Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2011

For calendar year 2011, or tax year beginning , 2011, and ending , 20

Name of foundation: TB AND RUTH STANLEY FAMILY FOUNDATION INC

A Employer identification number: 27-1437797

Number and street (or P O. box number if mail is not delivered to street address): 135 E MORSE BLVD — Room/suite:

B Telephone number (see instructions): (407)740-6262

City or town, state, and ZIP code: Winter Park FL 32789-7400

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,767,553

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), & (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 (attach schedule)				
2 Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
3 Interest on savings and temp. cash investments	41,475	41,475	41,475	
4 Dividends and interest from securities	42,932	42,932	42,932	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	112,826			
b Gross sales price for all assets on line 6a 629,751				
7 Capital gain net income (from Part IV, line 2)		116,130		
8 Net short-term capital gain			0	
9 Income modifications			0	
10a Gross sales less rtns. & allowances 0				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) #1	145	145		
12 **Total.** Add lines 1 through 11	197,378	200,682	84,407	
OPERATING & ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	6,970	6,970		
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) #2	1,000	1,000		
c Other professional fees (attach schedule) #3	2,307	2,307		
17 Interest				
18 Taxes (attach schedule)(see instructions) #4	2,368	2,064		304
19 Depreciation (attach sch.) and depletion				
20 Occupancy	7,942			7,942
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) #5	850			850
24 **Total operating and administrative expenses.** Add lines 13 through 23	21,437	12,341	0	9,096
25 Contributions, gifts, grants paid	66,200			66,200
26 Total exp. & disbursements. Add lines 24 and 25	87,637	12,341	0	75,296
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	109,741			
b **Net investment income** (if neg., enter -0-)		188,341		
c **Adjusted net income** (if neg., enter -0-)			84,407	

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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 inst.)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash -- non-interest-bearing	235,734	130,685	130,685
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accts. ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accts. ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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			
	10a Investments -- U.S. and state govt. obligations (attach schedule)			
	b Investments -- corporate stock (attach schedule) #6.	458,079	497,224	632,991
	c Investments -- corporate bonds (attach schedule) #7.	456,493	525,285	525,285
	11 Investments -- land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments -- mortgage loans			
	13 Investments -- other (attach schedule) #8.	377,376	484,229	478,592
	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)	1,527,682	1,637,423	1,767,553
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	0	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,527,682	1,637,423	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here ▶ ☐ **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 the instructions)	1,527,682	1,637,423	
	31 **Total liabilities and net assets/fund balances** (see the inst.)	1,527,682	1,637,423	

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	1,527,682
2	Enter amount from Part I, line 27a	2	109,741
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,637,423
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	1,637,423

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	See attachment #9			
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				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
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	116,130
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 the instructions) ... If (loss), enter -0- in Part I, line 8	3	-3,304

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 beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d) ...	2	0.000000
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	0.000000
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,742,297
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,883
7	Add lines 5 and 6	7	1,883
8	Enter qualifying distributions from Part XII, line 4	8	75,296

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 the instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary -- see Inst.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,883
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,883
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	1,883
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a		
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	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	9
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	1,892
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ Refunded ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		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?	1c		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.	2		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	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the yr ? If "Yes," complete Part II, col. (c), & Part XV.	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ NONE			
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	8b		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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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?	13		

Website address ▶ N/A

14 The books are in care of ▶ See attachment #10 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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 |

			Yes	No
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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? ☐ Yes ☒ 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 instructions.)	2b		X
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? ☐ Yes ☒ 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		X
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

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

			Yes	No
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)? N/A	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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 avg. hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
See attachment #11				

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 avg. 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 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 the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments See the instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	1,768,829
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,768,829
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	1,768,829
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	26,532
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,742,297
6	**Minimum investment return.** Enter 5% of line 5	6	87,115

Part XI **Distributable Amount** (see 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	87,115
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,883		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,883
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	85,232
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	85,232
6	Deduction from distributable amount (see the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	85,232

Part XII **Qualifying Distributions** (see 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	75,296
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	75,296
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 the instructions)	5	1,883
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	73,413

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 the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					85,232
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only					
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 ▶ $ 75,296					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required -- see the instructions)					
c Treated as distributions out of corpus (Election required -- see the instructions)					
d Applied to 2011 distributable amount					
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5					
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 the instructions					
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount -- see the instructions					
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					85,232
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
2a 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 exempt act.					
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 min. 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)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

None

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 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 Paid during the year				
See attachment #12				
Total ▶ 3a				66,200
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 the instructions.)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	41,475	
4 Dividends and interest from securities			14	42,932	
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			14	112,826	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b See attachment #13		145			
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		145		197,233	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 197,378

(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 the instructions.)

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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

2 a 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

Sign Here

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

Susan S. Tuth — Signature of officer or trustee | Date | VICE PRESIDENT — 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CYNTHIA HUNTER		5/29/12		P01450272
Firm's name ▶ CARLILE & HUNTER LLC			Firm's EIN ▶ 20-1862699	
Firm's address ▶ 861 W MORSE BLVD SUITE 1			Phone no. (407) 647-1722	

990 SCHEDULE OF OTHER INCOME

Attachment 1: page 1 - 990-PF Page 1, Part I, Line 11

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Description of Other Income	Revenue and Expenses	Net Investment income	Adjusted Net Income
NATURAL RESOURCE PARTNERS	145	145	
Totals:	145	145	

990 SCHEDULE OF ACCOUNTING FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ACCOUNTING FEES	1,000	1,000		
Total:	1,000	1,000		

990 SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 3: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection | For calendar year 2011, or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
LEGAL FEES	2,307	2,307		
Total:	2,307	2,307		

990 SCHEDULE OF TAXES PAID

Attachment 4: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
PAYROLL TAXES	2,064	2,064		
INCOME TAX	304			304
Total:	2,368	2,064		304

990 OTHER EXPENSES SCHEDULE

Attachment 5: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
LICENSES AND PERMITS	850			850
Total:	850			850

990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 6: page 1 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
SCOTT AND STRINGFELLOW INVESTMENTS 2907			384,498	481,442
SCOTT AND STRINGFELLOW INVESTMENTS 8316			112,726	151,549
		Total:	497,224	632,991

990 SCHEDULE OF INVESTMENTS - CORPORATE BONDS

Attachment 7: page 1 - 990-PF Page 2, Part II, Line 10c

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
SCOTT AND STRINGFELLOW INVESTMENTS FIXED INCOME 8316			525,285	525,285
		Total:	525,285	525,285

990 SCHEDULE OF INVESTMENTS - OTHERS

Attachment 8: page 1 - 990-PF Page 2, Part II, Line 13

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Description	Cost	FMV at Year End	Book Value	Fair Market Value
LIMITED PARTNERSHIP 2907			11,168	16,673
MUTUAL FUNDS 8316			473,061	461,919
		Total:		

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 9: page 1 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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.)
1	ARCHER	P	04-06-2010	02-11-2011
2	CONCOPHILLIPS	P	05-06-2010	02-23-2011
3	HUDSON CITY BANCORP	P	05-12-2010	02-11-2011
4	HUDSON CITY BANCORP	P	05-13-2010	02-11-2011
5	HUDSON CITY BANCORP	P	05-21-2010	02-11-2011
6	HUDSON CITY BANCORP	P	05-21-2010	02-16-2011
7	HUDSON CITY BANCORP	P	06-30-2010	02-16-2011
8	KONINKLIJKE PHILIPS NEW	P	10-27-2010	06-28-2011
9	KONINKLIJKE PHILIPS NEW	P	10-27-2010	06-29-2011
10	KONINKLIJKE PHILIPS NEW	P	11-23-2010	06-29-2011
11	TEXAS INSTRUMENTS	P	01-15-2010	01-12-2011
12	CHEVRON	P	07-24-2002	07-25-2011
13	KINDER MORGAN	P	07-17-2006	12-22-2011
14	KINDER MORGAN	P	07-17-2006	12-23-2011
15	KIMBERLY CLARK	P	06-06-2008	08-17-2011

	(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)
1	3,066		2,413	653
2	2,292		1,608	684
3	4,009		4,636	-627
4	3,951		4,574	-623
5	1,317		1,447	-130
6	2,453		2,705	-252
7	2,852		3,107	-255
8	7,637		9,677	-2,040
9	465		582	-117
10	5,871		7,180	-1,309
11	1,846		1,340	506
12	2,705		849	1,856
13	1,884		801	1,083
14	1,923		801	1,122
15	5,278		5,045	233

	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) F.M.V. as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col. (i) Over Col. (j), if Any	
1				653
2				684
3				-627
4				-623
5				-130
6				-252
7				-255
8				-2,040
9				-117
10				-1,309
11				506
12				1,856
13				1,083
14				1,122
15				233

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 9: page 2 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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.)
16	KIMBERLY CLARK	P	06-06-2008	08-17-2011
17	KRAFT	P	04-17-2009	07-13-2011
18	KRAFT	P	04-17-2009	07-14-2011
19	KRAFT	P	09-10-2009	07-14-2011
20	LOCKHEED MARTIN	P	06-15-2009	12-22-2011
21	LOCKHEED MARTIN	P	06-17-2009	12-22-2011
22	LOCKHEED MARTIN	P	09-10-2009	12-22-2011
23	MCDONALDS	P	07-23-2009	08-19-2011
24	MCDONALDS	P	07-23-2009	12-29-2011
25	PHILIP MORRIS	P	10-23-2008	07-25-2011
26	PEARSON	P	10-02-2007	02-16-2011
27	TEXAS INSTRUMENTS	P	01-15-2010	02-10-2011
28	TEXAS INSTRUMENTS	P	01-15-2010	02-14-2011
29	VERIZON	P	09-16-2009	01-04-2011
30	VERIZON	P	09-16-2009	04-05-2011

	(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)
16	13,195		12,560	635
17	8,227		5,238	2,989
18	9,878		6,276	3,602
19	1,777		1,308	469
20	8,890		9,012	-122
21	3,636		3,682	-46
22	5,657		5,133	524
23	6,583		4,251	2,332
24	2,015		1,134	881
25	2,163		1,232	931
26	3,837		3,439	398
27	1,575		1,096	479
28	1,254		852	402
29	2,944		2,271	673
30	4,427		3,264	1,163

	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) F.M.V. as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess of Col. (i) Over Col. (j), if Any	
16				635
17				2,989
18				3,602
19				469
20				-122
21				-46
22				524
23				2,332
24				881
25				931
26				398
27				479
28				402
29				673
30				1,163

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 9: page 3 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

	(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.)
31	VERIZON	P	10-08-2009	04-05-2011
32	VERIZON	P	10-08-2009	10-24-2011
33	VERIZON	P	10-08-2009	10-27-2011
34	VERIZON	P	02-25-2010	10-27-2011
35	NATURAL RES	P	10-08-2008	02-14-2011
36	NATURAL RES	P	10-08-2008	05-13-2011
37	NATURAL RES	P	10-08-2008	08-12-2011
38	NATURAL RES	P	10-08-2008	11-14-2011
39	LORD ABBETT	P	09-02-2010	09-02-2011
40	LORD ABBETT	P	10-06-2010	09-02-2011
41	LORD ABBETT	P	11-02-2010	09-02-2011
42	LORD ABBETT	P	12-02-2010	09-02-2011
43	LORD ABBETT	P	12-21-2010	09-02-2011
44	LORD ABBETT	P	12-21-2010	09-02-2011
45	LORD ABBETT	P	01-04-2011	09-02-2011

	(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)
31	1,155		828	327
32	4,880		3,618	1,262
33	3,121		2,320	801
34	2,229		1,610	619
35	51			51
36	51			51
37	51			51
38	52			52
39	427		442	-15
40	382		398	-16
41	385		404	-19
42	376		395	-19
43	367		385	-18
44	159		167	-8
45	386		406	-20

	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) F.M.V as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col. (i) Over Col. (j), if Any	
31				327
32				1,262
33				801
34				619
35				51
36				51
37				51
38				52
39				-15
40				-16
41				-19
42				-19
43				-18
44				-8
45				-20

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 9: page 4 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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.)
46	LORD ABBETT	P	02-02-2011	09-02-2011
47	LORD ABBETT	P	03-02-2011	09-02-2011
48	AMERIGAS	P	04-15-2010	01-21-2011
49	BB&T	P	07-21-2009	04-11-2011
50	KINDER MORGAN	P	09-19-2006	08-18-2011
51	KAYNE ANDERSON	P	01-10-2006	05-11-2011
52	LORD ABBETT	P	04-26-2010	09-02-2011
53	LORD ABBETT	P	04-26-2010	09-02-2011
54	LORD ABBETT	P	04-26-2010	09-02-2011
55	LORD ABBETT	P	05-04-2010	09-02-2011
56	LORD ABBETT	P	06-02-2010	09-02-2011
57	LORD ABBETT	P	07-02-2010	09-02-2011
58	LORD ABBETT	P	08-03-2010	09-02-2011
59	ALTRIA GROUP	P	11-25-2008	01-06-2011
60	ALTRIA GROUP	P	11-25-2008	01-06-2011

	(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)
46	368		391	-23
47	370		392	-22
48	35,343		34,977	366
49	28,019		25,000	3,019
50	59,606		35,021	24,585
51	57,725		29,642	28,083
52	47,254		49,702	-2,448
53	42,480		44,681	-2,201
54	303		319	-16
55	48		50	-2
56	407		418	-11
57	388		397	-9
58	406		420	-14
59	32,366		25,230	7,136
60	12,946		10,094	2,852

	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) F M V. as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess of Col. (i) Over Col (j), if Any	
46				-23
47				-22
48				366
49				3,019
50				24,585
51				28,083
52				-2,448
53				-2,201
54				-16
55				-2
56				-11
57				-9
58				-14
59				7,136
60				2,852

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 9: page 5 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection	For calendar year 2011 or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

	(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.)
61	ALTRIA GROUP	P	11-25-2008	01-06-2011
62	ALTRIA GROUP	P	11-25-2008	01-06-2011
63	HCP INC	P	01-23-2009	02-02-2011
64	LEUCADIA	P	12-18-2009	10-11-2011
65	L-3 COMMNS	P	07-28-2009	03-09-2011

	(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)
61	29,253		25,303	3,950
62	11,701		10,121	1,580
63	55,250		31,750	23,500
64	52,350		50,625	1,725
65	25,489		23,906	1,583

	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) F.M.V. as of 12/31/69	(j) Adjusted Basis as of 12/31/69	(k) Excess if Col. (i) Over Col. (j), if Any	
61				3,950
62				1,580
63				23,500
64				1,725
65				1,583

990 BOOKS ARE IN CARE OF

Attachment 10 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Part VII-A - Line 14

Individual Name .... SUSAN TAYLOR
or
Business Name:

Street Address .... 135 E MORSE BLVD

U.S. Address:

Zip code 32789 City Winter Park State FL
or
Foreign Address

City ....

Province or State ....

Country ....

Postal code ....

Phone Number .... (407)740-6262

Fax Number ....

990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 11: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (If not paid, enter 0)	(D) Cont. to Employee Ben. Plans & Def. Comp.	(E) Expense Account & Other Allowances
THOMAS B STANLEY, III 1500 WEST WESLEY ROAD ATLANTA, GA 30327	PRESIDENT 2.00	0	0	0
SUSAN STANLEY TAYLOR 135 E MORSE BLVD WINTER PARK, FL 32789	VP, SEC & TREAS 2.00	0	0	0
ANDREW B STANLEY 135 E MORSE BLVD WINTER PARK, FL 32789	VICE PRESIDENT 2.00	0	0	0

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 12: page 1 990-PF Page 11, Part XV Line 3a

Open to Public Inspection | For calendar year 2011, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

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
All about Dev Disabilities 1440 Dutch Valley Place, Suite 200 Atlanta, GA 30324			Provide assistance for people with disabilities and their families	2,500
Anew Foundation 135 E Morse Blvd Winter Park, FL 32789			Financial assistance formedical, counseling, and housing assistance for recovering addicts/alcoholic	1,000
Atlanta Botanical Garden 1345 Piedmont Avenue, NE Atlanta, GA 30309			Fuqua Orchid Center	1,000
Bassett Rescue Squad PO Box 510 Bassett, VA 24055			Volunteer rescue squad in Henry County	2,000
Camp Kudzu 5885 Glenridge Dr., Suite 160 Atlanta, GA 30328			Help Children with Type 1 Diabetes	1,000
Chill sponsor Piedmont Community Services 24 Clay Street Martinsville, VA 24112			Help local families and youth make positive lifestyle choices	500
Christmas Cheer of Martinsville, VA PO Box 540 Martinsville, VA 24114			Help those in need at Christmas time	1,500
Citizens Against Family Violence PO Drawer 352 Martinsville, VA 24114			Sponsorship for Hope 4 Homeless 5K Race	1,000
Community Storehouse MHC 4201 Greensboro Road Ridgeway, VA 24148			Food for Kids: School Backpack Program	2,000
Dan River Basin Association PO Box 7 Collinsville, VA 24078			Trout in the Classroom Program	2,000
Darden School Foundation 100 Darden Blvd Charlottesville, VA 22903			Scholarship	2,500
Disabled Veterans of America 3725 Alexandria Pike Cold Spring, KY 41076			In honor of Tom Shaw	200
			Total:	17,200

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 12: page 2 990-PF Page 11, Part XV Line 3a

Open to Public Inspection | For calendar year 2011, or tax period beginning , and ending .

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

Recipient — Name and Address (home or business)	If Recipient is an Individual, Show any Relationship to Any Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Grace Network PO Box 3902 Martinsville, VA 24115			Provide help w basic human needs (food, electricity, shelter)	3,000
Helping Hands of Franklin County 200 Dent St Rocky Mount, VA 24151			Emergency assistance, medication and budget counseling	1,000
Jupiter Island Garden Club PO Box 1410 Hobe Sound, FL 33475			Continued landscape maitanence on Harbor Island	1,000
Maine Farmland Trust 97 Maine St Belfast, ME 04165			Acquistion and maintenance of Maine Farmland	2,000
Martinsville Henry County Coalition for Health and Wellness 22 East Church Street Martinsville, VA 24112			To help provide quality health care for the underinsured Henry County	1,000
New College Foundation 29 Jones St Martinsville VA 24115			Scholarship	2,000
Penobscot East Resource Center PO Box 27 Stonington, ME 04681			To help protect the health of the ecosystem	500
PHCC Foundation 645 Patriot Avenue Martinsville, VA 24112			Scholarship	3,000
Piedmont Arts 215 Starling Avenue Martinsville VA 24112			Art programs for Henry County area	1,000
Safety Rope PO Box 1439 Stuart, VA 24171			Emergency financial assistance	2,000
Spencer Penn Centre 475 Spencer Penn Rd Spencer, VA 24165			To help teach skills to adults and children	3,000
SUMC PO Box 206 Stanleytown, VA 21468			$5000 for Park maintenance and $13,000 for church budget	18,000
The Artisian Center sponsor PHCC Educational Foundation, Inc 55 West Church Street			Junior Artisan Program	
			Total:	37,500

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 12: page 3 990-PF Page 11, Part XV Line 3a

Open to Pu
Inspection For calendar year 2011, or tax period beginning , and ending

Name of Organization: TB AND RUTH STANLEY FAMILY FOUNDATION INC

Employer Identification Number: 27-1437797

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
Martinsville, VA 24112				1,000
The Community Foundation for Greater Altanta 50 Hurt Plaza Atlanta, GA 30303			Metro Atlanta Arts Fund	2,500
Tree of Life Blue Hill PO Box 1329 Blue Hill, ME 04614			Provides food assistance to residents of the eight towns of the Blue Hill peninsula.	2,000
University of West GA Foundation for French Dept 1601 Maple Street-Alumni House Carrollton, GA 30118			French Department	1,000
UVA Jefferson Scholars PO Box 400891 Charlottesville, VA 22904			Scholarship	1,000
VA Hunters Who Care PO Box 304 Big Island, VA 24528			Hunters for the Hungry- food distribution	1,000
VMI Fdn Neikirk Hall Lexington, VA 24450			Scholarship	1,000
Wildlife Foundation of VA PO Box 62 Norge, VA 23127			Youth service program, land purchases	2,000
			Total:	11,500

990 SCHEDULE OF OTHER REVENUE

Attachment 13: page 1 - 990-PF Page 12, Part XVI-A, Line 11

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending

Name of Organization	Employer Identification Number
TB AND RUTH STANLEY FAMILY FOUNDATION INC	27-1437797

Item	Program Service Revenue	Unrelated Business Income		Excluded by Section 512, 513 or 514		(e) Related or Exempt Function Income (see instructions)
		(a) Business Code	(b) Amount	(c) Excl. code	(d) Amount	
a	NATURAL RESOURCE PARTNERS	14	145			
		Totals:	145			

990 BOOKS ARE IN CARE OF

Attachment 9 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2011, or tax period beginning , and ending .

Name of Organization	Employer Identification Number
TB & RUTH STANLEY FAMILY FOUNDATION, INC.	27-1437797

Part VII-A - Line 14

Individual Name .... SUSAN TAYLOR
or
Business Name:

Street Address .... 135 E MORSE BLVD

U.S. Address:

Zip code 32789 City Winter Park State FL
or
Foreign Address

City ....

Province or State ....

Country ....

Postal code ....

Phone Number .... (407)740-6262

Fax Number ....

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension -- check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. TB & RUTH STANLEY FAMILY FOUNDATION, INC.	Employer identification number (EIN) or ☒ 27-1437797
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 135 E MORSE BLVD	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Winter Park FL 32789-7400	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ See attachment #9

Telephone No. ▶ FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 20 11 or
▶ ☐ tax year beginning ____ , 20 __ , and ending ____ , 20 __ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.