number

26-0593539

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DONALD & ANNETTE WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	\$ 150,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

WREYFORD FAMILY FOUNDATION

Employer identification number

26-0593539

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A		
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Name of organization

WREYFORD FAMILY FOUNDATION

Employer identification number

26-0593539

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10)

organizations that total more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc.

For organizations comprising, part, all, or the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions)

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

► \$ N/A

N/A

2011

FEDERAL STATEMENTS

PAGE 1

WREYFORD FAMILY FOUNDATION

26-0593539

STATEMENT 1
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 4,331.	\$ 4,331.	\$ 0.	\$ 0.
TOTAL	<u>\$ 4,331.</u>	<u>\$ 4,331.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 2
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 ON INVESTMENT INCOME	\$ 349.	\$ 0.	\$ 0.	\$ 0.
TOTAL	<u>\$ 349.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXHIBITION E DECOR & SUPPLIES	\$ 1,811.			\$ 1,811.
OFFICE EXPENSES	255.			
PRINTING	408.			408.
TOTAL	<u>\$ 2,474.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,219.</u>

STATEMENT 4
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NET UNREALIZED GAINS ON INVESTMENTS

TOTAL	\$ 14,894.
	<u>\$ 14,894.</u>

2011

FEDERAL STATEMENTS

PAGE 2

WREYFORD FAMILY FOUNDATION

26-0593539

STATEMENT 5

FORM 990-PF, PART VIII, LINE 1

LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
DONALD M. WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	FOUNDER 1.00	\$ 0.	\$ 0.	\$ 0.
L. ANNETTE WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	FOUNDER & TREAS 1.00	0.	0.	0.
LARRY D. WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	VICE PRESIDENT 1.00	0.	0.	0.
RONNIE M. WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	VICE PRESIDENT 1.00	0.	0.	0.
RANDY L. WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	VICE PRESIDENT 1.00	0.	0.	0.
DEBORAH A. WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	SECRETARY 1.00	0.	0.	0.
JAMES WREYFORD P.O. BOX 1367 KINGSLAND, TX 78639	PRESIDENT 1.00	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 6

FORM 990-PF, PART XV, LINE 1A

FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

DONALD M. WREYFORD
 L. ANNETTE WREYFORD

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE W FOUNDATION 330 IGNACIO BLVD. SUITE 203 NOVATO, CA 94949	NONE	501(C) (3)	SPACE EXPLORATION EDUCATION	\$ 47,910.
MUSEUM OF AMERICAN FINANCE 48 WALL STREET NEW YORK, NY 10005	NONE	501(C) (3)	HISTORY OF FINANCES EDUCATION	5,000.
EAA CHAPTERS PO BOX 3086 OSHKOSH, WI 54903	NONE	501(C) (3)	AVIATION HISTORY EDUCATION	1,000.
KIDDIE HAWK AIR ACADEMY 333 W. HAMPDEN AVE, SUITE 703 ENGLEWOOD, CO 80110	NONE	501(C) (3)	LIVING LEGENDS OF AVIATION AWARDS ANNUAL EVENT	12,000.
COWBOY HERITAGE ASSOC. OF FORT WORTH P.O. BOX 136639 FORT WORTH, TX 76136	NONE	501(C) (3)	SCHOLARSHIPS	5,000.
AIRCRAFT CARRIER HORNET FOUNDATION P.O. BOX 460 ALAMEDA, CA 94501	NONE	501(C) (3)	USS HORNET MUSEUM RELOCATION FEASIBILITY STUDY MATCHING CHALLENGE GRANT	10,000.
NORTH SHORE UNITED METHODIST CHURCH 23880 NORTH CRANES MILL ROAD CANYON LAKE, TX 78133	NONE	501(C) (3)	GENERAL SUPPORT	2,000.
TOTAL				\$ 82,910.

Wreyford Family Foundation
EIN 26-0593539

Form 990 PF, part II, line 10 b
Investments - corporate stocks

Shares Equities	Description	Purchase date	Book value	Market value
600	Commonwealth REIT Prfrd-E	6/3/2011	14,670	14,670
600	Kimco Realty Corp	5/2/2011	15,450	15,450
			<u>30,120</u>	<u>30,120</u>

Wreyford Family Foundation

EIN 26-0593539

Form 990 PF, part II, line 10 c

Investments - corporate bonds

Shares	Description	Purchase date	Book value	Market value
Equities				
30,000	AES CORP 8.0% Notes due 10/15/17	5/21/2010	33,000	33,000
25,000	ALLIANT TECH SYS 6.75% Notes due 4/01/16	3/9/2011	25,625	25,625
30,000	BERRY PETROLEUM 8.25% Notes due 11/01/16	7/20/2010	31,200	31,200
15,000	BLYTH INDs INC 5.50% Notes due 11/01/13	11/18/2010	15,075	15,075
25,000	BUNGE LTD FIN 5.1% Notes due 7/15/15	4/21/2009	26,167	26,167
20,000	CMNTY HEALTH SY 8.875% Notes due 7/15/15	2/2/2010	20,650	20,650
25,000	COMPLETE PROD SERV INC 8% Notes due 12/15/16	3/21/2011	26,000	26,000
20,000	CONSTELLATN BRND 7.25% Notes due 9/01/16	1/28/2008	21,975	21,975
20,000	GATX Cap Corp 8.75% Notes due 5/15/14	4/28/2009	22,697	22,697
25,000	HOST HOTELS & RESORTS LP 6.875% Notes due 11/01/2014	6/6/2011	25,500	25,500
20,000	LEUCADIA NATL 8.125% Notes due 9/15/15	12/12/2007	21,025	21,025
20,000	NATL SEMICONDUCT 6.15% Notes due 6/15/12	4/24/2009	20,490	20,490
20,000	NEXTEL COMMUNIC 7.375% Notes due 8/01/15	1/24/2008	18,300	18,300
20,000	ROCK-TENN CO 5.625% Notes due 3/15/13	5/19/2009	20,600	20,600
20,000	ROYAL CARIBBEA 6.875% Notes due 12/01/13	1/24/2008	21,100	21,100
20,000	SMITHFIELD FOODS 7.75% Notes due 5/15/13	1/24/2008	21,200	21,200
25,000	SUPERVALU INC 8% Notes due 5/01/16	7/15/2010	25,813	25,813
25,000	US STEEL 6.05% Notes due 6/01/17	5/19/2009	23,875	23,875
25,000	VECTOR GROUP 11% Notes due 8/15/15	12/28/2010	25,875	25,875

Wreyford Family Foundation

EIN 26-0593539

Form 990 PF, part IV, line 1a

Capital Gains and Losses for Tax on Investment Income

<u>Shares</u>	<u>Description</u>	<u>Purchase date</u>	<u>Sale date</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain/(loss)</u>
Equities						
600	DTE Energy Trust 7 80%	1/30/2008	9/22/2011	15,990	15,397	593
10,000	GSC Hldgs Corp Gamestop	1/29/2010	various	10,000	10,458	(458)
19,322 516	Winans Logn/Short Fnd	various	various	136,575	155,000	(18,425)
15,000	Sally Hodings LLC SR Note 9/5% Notes due 9/15/10	8/26/2011	9/15/2010	15,347	15,887	(540)
	Detailed schedule attached	various	various	162,291	158,753	3,538
				<u>340,203</u>	<u>355,495</u>	<u>(15,292)</u>

SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE WREYFORD FAMILY FOUNDATION

Report Period
January 1 - December 31, 2011

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AMERCO SER A 8.50% PFXXX** CALLED ** @ \$25.00/SHEFF 06/01/11 023586209	600 0000	10/08/10	06/01/11	\$15,000.00	\$15,389.01	(\$389.01)
Security Subtotal				\$15,000.00	\$15,389.01	(\$389.01)
AMKOR TECHNOLOGY 9.25XXX** CALLED **DUE 06/01/16@ 104.625% E 031652AW0	25,000 0000	01/28/11	06/24/11	\$26,156.25	\$26,862.50	(\$706.25)
Security Subtotal				\$26,156.25	\$26,862.50	(\$706.25)
NAVIOS MARITIME 9.5%XXX**CALLED** DUE 12/15/14/104.7% EFF 0 639365AB1	25,000 0000	10/04/10	02/28/11	\$26,187.50	\$25,851.88	\$335.62
Security Subtotal				\$26,187.50	\$25,851.88	\$335.62
Total Short-Term				\$67,343.75	\$68,103.39	(\$759.64)

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DENBURY RES INC D 7.5XXX** CALLED **DUE 04/01/13@ PAR EFF 04 24823UAE8	20,000 0000	01/24/08	04/01/11	\$20,000.00	\$20,185.00 ^a	(\$185.00)
Security Subtotal				\$20,000.00	\$20,185.00	(\$185.00)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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SCHWAB
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Schwab One® Account of
THE WREYFORD FAMILY FOUNDATION

Report Period
January 1 - December 31, 2011

2011 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
DIRECTV HOLDING 6 375XXX** CALLED **DUE 06/15/15@ 102 125% E 25459HAD7	20,000 0000	01/24/08	06/15/11	\$20,425.00	\$18,965.00 ^a	\$1,460.00
Security Subtotal				\$20,425.00	\$18,965.00	\$1,460.00
NALCO 8 875%13** CALLED **DUE 11/15/13@ 101 EFF 01 629855AH0	30,000 0000	01/19/10	01/20/11	\$30,443.70	\$31,053.89	(\$610.19)
Security Subtotal				\$30,443.70	\$31,053.89	(\$610.19)
SMITH INTL INC 8 625XXX** CALLED **DUE 03/15/14120 3% EFF 0 832110AK6	20,000 0000	03/17/09	03/07/11	\$24,078.54	\$20,446.00 ^a	\$3,632.54
Security Subtotal				\$24,078.54	\$20,446.00	\$3,632.54
Total Long-Term				\$94,947.24	\$90,649.89	\$4,297.35
Total Realized Gain or (Loss)				\$162,290.99	\$158,753.28	\$3,537.71

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

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

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

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