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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation FAIGEN FAMILY FOUNDATION, INC.		A Employer identification number 31-1509512
Number and street (or P O box number if mail is not delivered to street address) 231 BRADLEY PLACE, SUITE 200	Room/suite	B Telephone number 561-833-0377
City or town, state, and ZIP code PALM BEACH, FL 33480		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,994,840.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,501,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	228,808.	219,335.		STATEMENT 2
	4 Dividends and interest from securities	160,264.	160,264.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	43,288.			STATEMENT 1
	b Gross sales price for all assets on line 6a	1,216,569.			
	7 Capital gain net income (from Part IV, line 2)		183,743.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1,933,360.	563,342.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	1,390.	278.		1,112.
	c Other professional fees STMT 5	61,985.	61,030.		0.
	17 Interest				
	18 Taxes STMT 6	10,486.	454.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	164.	0.		61.
	24 Total operating and administrative expenses. Add lines 13 through 23	74,025.	61,762.		1,173.
	25 Contributions, gifts, grants paid	306,000.			306,000.
26 Total expenses and disbursements. Add lines 24 and 25	380,025.	61,762.		307,173.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,553,335.				
b Net investment income (if negative, enter -0-)		501,580.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

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

				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		58,080.	1,029,831.	1,029,831.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		3,976.	2,154.	2,154.
	10a	Investments - U.S. and state government obligations STMT 8		2,580,475.	3,752,436.	4,024,923.
	b	Investments - corporate stock STMT 9		5,696,802.	5,563,310.	6,581,929.
	c	Investments - corporate bonds STMT 10		1,429,342.	994,745.	1,137,216.
Liabilities	11	Investments - land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 11		256,747.	240,064.	218,787.
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)		10,025,422.	11,582,540.	12,994,840.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ EXCISE TAX PAYABLE)		1,729.	5,512.	
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)		1,729.	5,512.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		10,023,693.	11,577,028.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances		10,023,693.	11,577,028.	
Net Assets or Fund Balances	31	Total liabilities and net assets/fund balances		10,025,422.	11,582,540.	

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	10,023,693.
2	Enter amount from Part I, line 27a	2	1,553,335.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,577,028.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,577,028.

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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 STATEMENT 13A	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 1,216,569.		1,032,826.	183,743.
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			183,743.
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	183,743.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	576,746.	10,300,679.	.055991
2009	543,609.	8,782,781.	.061895
2008	421,105.	10,018,574.	.042032
2007	615,969.	11,306,089.	.054481
2006	612,333.	10,504,292.	.058294

2 Total of line 1, column (d)	2	.272693
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	.054539
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	11,889,132.
5 Multiply line 4 by line 3	5	648,421.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,016.
7 Add lines 5 and 6	7	653,437.
8 Enter qualifying distributions from Part XII, line 4	8	307,173.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	10,032.
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	10,032.
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	10,032.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,520.	
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	4,520.	
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	5,512.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 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?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>BRENDA MCGOWAN</u> Telephone no. ► <u>561-833-0377</u> Located at ► <u>231 BRADLEY PLACE, SUITE 200, PALM BEACH, FL</u> ZIP+4 ► <u>33480</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

If "Yes" to 6b, file Form 8870.

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		0.	0.	0.

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

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

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

0

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Part 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	11,630,932.
b	Average of monthly cash balances	1b	439,253.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,070,185.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	12,070,185.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	181,053.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,889,132.
6	Minimum investment return. Enter 5% of line 5	6	594,457.

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	594,457.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	10,032.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,032.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	584,425.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	584,425.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	584,425.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	307,173.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	307,173.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	307,173.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				584,425.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	100,878.			
b From 2007	60,917.			
c From 2008				
d From 2009	109,982.			
e From 2010	70,690.			
f Total of lines 3a through e	342,467.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	307,173.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				307,173.
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).)	277,252.			277,252.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	65,215.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	65,215.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	65,215.			
e Excess from 2011				

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 ☐ 4942(j)(3) or ☐ 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

Tax year

Prior 3 years

(a) 2011

(b) 2010

(c) 2009

(d) 2008

(e) Total

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)(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 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 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				
ST. COLUMBA'S STEP PROGRAM 4201 ALBEMARLE ST, NW WASHINGTON, DC 20016		IRC SEC 501(C)(3)	CHARITABLE	131,000.
ST. MARY'S CATHOLIC CHURCH 1200 EAST MAIN STREET PAHOKEE, FL 33476		IRC SEC 501(C)(3)	CHARITABLE	75,000.
SHEPPARD PRATT HEALTH SYSTEM 6501 N. CHARLES STREET BALTIMORE, MD 21285		IRC SEC 501(C)(3)	CHARITABLE	100,000.
Total			3a	306,000.
b Approved for future payment				
NONE				
Total			3b	0.

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

FAIGEN FAMILY FOUNDATION, INC.

Employer identification number

31-1509512

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ... ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. **Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.**31-1509512****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GRETA FAIGEN 525 S. FLAGLER DRIVE, GPH1 WEST PALM BEACH, FL 33401	\$ 1,500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CONTRIBUTIONS < \$5,000	\$ 1,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.**31-1509512****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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization	Employer identification number
FAIGEN FAMILY FOUNDATION, INC.	31-1509512

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 columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

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

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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEE STATEMENT 13A		PURCHASED		VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,216,569.	1,173,281.	0.	0.	43,288.	
CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					43,288.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CHEVY CHASE TRUST CO.	228,641.
WELLS FARGO	167.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	228,808.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHEVY CHASE TRUST CO.	160,264.	0.	160,264.
TOTAL TO FM 990-PF, PART I, LN 4	160,264.	0.	160,264.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	1,390.	278.		1,112.	
TO FORM 990-PF, PG 1, LN 16B	1,390.	278.		1,112.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEE	57,806.	56,916.		0.	
CUSTODIAL FEE	4,179.	4,114.		0.	
TO FORM 990-PF, PG 1, LN 16C	61,985.	61,030.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	10,032.	0.		0.	
FOREIGN TAXES	454.	454.		0.	
TO FORM 990-PF, PG 1, LN 18	10,486.	454.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ANNUAL FILING FEE	61.	0.		61.	
TELECONFERENCE FEE	103.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	164.	0.		61.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
MUNICIPAL OBLIGATIONS-SEE STMT 15		X	3,752,436.	4,024,923.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,752,436.	4,024,923.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,752,436.	4,024,923.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS-SEE STMT 14		5,563,310.	6,581,929.
TOTAL TO FORM 990-PF, PART II, LINE 10B		5,563,310.	6,581,929.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SEE STMT 15		994,745.	1,137,216.
TOTAL TO FORM 990-PF, PART II, LINE 10C		994,745.	1,137,216.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD FTSE ALL-WORLD EX-US	COST	114,908.	91,195.
MIDCAP SPDR TRUST SERIES 1	COST	125,156.	127,592.
TOTAL TO FORM 990-PF, PART II, LINE 13		240,064.	218,787.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/YR	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GRETA FAIGEN 525 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33401	PRESIDENT 160.00/YR	0.	0.	0.
DR. ANDREW FAIGEN 1013 COUNTRY CLUB DRIVE NORTH PALM BEACH, FL 33408	TREASURER 25.00/YR	0.	0.	0.
DR. AMANDA FAIGEN 1013 COUNTRY CLUB DRIVE NORTH PALM BEACH, FL 33408	DIRECTOR 25.00/YR	0.	0.	0.
WARREN MILLER 5225 STRATHMORE AVENUE KENNSINGTON, MD 20895	DIRECTOR 40.00/YR	0.	0.	0.
LISA SEIGEL 2120 WYOMING AVENUE WASHINGTON, DC 20008	VICE PRESIDENT 60.00/YR	0.	0.	0.
BRENDA MCGOWAN 231 BRADLEY PLACE, STE 200 PALM BEACH, FL 33480	SECRETARY 125.00/YR	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FAIGEN FAMILY FOUNDATION, INC
2011 TAX BASIS CAPITAL GAINS (LOSSES)
Updated: 12/31/11

SHARES	SECURITY	GROSS SALE PRICE	ACQUISITION COST	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
100	Apple Inc	35,279.94	10,921.20		24,358.74	8/16/07 & 10/15/08	02/07/11
100,000	AT&T Inc Note	116,311.00	99,107.00		17,204.00	03/06/08	08/09/11
250,000	Atlanta, GA Sch Bond	265,312.50	265,000.00	312.50		09/08/11	09/08/11
200	Caterpillar Inc	21,597.58	14,126.92		7,470.66	09/02/08	04/20/11
200	Chevron Corp	21,511.58	14,408.28		7,103.30	6/5/09 & 2/2/10	04/20/11
100,000	DuPont El De Nemours Note	117,953.00	101,500.00		16,453.00	05/27/09	11/08/11
500	EMC Corp Mass	13,815.78	5,175.00		8,640.78	04/16/02	04/20/11
500	Exxon Mobil Corp	39,989.23	17,860.00		22,129.23	12/24/02	01/31/11
300	Exxon Mobil Corp	25,793.50	4,452.86		21,340.64	11/11/93	04/21/11
1,700	Gannett Inc	23,170.55	45,526.00		(22,355.45)	07/21/95	12/07/11
1,700	Gannett Inc	23,170.55	26,044.00	(2,873.45)		04/20/11	12/07/11
1,000	Home Depot Inc	39,999.63	28,900.00		11,099.63	7/12/02 & 8/19/02	12/02/11
100	IBM Corporation	16,648.68	2,640.56		14,008.12	07/29/96	04/21/11
1,000	Intel Corp	24,979.52	17,793.20		7,186.32	07/30/02	10/27/11
1,900	Ishares MSCI EAFE Index Fd	114,282.80	131,591.10		(17,308.30)	2/21/07 & 9/2/08	07/26/11
150,000	Oracle Corp Note	175,890.00	149,917.50		25,972.50	06/30/09	11/08/11
200	Schlumberger Ltd	17,995.65	2,846.22		15,149.43	05/21/92	04/21/11
300	United Technologies Corp	25,740.19	10,944.50		14,795.69	6/29/01 & 7/30/01	04/21/11
80,000	Walt Disney Company Note	97,127.20	84,072.00		13,055.20	10/26/07	11/08/11
TOTALS:		1,216,568.88	1,032,826.34	(2,560.95)	186,303.49		

TOTAL SHORT TERM GAINS (LOSSES)	(2,560.95)
TOTAL LONG TERM GAINS (LOSSES)	186,303.49
TOTAL GAINS (LOSSES)	183,742.54

FAIGEN FAMILY FOUNDATION, INC
2011 BOOK BASIS CAPITAL GAINS (LOSSES)
Updated: 12/31/11

SHARES	SECURITY	GROSS SALE PRICE	BOOK VALUE	GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
100	Apple Inc	35,279.94	22,937.00	12,342.94	03/24/10	02/07/11
100,000	AT&T Inc Note	116,311.00	99,107.00	17,204.00	08/06/08	08/09/11
250,000	Atlanta, GA Sch Bond	265,312.50	265,000.00	312.50	09/08/11	09/08/11
200	Caterpillar Inc	21,597.58	14,126.92	7,470.66	09/02/08	04/20/11
200	Chevron Corp	21,511.58	14,408.28	7,103.30	6/5/09 & 2/2/10	04/20/11
100,000	DuPont El De Nemours Note	117,953.00	101,500.00	16,453.00	05/27/09	11/08/11
500	EMC Corp Mass	13,815.78	6,455.00	7,360.78	09/24/03	04/20/11
500	Exxon Mobil Corp	39,989.23	33,250.00	6,739.23	03/24/10	01/31/11
300	Exxon Mobil Corp	25,793.50	13,189.50	12,604.00	05/24/01	04/21/11
3,400	Gannett Inc	46,341.10	139,774.00	(93,432.90)	5/24/01 & 4/20/11	12/07/11
1,000	Home Depot Inc	39,999.63	32,690.00	7,309.63	09/23/03	12/02/11
1,000	Intel Corp	24,979.52	28,368.00	(3,388.48)	09/24/03	10/27/11
100	IBM Corporation	16,648.68	11,960.00	4,688.68	05/24/01	04/21/11
1,900	Ishares MSCI EAFE Index Fd	114,282.80	131,591.10	(17,308.30)	2/21/07 & 9/2/08	07/26/11
150,000	Oracle Corp Note	175,890.00	149,917.50	25,972.50	06/30/09	11/08/11
200	Schlumberger Ltd	17,995.65	6,385.00	11,610.65	05/24/01	04/21/11
300	United Technologies Corp	25,740.19	18,549.50	7,190.69	9/23/03 & 3/24/10	04/21/11
80,000	Walt Disney Company Note	97,127.20	84,072.00	13,055.20	10/26/07	11/08/11
TOTALS:		1,216,568.88	1,173,280.80	43,288.08		

FAIGEN FAMILY FOUNDATION, INC
CURRENT VALUE OF STOCKS & BONDS
AT HERITAGE INVESTORS MGT
Updated: December 31, 2011

Stocks:

Shares	Description	Cost	Book Value	Market Value
2,000	3M Company	110,593.00	141,845.00	163,460.00
1,400	Air Prod & Chems Inc	27,940.50	63,070.00	119,266.00
1,500	Altria Group Inc	27,449.74	34,548.00	44,475.00
2,000	American Express Co	67,065.49	67,065.49	94,340.00
2,650	Amgen Inc	108,821.50	176,685.50	170,156.50
800	Apple Inc	69,509.78	183,496.00	324,000.00
1,700	Caterpillar Inc	98,692.06	98,692.06	154,020.00
1,600	Chevron Corporation	95,783.88	113,205.60	170,240.00
5,000	Cisco Systems Inc	80,609.70	106,349.70	90,400.00
1,200	Coca-Cola Co	24,607.43	100,950.00	83,964.00
2,000	ConocoPhillips	27,186.04	67,392.68	145,740.00
8,500	EMC Corp Mass	79,576.60	133,375.00	183,090.00
2,700	Exxon Mobil Corp	33,541.04	118,705.51	228,852.00
1,600	Fluor Corporation	29,509.00	29,509.00	80,400.00
3,400	Gannett Inc	46,478.00	46,478.00	45,458.00
13,000	General Electric Corp	166,251.12	391,805.25	232,830.00
3,400	Hewlett Packard Co	48,551.79	171,001.42	87,584.00
7,000	Home Depot Inc	191,842.50	291,110.00	294,280.00
2,100	Honeywell Intl Inc	50,120.00	93,408.00	114,135.00
1,500	IBM Corporation	39,608.33	179,400.00	275,820.00
20,000	Intel Corporation	145,254.98	440,977.50	485,000.00
3,200	Johnson & Johnson	173,190.25	180,380.00	209,856.00
2,000	Marriott Intl Inc	48,898.61	61,483.92	58,340.00
200	Marriott Vacations Worldwide Corp	2,915.66	3,666.08	3,432.00
1,500	Martin Marietta Matls Inc	32,902.50	73,920.00	113,115.00
2,500	McDonald's Corporation	54,114.30	112,188.00	250,825.00
3,300	Medtronic Inc	108,966.00	108,966.00	126,225.00
3,000	Merck & Company Inc	55,478.48	177,637.97	113,100.00
5,600	Microsoft Corp	159,193.72	162,733.20	145,376.00
5,000	Morgan Stanley	119,185.28	283,732.31	75,650.00
1,400	Nike Inc Class B	29,165.50	29,165.50	134,918.00
2,000	Norfolk Southern Corp	81,379.60	81,379.60	145,720.00
2,300	Pepsico Inc	84,916.56	117,140.00	152,605.00
3,500	Pfizer Inc	55,635.70	82,642.00	75,740.00
1,000	Philip Morris International	33,612.70	53,324.00	78,480.00
2,579	Procter & Gamble Co	32,478.62	116,265.77	172,045.09
2,000	Raytheon Company	52,440.00	58,150.00	96,760.00
2,800	Schlumberger Ltd	32,052.01	89,390.00	191,268.00
2,500	SunTrust Banks Inc	5,091.38	98,958.49	44,250.00
2,000	T Rowe Price Group Inc	33,332.50	43,280.00	113,900.00
2,700	United Technologies Corp	86,225.15	140,045.50	197,343.00
3,500	Verizon Communications	117,780.43	117,780.43	140,420.00
5,000	Walmart Stores Inc	143,923.64	272,720.00	298,800.00
1,500	Walt Disney Co	20,187.90	49,291.61	56,250.00
Total Stocks:		3,132,058.97	5,563,310.09	6,581,928.59

FAIGEN FAMILY FOUNDATION, INC
CURRENT VALUE OF STOCKS & BONDS
AT HERITAGE INVESTORS MGT
Updated: December 31, 2011

Corporate Obligations:

Shares	Description	Cost	Book Value	Market Value
\$100,000	Boeing Company (6%)	102,434.00	102,434.00	121,282.00
\$100,000	ConocoPhillips (5.75%)	101,850.00	101,850.00	120,500.00
\$100,000	Cons Edison Co (6.65%)	101,353.00	101,353.00	126,398.00
\$100,000	Dupont El DeNemours (5.75%)	97,170.00	97,170.00	121,260.00
\$150,000	General Elec Cap Corp (5.625%)	149,799.00	149,799.00	168,000.00
\$140,000	Pitney Bowes Inc (4.75%)	134,636.60	134,636.60	143,934.00
\$150,000	Pitney Bowes Inc (5.75%)	157,585.50	157,585.50	160,971.00
\$150,000	Verizon Communications (5.5%)	149,917.50	149,917.50	174,871.50
Total Corporate Obligations:		994,745.60	994,745.60	1,137,216.50

Taxable Municipal Obligations:

Shares	Description	Cost	Book Value	Market Value
\$100,000	Anderson Cnty, SC Sch (5.375%)	102,071.00	102,071.00	112,537.00
\$100,000	Anne Arundel Cnty, MD (5.3%)	101,939.00	101,939.00	113,721.00
\$200,000	Brunswick Cnty, NC Wtr (5.35%)	200,000.00	200,000.00	219,396.00
\$150,000	California State Pub Wks (6.282%)	161,281.50	161,281.50	167,442.00
\$115,000	Contra Costa, CA Gen Oblig (5.882%)	123,550.25	123,550.25	132,010.80
\$100,000	East Baton Rouge, LA Swr (5.25%)	99,265.00	99,265.00	106,167.00
\$100,000	Florida State Brd Gov (4.9%)	101,456.00	101,456.00	110,278.00
\$200,000	Florida State Dept Environ (5.4%)	201,130.00	201,130.00	220,308.00
\$100,000	Florida State Govt Util (5.72%)	99,204.00	99,204.00	109,192.00
\$100,000	Glendale, CA Sch Dist (4.7%)	101,000.00	101,000.00	105,693.00
\$175,000	Harford Cnty, MD Gen Oblig (5%)	175,000.00	175,000.00	193,483.50
\$200,000	Hillsborough Cnty, FL (5%) [Tax Ex]	206,693.09	206,693.09	210,170.00
\$125,000	Lanse Creuse, MI Sch Dist (5.482%)	126,607.50	126,607.50	140,275.00
\$200,000	Longmont, CO Wtr (4.70%)	192,594.00	192,594.00	216,674.00
\$250,000	Maryland State Cmnty (4.85%) [Tax Ex]	246,035.00	246,035.00	253,002.50
\$100,000	Mc Kinney, TX Econ Dev (5.5%)	99,550.00	99,550.00	105,466.00
\$100,000	Metro Wash DC Arpt (5.59%)	102,713.00	102,713.00	107,321.00
\$100,000	New York, NY Gen Oblig (5.199%)	97,599.00	97,599.00	112,787.00
\$100,000	New York State Dorm (5%)	100,000.00	100,000.00	116,090.00
\$200,000	Ohio State Bldg Auth (5.20%)	201,544.00	201,544.00	211,122.00
\$65,000	Palm Beach Cnty, FL Sch (5.4%)	62,367.50	62,367.50	71,451.90
\$150,000	Phoenix, AZ Gen Oblig (6.5%)	162,000.00	162,000.00	162,168.00
\$80,000	San Francisco, CA Water (5.30%)	82,520.80	82,520.80	87,224.00
\$230,000	Van Buren, MI Sch (5.88%)	240,759.40	240,759.40	252,188.10
\$150,000	Virginia State Hsg (4.6%) [Tax Exempt]	150,000.00	150,000.00	157,201.50
\$200,000	Will Grundy Cnty, IL GO (6.3%)	215,556.00	215,556.00	231,554.00
Total Municipal Obligations:		3,752,436.04	3,752,436.04	4,024,923.30